

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

This joint announcement appears for information only and does not constitute an invitation or offer to acquire, purchase or subscribe for the shares of CFSG and/or CASH.



**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 SUPPLEMENTAL PLACING AGREEMENT

Reference is made to the joint announcement of CASH Financial Services Group Limited and Celestial Asia Securities Holdings Limited dated 14 June 2023 (the “**Announcement**”) in relation to, among other matters, the Placing under the General Mandate. Capitalised terms used in this announcement shall have the same meanings as defined in the Announcement unless otherwise stated.

As disclosed in the Announcement, pursuant to the Placing Agreement, the Placees would undertake to the Company that for a period commencing from the Completion Date and ending on the date which is eighteenth (18th) months from the Completion Date, the Placees would not dispose of, nor enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of any of the Placing Shares beneficially owned by them (the “**Lock-up Requirement**”).

SUPPLEMENTAL PLACING AGREEMENT

The CASH Board and the CFSG Board announce that on 16 June 2023, CFSG and the Placing Agent entered into the supplemental agreement to the Placing Agreement (the “**Supplemental Placing Agreement**”), pursuant to which CFSG and the Placing Agent agreed to remove the Lock-up Requirement in the Placing Agreement (the “**Amendment**”) in order to increase the attractiveness of the Placing to potential investors. Save for the Amendment, all other terms of the Placing Agreement shall remain unchanged and in full force and effect.

Having considered the reason set out above, the CASH Directors and the CFSG Directors are of the view that the terms of the Supplemental Placing Agreement are fair and reasonable and the Amendment is in the interests of the CASH Group, the CFSG Group, and their respective shareholders as a whole.

Shareholders and potential investors of CASH AND CFSG should note that the Completion is conditional upon fulfilment of the Condition Precedent as set out in the Announcement and the Placing may or may not proceed. Shareholders and potential investors of CASH and CFSG are advised to exercise caution when dealing in the CASH Shares and the CFSG Shares.

On behalf of the CFSG Board
Alpha Chan
Executive Director
and Chief Operating Officer

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

Hong Kong, 16 June 2023

As at the date of this joint announcement, the CFSG Board comprises:

Executive directors:

Dr Kwan Pak Hoo Bankee, JP
Mr Kwan Teng Hin Jeffrey
Mr Law Hin Ong Trevor
Ms Wong Sze Kai Angela
Mr Chan Ching Wan Alpha

Independent non-executive directors:

Mr Cheng Shu Shing Raymond
Mr Lo Ming Chi Charles
Dr Chan Ho Wah Terence

As at the date of this joint announcement, the CASH Board comprises:

Executive directors:

Dr Kwan Pak Hoo Bankee, JP
Mr Leung Siu Pong James
Mr Li Shing Wai Lewis
Mr Kwan Teng Hin Jeffrey

Independent non-executive directors:

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

If there is any inconsistency in this joint announcement between the Chinese and English versions, the English version shall prevail.

** For identification purposes only*