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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)

**CHANGE OF INDEPENDENT NON-EXECUTIVE DIRECTORS;
CHANGE OF MEMBERS OF AUDIT COMMITTEE,
MEMBER AND CHAIRMAN OF NOMINATION COMMITTEE
AND
MEMBER AND CHAIRMAN OF REMUNERATION COMMITTEE**

The Board announces that with effect from 4 December 2013, (i) each of Mr. Leung and Mr. Ma resigned as an independent non-executive Director; and (ii) Mr. Choi and Mr. Lam have been appointed as independent non-executive Directors.

As a result of the change of the independent non-executive Directors, the composition of each of the Audit Committee, the Remuneration Committee and the Nomination Committee has also been changed. Please refer to below for details.

RESIGNATIONS OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board (“**Board**”) of directors (“**Directors**”, and each, a “**Director**”) of Universe International Holdings Limited (“**Company**”, together with its subsidiaries, the “**Group**”) wishes to announce that with effect from 4 December 2013, each of (i) Mr. Leung Shiu Ki, Albert (“**Mr. Leung**”) resigned as an independent non-executive Director, a member of each of the audit committee (“**Audit Committee**”) and the remuneration committee (“**Remuneration Committee**”) of the Board, and the chairman of the nomination committee (“**Nomination Committee**”) of the Board; and (ii) Mr. Ma Chun Fung, Horace (“**Mr. Ma**”) resigned as an independent non-executive Director, a member of each of the Audit Committee and the Nomination Committee, and the chairman of the Remuneration Committee, due to his other business commitments which require more of his time.

Each of Mr. Leung and Mr. Ma has confirmed that he does not have any disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company.

* for identification purposes only

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board is pleased to announce that with effect from 4 December 2013, Mr. Choi Wing Koon (“**Mr. Choi**”) and Mr. Lam Chi Keung (“**Mr. Lam**”) have been appointed as independent non-executive Directors.

Mr. Choi Wing Koon

Mr. Choi, aged 36, holds a bachelor’s degree of business administration in accounting awarded by the Hong Kong University of Science and Technology in 1999. Mr. Choi is a fellow of the Association of Chartered Certified Accountants and a member of the Hong Kong Institute of Certified Public Accountants. Mr. Choi has around 13 years of experience in accounting and company secretarial field. Mr. Choi is currently an independent non-executive director of Zhidao International (Holdings) Limited (Stock Code: 1220), and between 1 September 2010 and 22 April 2013, Mr. Choi was the financial controller and company secretary of Taung Gold International Limited (Stock Code: 621), each a company whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”).

Mr. Choi was also appointed as a member of the Audit Committee, the chairman of the Remuneration Committee and a member of the Nomination Committee.

As at the date of this announcement, save as disclosed above, Mr. Choi has not held any other major appointment and qualification or directorship in other listed company in the last three years, nor does he have any relationship with any Director, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Rules Governing the Listing of Securities on the Stock Exchange (“**Listing Rules**”)) of the Company. Save as mentioned above, Mr. Choi does not hold other positions with the Company or other members of the Group.

As at the date of this announcement, Mr. Choi is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Pursuant to the appointment letter entered into between Mr. Choi and the Company, Mr. Choi is appointed for a fixed term for three years from 4 December 2013. Mr. Choi’s appointment shall be subject to retirement by rotation and re-election at general meeting of the Company in accordance with the bye-laws of the Company. Mr. Choi is entitled to an annual director’s fee of HK\$130,000 which is determined with reference to their responsibilities, the Company’s remuneration policy and the prevailing market conditions.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Choi that need to be brought to the attention of the shareholders of the Company.

Mr. Lam Chi Keung

Mr. Lam, aged 43, holds a bachelor’s degree of science in accounting awarded by Brigham Young University-Hawaii in 1996. Mr. Lam also obtained a master’s degree of science in e-commerce from The Chinese University of Hong Kong in 2002. Mr. Lam is a fellow of the Hong Kong Institute of Certified Public Accountants, a holder of the specialist designation in insolvency of the Hong Kong Institute of Certified Public Accountants and a certified fraud examiner of the Association of Certified Fraud Examiners. Mr. Lam has around 15 years of experience in accounting and insolvency field.

Mr. Lam was also appointed as a member of the Audit Committee, a member of the Remuneration Committee and the chairman of the Nomination Committee.

As at the date of this announcement, save as disclosed above, Mr. Lam has not held any other major appointment and qualification or directorship in other listed company in the last three years, nor does he have any relationship with any Director, senior management, substantial shareholders or controlling shareholders (having the meaning ascribed to it in the Listing Rules) of the Company. Save as mentioned above, Mr. Lam does not hold other positions with the Company or other members of the Group.

As at the date of this announcement, Mr. Lam is not interested in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Pursuant to the appointment letter entered into between Mr. Lam and the Company, Mr. Lam is appointed for a fixed term for three years from 4 December 2013. Mr. Lam's appointment shall be subject to retirement by rotation and re-election at general meeting of the Company in accordance with the bye-laws of the Company. Mr. Lam is entitled to an annual director's fee of HK\$130,000 which is determined with reference to their responsibilities, the Company's remuneration policy and the prevailing market conditions.

Save as disclosed above, there is no further information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters relating to the appointment of Mr. Lam that need to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to thank Mr. Leung and Mr. Ma for their valuable contributions and services during their tenures of office and welcome Mr. Choi and Mr. Lam to join the Board as independent non-executive Directors.

By Order of the Board
Lam Shiu Ming, Daneil
Chairman and Executive Director

Hong Kong, 4 December 2013

As at the date of this announcement, the Board comprises Mr. Lam Shiu Ming, Daneil, Mr. Hung Cho Sing, Mr. Yeung Kim Piu and Mr. Lam Kit Sun as executive Directors and Mr. Lam Wing Tai, Mr. Choi Wing Koon and Mr. Lam Chi Keung as independent non-executive Directors.