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**CASH FINANCIAL SERVICES
GROUP LIMITED**
時富金融服務集團有限公司*
(incorporated in Bermuda with limited
liability)
(Stock code: 510)



**CELESTIAL ASIA SECURITIES
HOLDINGS LIMITED**
時富投資集團有限公司*
(incorporated in Bermuda with limited
liability)
(Stock code: 1049)

JOINT ANNOUNCEMENT

DESPATCH OF CFSG CIRCULAR FOR SPECIAL DEAL IN RELATION TO THE DISPOSAL OF THE CONFIDENT PROFITS GROUP

DESPATCH OF CASH CIRCULAR FOR VERY SUBSTANTIAL DISPOSAL IN RELATION TO THE DISPOSAL OF AROUND 40% SHAREHOLDING IN CFSG TO OCEANWIDE

Reference is made to the joint announcement issued by CASH Financial Services Group Limited (“CFSG”), Celestial Asia Securities Holdings Limited (“CASH”) and Oceanwide Holdings International Finance Ltd dated 9 March 2015 in relation to, among other things, (i) the connected transaction and special deal for CFSG in relation to the disposal of the Confident Profits Group; and (ii) the very substantial disposal for CASH in relation to the disposal of around 40% shareholding in CFSG to Oceanwide, and the announcement issued by CFSG dated 16 March 2015 in relation to, among other things, the formation of the CFSG Independent Board Committee and the appointment of the Independent Financial Adviser (“Announcements”). Unless otherwise specified herein, capitalised terms used herein shall have the same meanings as those defined in the Announcements.

DESPATCH OF CFSG CIRCULAR

CFSG is pleased to announce that the CFSG Circular containing, among other things, (i) details of the Confident Profits Transfer Agreement and the Special Deal; (ii) the letter of recommendation from the CFSG Independent Board Committee in respect of the Special Deal; (iii) the letter of advice from the Independent Financial Adviser to the CFSG Independent Board Committee and the CFSG Independent Shareholders in respect of the Special Deal; (iv) the letters from the reporting accountants and the Independent Financial Adviser on the profit forecast of the Confident Profits Group; and (v) the notice convening the CFSG SGM, has been despatched to the CFSG Shareholders on 22 April 2015.

DESPATCH OF CASH CIRCULAR

CASH is pleased to announce that the CASH Circular containing, among other things, (i) details of the Sale and Purchase Agreement and the transactions contemplated thereunder; (ii) financial information of the CFSG Group; (iii) pro forma financial information of the remaining CASH Group; and (iv) the notice convening the CASH SGM, has been despatched to the CASH Shareholders on 22 April 2015.

On behalf of the CFSG Board
Bernard Law
*Executive Director and
Chief Financial Officer*

On behalf of the CASH Board
Bankee P. Kwan
Executive Director and Chairman

Hong Kong, 22 April 2015

As at the date hereof, the CFSG Board comprises:-

Executive directors:

Mr Kwan Pak Hoo Bankee
Mr Law Ping Wah Bernard
Ms Cheng Pui Lai Majone
Mr Ng Kung Chit Raymond

Independent non-executive directors:

Mr Cheng Shu Shing Raymond
Mr Lo Kwok Hung John
Mr Lo Ming Chi Charles

The CFSG Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to CASH) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

As at the date hereof, the CASH Board comprises:-

Executive directors:

Mr Kwan Pak Hoo Bankee
Mr Law Ping Wah Bernard
Mr Ng Hin Sing Derek

Independent non-executive directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

The CASH Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than that relating to CFSG) and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this joint announcement have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement in this joint announcement misleading.

* *For identification purpose only*