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UNIVERSE INTERNATIONAL HOLDINGS LIMITED
寰宇國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1046)

VOLUNTARY ANNOUNCEMENT – PROPOSED COOPERATION WITH GUIZHOU COLORFUL

This is a voluntary announcement made by Universe International Holdings Limited ("**Company**", together with its subsidiaries, the "**Group**").

The board ("**Board**") of directors ("**Directors**") of the Company is pleased to announce that after trading hours on 30 October 2013, Universe Culture Investment Limited ("**Universe Culture**"), a company incorporated in Hong Kong with limited liability and a wholly-owned subsidiary of the Company, entered into a cooperative framework agreement ("**Cooperation Framework Agreement**") with 貴州多彩貴州城建設經營有限公司 ("**Guizhou Colorful**") (in English, for identification propose only, Guizhou Colorful Guizhou Town Construction Management Co., Ltd.), a limited liability company established in the the People's Republic of China ("**China**"), in relation to the proposed cooperation in the development project ("**Colorful Guizhou Town Project**") of Colorful Guizhou Town (多彩貴州城), a commercial, leisure and tourism site to be constructed in Guiyang City, PRC, in which during the construction and operation phase of Colorful Guizhou Town, Universe Culture will provide design, planning and management, personnel training services to Guizhou Colorful, as well as considering investment and building high-end theatres in Colorful Guizhou Town.

Guizhou Colorful is a limited liability company established in accordance with the PRC Company Law by 貴州省產業投資(集團)有限責任公司 (in English, for identification purpose only, Guizhou Industrial Investment (Group) Co., Ltd.), 貴州光大能源發展有限公司 (in English, for identification purpose only, Guizhou Guangda Energy evelopment Co., Ltd.) and 貴州豐瑞投資有限公司 (in English, for identification purpose only, Guizhou Fengshui Investment Co., Ltd.), the business objective of which is in the investment, construction and operation management the Colorful Guizhou Town Project. 48% of the issue share capital of Guizhou Colorful is owned by 貴州省產業投資(集團)有限責任公司, a PRC company established by the State-owned Assets Supervision and Administration Commission of Guizhou Province, PRC (貴州省人民政府國有資產監督管理委員會) and approved by the government of Guizhou Province.

* *for identification purposes only*

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, each of the Guizhou Colorful and its ultimate beneficial owner(s) is an independent third party independent of and not connected with the Company and its connected persons (as defined in the Rules Governing the Listing of Securities on The Hong Kong Stock Exchange Limited ("**Listing Rules**")).

Guizhou Colorful is responsible for the construction, management and operation of the Colorful Guizhou Town Project. Colorful Guizhou Town has a total area of approximately 7,696 mu（畝）(approximately 5,126,000 square metres), which is located near the Guiyang Longdongbao International Airport in Guiyang, the capital city of Guizhou Province, in which commercial, leisure and tourism areas will be developed including a theme park, film shooting hub, high-end theatres, leisure centres, hotels and an airport city. The estimated total investment of Colorful Guizhou Town is approximately RMB42 billion. The first phase of Colorful Guizhou Town has a total area of approximately 2,022 mu (approximately 1,347,000 square metres) with an estimated total investment of approximately RMB6.4 billion. The estimated completion time of the first phase of Colorful Guizhou Town is in mid 2015.

Pursuant to the Cooperation Framework Agreement and subject to (i) due diligence results on the subject matters of the Cooperation Framework Agreement by Universe Culture; (ii) the entering into a formal agreement with Guizhou Colorful; and (iii) the compliance by the Company with the applicable requirements under the Listing Rules, Universe Culture intends to cooperate with Guizhou Colorful in the Colorful Guizhou Town Project in which Universe Culture will provide hospitality facilities design and project management services during the construction phase, and operation management services during the operation phase, of the theme park, the movie base and the high-end theatres in Colorful Guizhou Town. For the provision of the above services, Guizhou Colorful will pay fees to the Group at rates to be agreed. Universe Culture and Guizhou Colorful will also discuss the investment amounts and proportion in the movie base and the high-end theatres in Colorful Guizhou Town.

The Board wishes to emphasize that the terms of the Cooperation Framework Agreement only set out the preliminary cooperation intentions of Universe Culture and Guizhou Colorful, which does not constitute any substantive right and obligation of the parties to the Cooperation Framework Agreement. The transactions contemplated under the Cooperation Framework Agreement may or may not proceed. Certain transactions contemplated under the Cooperation Framework Agreement, if materialised, may constitute notifiable transactions of the Company for the purpose of the Listing Rules.

Further announcement(s) in relation to such transactions contemplated under the Cooperation Framework Agreement will be made by the Company as and when appropriate in compliance with the Listing Rules.

Where the parties to the Cooperation Framework Agreement have not entered into a formal agreement regarding the proposed cooperation between the parties by 30 June 2014, the Cooperation Framework Agreement shall lapse. Save for certain provisions relating to confidentiality, notices, lapse of agreement and governing law, the Cooperation Framework Agreement is not legally binding.

On behalf of the Board
Universe International Holdings Limited
Lam Shiu Ming, Daneil
Chairman and Executive Director

Hong Kong, 30 October 2013

As at the date of this announcement, the Board comprise of Mr. Lam Shiu Ming, Daneil, Mr. Hung Cho Sing, Mr. Yeung Kim Piu and Mr. Lam Kit Sun as executive Directors and Mr. Ng Kwok Tung, Dr. Leung Shiu Ki, Albert, Mr. Ma Chun Fung, Horace and Mr. Lam Wing Tai as independent non-executive Directors.