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**UNIVERSE INTERNATIONAL FINANCIAL HOLDINGS LIMITED**  
**寰宇國際金融控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1046)**

**DISCLOSEABLE TRANSACTION:  
DISPOSAL OF IE CHINA SHARES ON EXCHANGE**

**THE DISPOSAL**

The Board wishes to announce that during the period from 6 November 2017 to 14 November 2017, the Group disposed of an aggregate of 144,580,000 IE China Shares on the open market of the Stock Exchange for an aggregate consideration of approximately HK\$5.23 million (before deducting stamp duty and related expenses) at an average price of HK\$0.036 per IE China Share.

**IMPLICATIONS UNDER THE LISTING RULES**

The Disposal constituted a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is accordingly subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

**THE DISPOSAL**

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The IE China Shares disposed of in the Disposal amounted to approximately 2.71% of the issued share capital of IE China as at 14 November 2017.

As all the IE China Shares were disposed of in the open market of the Stock Exchange, the Directors are not aware of the identities of the counterparties to the Disposal or of their respective principal business activities (if applicable). To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, each of the counterparties of the Disposal and (if applicable) their respective ultimate beneficial owners is an Independent Third Party.

The aggregate gross proceeds of the Disposal are approximately HK\$5.23 million. The sale price under the relevant disposals represented the prevailing market price of the IE China Shares at the time of the relevant transactions.

Settlement of the Disposal will take place on the second trading day after the orders regarding the relevant disposals have been made.

Upon settlement of the Disposal, the Group will hold approximately 158,420,000 IE China Shares. Depending on the market conditions, the Group may continue to dispose of its remaining holdings of IE China Shares so as to realise its investments in IE China.

## **INFORMATION OF IE CHINA GROUP**

IE China is a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the issued shares of which are listed on GEM (Stock Code: 8081). IE China is an investment holding company. IE China Group is principally engaged in (i) mobile internet cultural business and provision of IT services; (ii) provision of hospitality and related services in Australia; (iii) provision of medical diagnostic and health check services; (iv) money lending business; and (v) assets investments business.

Set out below is a summary of certain audited consolidated financial information of IE China Group for the two years ended 31 December 2016 as extracted from the 2016 annual report of IE China:

	<b>For the year ended 31 December 2016 <i>HK\$'000</i></b>	<b>For the year ended 31 December 2015 <i>HK\$'000</i></b>
Net profit/(loss) (before taxation)	(553,733)	55,311
Net profit/(loss) (after taxation)	(238,840)	54,888

The audited consolidated total asset value and net asset value of IE China Group as at 31 December 2016 were approximately HK\$1,512,368,000 and HK\$1,053,318,000 respectively.

## **REASONS FOR AND BENEFITS OF THE DISPOSAL**

The Group is principally engaged in securities brokerage and margin financing, money lending, leasing of investment properties and securities investment, video distribution, film distribution and exhibition, licensing and sub-licensing of film rights, trading, wholesaling and retailing of optical products, watches and jewellery products.

Based on the recent market prices of the IE China Shares, the Directors are of the view that the Disposal represented an exit opportunity for the Group to realise its investment in the IE China Shares. The Directors expect to recognise an unaudited gain (before deducting stamp duty and related expenses) of approximately HK\$2.05 million from the Disposal. Shareholders should note that the actual amount of gain on the Disposal to be recorded by the Company will be subject to review by the auditors of the Company. It is expected that the proceeds from the Disposal will be used for general working capital. The Directors consider the Disposal is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

Given that the Disposal was made in the open market of the Stock Exchange, the Directors (including the independent non-executive Directors) consider that all the IE China Shares disposed of were sold at the then prevailing market prices and terms of the Disposal are on normal commercial terms and are fair and reasonable and the Disposal is in the interests of the Company and the Shareholders as a whole.

Depending on prevailing market conditions, the Group may in the future continue to dispose of the remaining IE China Shares held by the Group to realize its investments in IE China.

## **IMPLICATIONS UNDER THE LISTING RULES**

The Disposal constituted a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is accordingly subject to notification and announcement requirements under Chapter 14 of the Listing Rules.

## DEFINITIONS

In this announcement, the following expressions shall, unless the context requires otherwise, have the following meanings:

“Board”	the board of Directors
“Company”	Universe International Financial Holdings Limited, a company incorporated in Bermuda with limited liability, whose shares are listed on the Stock Exchange (Stock code: 1046)
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Director(s)”	the director(s) of the Company
“Disposal”	the disposal of an aggregate of 144,580,000 IE China Shares by the Group on the open market of the Stock Exchange for an aggregate consideration of approximately HK\$5.23 million (excluding stamp duty and related expenses) during the period from 6 November 2017 to 14 November 2017
“GEM”	the Growth Enterprise Market operated by the Stock Exchange
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“IE China”	Interactive Entertainment China Cultural Technology Investments Limited 互娛中國文化科技投資有限公司, a company incorporated in the Cayman Islands and continued in Bermuda with limited liability, the shares of which are listed on GEM (Stock Code: 8081)
“IE China Group”	IE China and its subsidiaries
“IE China Share(s)”	share(s) of HK\$0.01 each in the share capital of IE China
“Independent Third Party”	a third party independent of the Company and its connected persons

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent.

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

Hong Kong, 14 November 2017

*As at the date of this announcement, the executive Directors are Mr. Lam Shiu Ming, Daneil, Mr. Hung Cho Sing and Mr. Lam Kit Sun, and the independent non-executive Directors are Mr. Choi Wing Koon, Mr. Lam Chi Keung, Ms. Cheng Lo Yee and Mr. Tang Yiu Wing.*