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紫光控股
UNIS HOLDINGS

UNISPLENDOUR TECHNOLOGY (HOLDINGS) LIMITED
紫光科技（控股）有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock Code: 00365)

PROFIT WARNING

This announcement is made by Unisplendour Technology (Holdings) Limited (the "**Company**" and, together with its subsidiaries, the "**Group**") pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions (as defined under the Listing Rules) (the "**Inside Information Provisions**") under Part XIVA of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong).

Reference is made to the announcement of the Company dated 26 October 2018 (the "**Rule 3.7 Announcement**") issued pursuant to Rule 3.7 of The Code on Takeovers and Mergers (the "**Takeovers Code**"), Rule 13.09 of the Listing Rules and the Inside Information Provisions. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.7 Announcement.

The board (the "**Board**") of directors of the Company (the "**Directors**") wishes to inform the shareholders (the "**Shareholders**") and potential investors of the Company that, based on the information currently available, the Group is expected to record a consolidated net loss of HKD 134,457,000 for the year ended 31 December 2018, as and when compared to the consolidated net profit recorded for the year ended 31 December 2017. Such decrease in profit is mainly attributable to a floating loss of approximately HK$113,031,860 recorded by the financial investment segment which was caused by the fluctuation of the stock market.

The Company is still in the process of finalizing the audited consolidated financial statements of the Group for the year ended 31 December 2018. The information contained in this announcement is only a preliminary assessment by the management of the Company based on information currently available to the Group, including the unaudited consolidated management accounts of the Group for the year ended 31 December 2018. Such information has not been audited or reviewed by the auditors of the Company or the audit committee of Board and may be subject to adjustments or amendments. The annual results announcement of the Group for the year ending 31 December 2018 (the "**Annual Results**") is expected to be published by the end of March 2019 pursuant to the requirements of the Listing Rules.

With the publication of the Rule 3.7 Announcement, the offer period has commenced since 26 October 2018. Pursuant to Rule 10 of the Takeovers Code, the profit warning included in this announcement (the "**Profit Warning**") constitutes a profit forecast and is required to be reported on by the Company's auditor or accountant and its financial advisers (if applicable) (the "**Profit Forecast Reports**") in accordance with Rule 10.4 of the Takeovers Code. Since this announcement is required to be made pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions, which requires the Company to issue a profit warning announcement as soon as practicable and given the time constraints, the Company has encountered genuine practical difficulties in meeting the requirements set out in Rule 10.4 of the Takeovers Code.

Under Practice Note 2 of the Takeovers Code, the Profit Forecast Reports are required to be contained in the next document to be sent to the Shareholders. As the Annual Results of the Group is expected to be published by the end of March 2019, the requirements of ''reporting on'' under Rule 10 of the Takeovers Code for the Profit Warning are expected to be superseded by the publication of the Annual Results of the Group. In such case, the relevant results together with the notes to the financial statements will be included in the next document to be sent to the Shareholders.

WARNINGS: Shareholders and potential investors should note that the Profit Warning has not been reported on in accordance with the requirements under Rule 10.4 of the Takeovers Code and does not meet the standard required by Rule 10 of the Takeovers Code. The Profit Warning is normally required to be separately reported on by the Company's auditor or accountant and financial advisers (if applicable) and such reports shall be contained in the next document to be issued by the Company to the Shareholders. Shareholders and potential investors are advised to exercise caution in placing reliance on the Profit Warning in respect of dealing in the securities of the Company. Also, there is no assurance that the Transfer will materialise or eventually be consummated, and even if materializes, may or may not lead to a general offer under Rule 26.1 of Takeovers Code. The Transfer may or may not proceed. Shareholders and potential investors should exercise caution when dealing in the securities of the Company, and if they are in any doubt about their position, they should consult their professional adviser(s).

By Order of the Board
Unisplendour Technology (Holdings) Limited
Zhang Yadong
Chairman

Hong Kong, 15 March 2019

As at the date of this announcement, the directors are Mr. Zhang Yadong, Mr. Xia Yuan and Mr. Zheng Bo as executive directors; Mr. Li Zhongxiang and Mr. Qi Lian as non-executive directors; and Mr. Cui Yuzhi, Mr. Bao Yi and Mr. Ping Fan as independent non-executive directors.

The directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

** For identification purposes only*