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## **Huishang Bank Corporation Limited** **徽商銀行股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**Stock Code: 3698**

### **EXERCISE OF OVER-ALLOTMENT OPTION, STABILIZATION ACTIONS AND END OF STABILIZATION PERIOD**

#### **EXERCISE OF OVER-ALLOTMENT OPTION**

The Bank announces that the Over-allotment Option described in the Prospectus was exercised in full by the Joint Global Coordinators, on behalf of the International Purchasers, on December 5, 2013 in respect of an aggregate of 391,916,000 H Shares (the “**Over-allotment Shares**”), representing approximately 15% of the Offer Shares initially available under the Global Offering, to cover over-allocations in the International Offering. The Over-allotment Shares will be allotted and issued by the Bank and sold by the Selling Shareholders at HK\$3.53 per H Share (exclusive of brokerage fee, SFC transaction levy and Hong Kong Stock Exchange trading fee, if any), being the Offer Price per H Share under the Global Offering.

## STABILIZATION ACTIONS AND END OF STABILIZATION PERIOD

The Bank further announces that the stabilization period in connection with the Global Offering ended on December 5, 2013, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. The stabilization actions undertaken during the stabilization period were:

- (1) over-allocations of an aggregate of 391,916,000 H Shares in the International Offering, representing approximately 15% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option;
- (2) the purchase of an aggregate of 6,494,000 H Shares at the price of HK\$3.53 per H Share (exclusive of brokerage fee, SFC transaction levy and Hong Kong Stock Exchange trading fee, if any) on the market during the stabilization period; and
- (3) the exercise in full of the Over-allotment Option by the Joint Global Coordinators, on behalf of the International Purchasers, on December 5, 2013 in respect of an aggregate of 391,916,000 H Shares, representing approximately 15% of the total number of Offer Shares initially available under the Global Offering, at the Offer Price per H Share.

The last purchase made by the Stabilizing Manager on the market during the course of stabilization period was on November 12, 2013 at the price of HK\$3.53 per H Share.

## EXERCISE OF OVER-ALLOTMENT OPTION

The Bank announces that the Over-allotment Option described in the Prospectus was exercised in full by the Joint Global Coordinators, on behalf of the International Purchasers, on December 5, 2013 in respect of an aggregate of 391,916,000 H Shares, representing approximately 15% of the Offer Shares initially available under the Global Offering, to cover over-allocations in the International Offering. The Over-allotment Shares will be allotted and issued by the Bank and sold by the Selling Shareholders at HK\$3.53 per H Share (exclusive of brokerage fee, SFC transaction levy and Hong Kong Stock Exchange trading fee, if any), being the Offer Price per H Share under the Global Offering.

In accordance with relevant PRC regulations regarding the transfer of state-owned shares, the state-owned shareholders of the Bank are required to transfer and pay the equivalent cash at the Offer Price under the Global Offering to NSSF, in proportion to their respective shareholdings in the Bank, 37,500,000 Shares, in aggregate equivalent to 10% of the number of H Shares issued by the Bank pursuant to the exercise of the Over-allotment Option for the Global Offering (among which 20,584,000 Shares are to be transferred to NSSF and 16,916,000 Shares are to be sold by the Selling Shareholder). The Shares transferred to the NSSF from the state-owned shareholders will be converted into H Shares on a one-for-one basis (the “**Conversion**”). The Bank will not receive any proceeds from the transfer of Shares by the state-owned Shareholders to the NSSF, the sale of Sale Shares, or any subsequent disposal of such H Shares by the NSSF.

Listing of and permission to deal in the Over-allotment Shares have already been granted by the Listing Committee of the Hong Kong Stock Exchange. Listing of and dealing in the Over-allotment Shares are expected to commence on the Main Board of the Hong Kong Stock Exchange at 9:00 a.m. on December 10, 2013.

The Directors confirm that immediately after the allotment and issue by the Bank, the sale by the Selling Shareholders of the Over-allotment Shares and the completion of the Conversion, approximately 28.62% of the issued share capital of the Company will be held by the public, which will satisfy the public float requirements under Rule 8.08(1)(a) of the Listing Rules.

The shareholding structure of the Bank immediately before and immediately after the completion of the allotment and issue by the Bank, the sale by the Selling Shareholders of the Over-allotment Shares and the completion of the Conversion is as follows:

	Immediately before the allotment and issue or sale of the Over-allotment Shares		Immediately after the allotment and issue or sale of the Over-allotment Shares	
	Number of Shares	Approximate percentage of the Bank's issued share capital	Number of Shares	Approximate percentage of the Bank's issued share capital
Domestic Shares	7,924,819,283	74.24%	7,887,319,283	71.38%
H Shares				
NSSF	137,225,000	1.29%	157,809,000	1.43%
H Shares issued and sold pursuant to the Global Offering	<u>2,612,775,000</u>	<u>24.48%</u>	<u>3,004,691,000</u>	<u>27.19%</u>
<b>Total</b>	<b><u>10,674,819,283</u></b>	<b><u>100.00%</u></b>	<b><u>11,049,819,283</u></b>	<b><u>100.00%</u></b>

The additional net proceeds of approximately HK\$1,296.0 million, after deducting (i) the net proceeds from the sale of the Sale Shares by the Selling Shareholders pursuant to the exercise of the Over-allotment Option, and (ii) the underwriting commissions and other estimated expenses relating to the exercise of the Over-allotment Option will be used by the Bank for the purposes as set out in the section headed “Future Plans and Use of Proceeds — Use of Proceeds” in the Prospectus.

## STABILIZATION ACTIONS AND END OF STABILIZATION PERIOD

The Bank further announces that the stabilization period in connection with the Global Offering ended on December 5, 2013, being the 30th day after the last day for lodging applications under the Hong Kong Public Offering.

The stabilization actions undertaken during the stabilization period were:

- (1) over-allocations of an aggregate of 391,916,000 H Shares in the International Offering, representing approximately 15% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option;
- (2) the purchase of an aggregate of 6,494,000 H Shares at the price of HK\$3.53 per H Share (exclusive of brokerage fee, SFC transaction levy and Hong Kong Stock Exchange trading fee, if any) on the market during the stabilization period; and
- (3) the exercise in full of the Over-allotment Option by the Joint Global Coordinators, on behalf of the International Purchasers, on December 5, 2013 in respect of an aggregate of 391,916,000 H Shares, representing approximately 15% of the total number of Offer Shares initially available under the Global Offering, at the Offer Price per H Share.

The last purchase made by the Stabilizing Manager on the market during the course of stabilization period was on November 12, 2013 at the price of HK\$3.53 per H Share.

This announcement is made pursuant to Section 9 of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

On behalf of the Board  
**Huishang Bank Corporation Limited**  
**Li Hongming**  
*Chairman*

Hong Kong, December 5, 2013

*As at the date of this announcement, the Board of Directors of the Bank comprises Li Hongming, Xu Demei, Wu Xuemin, Zhang Renfu and Ci Yaping, as executive Directors; Zhang Feifei, Qian Zheng, Guo Shigang, Wu Tian and Gao Yang, as non-executive Directors; Au Ngai Daniel, Dai Genyou, Wang Shihao, Zhang Shenghuai and Wen Jinghui, as independent non-executive Directors.*

*Huishang Bank Corporation Limited is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking and/or deposit-taking business in Hong Kong.*