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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)

**ANNOUNCEMENT
PURSUANT TO RULE 3.8 OF THE TAKEOVERS CODE**

This announcement is made by CASH Financial Services Group Limited (“**CFSG**”) pursuant to Rule 3.8 of the Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the joint announcement issued by CFSG, Celestial Asia Securities Holdings Limited and Celestial Investment Group Limited (the “**Offeror**”) dated 30 June 2022 in relation to, among other things, the pre-conditional voluntary cash offers by Celestial Securities Limited for and on behalf of the Offeror to acquire all the issued CFSG Shares (other than those already owned or agreed to be acquired by the Offeror and its parties acting in concert) and to cancel all the outstanding CFSG Options (the “**Joint Announcement**”). Unless otherwise specified herein, capitalised terms used herein shall have the same meaning as those defined in the Joint Announcement.

UPDATE ON THE NUMBER OF RELEVANT SECURITIES OF CFSG

The CFSG Board announces that a total of 2,685,000 CFSG Options, being share options granted in July 2021 under the CFSG Share Option Scheme at an exercise price of HK\$0.572, had lapsed on 31 July 2022. As at the date of this announcement and immediately after the lapse of CFSG Options, details of all classes of relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) issued by CFSG and the number of such securities in issue are as follows:

- (a) a total of 261,174,779 CFSG Shares at par value of HK\$0.04 each in issue; and
- (b) a total of 20,865,000 outstanding CFSG Options with rights to subscribe for an aggregate of 20,865,000 CFSG Shares.

Save as disclosed above, as at the date of this announcement, CFSG has no outstanding securities, options, derivatives or warrants which are convertible or exchangeable into CFSG Shares and CFSG has no other relevant securities (as defined under Note 4 to Rule 22 of the Takeovers Code) in issue.

DEALING DISCLOSURE

In accordance with Rule 3.8 of the Takeovers Code, associates of CFSG or the Offeror (including persons who own or control 5% or more of any class of relevant securities (as defined in paragraphs (a) to (d) in Note 4 to Rule 22 of the Takeovers Code) of CFSG or the Offeror) are hereby reminded to disclose their dealings in the relevant securities of CFSG pursuant to the Takeovers Code.

The full text of Note 11 of Rule 22 of the Takeovers Code is reproduced below pursuant to Rule 3.8 of the Takeovers Code:

“Responsibilities of stockbrokers, banks and other intermediaries

Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates of an offeror or the offeree company and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million.

This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”

Shareholders, optionholders and potential investors of CFSG are advised to exercise caution in dealing in the relevant securities of CFSG. If any shareholders, optionholders or potential investors of CFSG are in any doubt about their position, they should consult their own professional advisers.

On behalf of the CFSG Board
William Cheung
*Executive Director and
Chief Operating Officer*

Hong Kong, 1 August 2022

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

Executive directors:

Dr Kwan Pak Hoo Bankee, JP
Mr Kwan Teng Hin Jeffrey
Mr Cheung Wai Lim William
Mr Law Hin Ong Trevor
Ms Wong Sze Kai Angela

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 announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

** For identification purpose only*