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JIA SHENG HOLDINGS LIMITED

嘉盛控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 729)

Placing Agent



Guotai Junan Securities (Hong Kong) Limited

DISPOSAL OF SHARES BY SHAREHOLDERS

This announcement is made by Jia Sheng Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company has been informed by Best Effort International Limited (“**Best Effort**”) (a wholly-owned subsidiary of Asset Managers (Asia) Company Limited (“**AMAC**”) which is owned as to 70% by Asset Managers Holdings Co., Ltd. and as to 30% indirectly by Mr. Yip Chi Chiu (“**Mr. Yip**”), an executive director of the Company), Bright Success Holdings Limited (“**Bright Success**”) (owned as to 50% by each of Mr. Yip and his spouse, Ms. Lui Wai Kuen Brenda) and Asset Managers (China) Fund Co., Ltd. (“**AMCF**”) (owned as to 50% by AMAC and as to 50% by MBK Co., Ltd.) (together, the “**Vendors**”) that each of them has entered into a separate placing agreement (together, the “**Placing Agreements**”) with Guotai Junan Securities (Hong Kong) Limited (the “**Placing Agent**”) on 25 May 2010 whereby the Placing Agent agreed to procure the placing of up to 175,908,487, 41,193,785 and 12,897,728 existing shares of the Company respectively owned by the respective Vendors (together, the “**Placing Shares**”), representing approximately 5.8%, 1.4% and 0.4% of the issued share capital of the Company of 3,038,692,464 shares as at 25 May 2010, to investor(s) who are independent of the Company and its connected persons (the “**Placee(s)**”) at a price of HK\$1.38 per Placing Share on a best effort basis (the “**Placing**”). The Placing Agent will ensure that the Placee(s) are third

parties independent of and not acting in concert (as defined in the Hong Kong Code on Takeovers and Mergers) with the Company or its subsidiaries, or any director, chief executive, management shareholder or substantial shareholder of the Company or any of its subsidiaries or any of their respective associates.

The Placing is expected to be completed on or before 26 May 2010 or such other date as the Vendors and the Placing Agent shall agree. Assuming all the 230,000,000 Placing Shares are placed by the Placing Agent, AMCF will cease to hold any shares of the Company, while Best Effort and Bright Success will hold 146,432,533 and 31,948,686 shares of the Company respectively, representing approximately 4.8% and 1.1% of the existing issued share capital of the Company respectively.

The Vendors advised the Company that the Placing Agreements were entered into by each of them in light of their respective asset management plans. The management of the Company is confident of the Company's prospects and will continue to strive to create value for the shareholders of the Company.

As the Placing may or may not complete, shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

By order of the board of
Jia Sheng Holdings Limited
Yip Chi Chiu

Deputy Chairman and Chief Executive Officer

Hong Kong, 25 May 2010

As of the date of this announcement, the board of directors of the Company comprises Mr. Yip Chi Chiu (Deputy Chairman and Chief Executive Officer), Mr. Chung Hing Ka (Deputy Chairman and Chief Technical Officer), Mr. Miao Zhenguo (Chief Operating Officer), Mr. Lo Wing Yat, and Mr. So George Siu Ming (Chief Financial Officer) as executive directors of the Company; Mr. Leung Chung Tak Barry and Mr. Wong Kwok Kuen as non-executive directors of the Company; and Mr. Chan Yuk Tong, Mr. Fei Tai Hung and Mr. Tse Kam Fow as independent non-executive directors of the Company.

Website: <http://www.jiasheng.hk>