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**Unity Investments Holdings Limited**

**合一投資控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock code: 913)**

## **UPDATE ON PROPOSED CAPITAL REORGANISATION AND CHANGE IN BOARD LOT SIZE**

The Petition is scheduled to be heard by the Court on 9 August 2012 (Cayman time). If the Court sanctions the Capital Reduction and assuming all the other conditions for the Capital Reorganisation set out in the Circular are fulfilled, the Capital Reorganisation will take effect following the registration of the Court's order confirming the Capital Reduction and the minutes approved by the Court with the Registrar of Companies of the Cayman Islands. On such basis, the trading arrangements in respect of dealings in the Shares and the New Shares on the Stock Exchange will be implemented in accordance with the expected timetable set out in the Circular.

**Shareholders and investors should note that the outcome of the hearing of the Petition is entirely within the jurisdiction of the Court, which may exercise its discretion to grant or not grant the order as it sees fit. The timetable below will not be implemented if the Petition is not heard by the Court or the Court does not sanction the Capital Reduction on 9 August 2012 (Cayman time) or the order of the Court confirming the reduction of issued share capital and the minutes approved by the Court are not registered with the Registrar of Companies of the Cayman Islands after 4:00 p.m. on 17 August 2012 (Hong Kong time) and before 9:00 a.m. on 20 August 2012 (Hong Kong time).**

Further announcement(s) will be made by the Company on the outcome of the hearing of the Petition and/or the actual timetable for the implementation of the Capital Reorganisation, if and when appropriate.

Reference is made to announcements of the Company dated 23 March 2012, 29 March 2012 and 23 April 2012 and circular of the Company dated 24 April 2012 (the "**Circular**") in respect of the proposed Capital Reorganisation and change in board lot size. Unless otherwise stated, capitalised terms used in this announcement have same meanings as defined in the Circular.

### **PETITION**

The petition for the confirmation of the Capital Reduction (the "**Petition**") is scheduled to be heard by the Court on 9 August 2012 (Cayman time). The Capital Reorganisation is conditional, among other things, on the Court sanctioning the Capital Reduction and the registration by the Company with the Registrar of Companies of the Cayman Islands an official copy of the order of the Court confirming the reduction of issued share capital and the minutes approved by the Court.

## EXPECTED TIMETABLE

Set out below is the expected timetable for the Capital Reorganisation and change in board lot size assuming the Capital Reorganisation becomes effective after 4:00 p.m. on 17 August 2012 (Hong Kong time) and before 9:00 a.m. on 20 August 2012 (Hong Kong time) which is same as that set out in the Circular.

<b>2012</b>	
Announcement of expected effective date of the Capital Reorganisation .....	Friday, 17 August
Proposed effective date of the Capital Reorganisation .....	After 4:00 p.m. on Friday, 17 August and before 9:00 a.m. on Monday, 20 August
Commencement of dealings in New Shares .....	9:00 a.m. on Monday, 20 August
Original counter for trading in the Shares in board lot of 20,000 Shares (in the form of existing share certificates) temporarily closes .....	9:00 a.m. on Monday, 20 August
Temporary counter for trading in the New Shares in board lot of 2,500 New Shares (in the form of existing share certificates) opens.....	9:00 a.m. on Monday, 20 August
First day of free exchange of existing certificates for the Shares for new certificates for the New Shares .....	Monday, 20 August
Original counter for trading in the New Shares in board lot of 5,000 New Shares (in the form of new certificates for the New Shares) re-opens .....	9:00 a.m. on Monday, 3 September
Parallel trading in the New Shares in the form of new certificates for the New Shares and existing certificates for the Shares commences .....	9:00 a.m. on Monday, 3 September
Designated broker starts to stand in the market to provide matching services for odd lots of the New Shares.....	9:00 a.m. on Monday, 3 September
Parallel trading in the New Shares in the form of new certificates for the New Shares and existing certificates for the Shares ends.....	4:00 p.m. on Friday, 21 September
Temporary counter for trading in the New Shares in board lot of 2,500 New Shares (in the form of existing share certificates) closes .....	4:00 p.m. on Friday, 21 September

Designated broker ceases to stand in the market to provide matching services for odd lots of the New Shares ..... 4:00 p.m. on Friday, 21 September

Last day of free exchange of existing certificates for the Shares for new certificates for the New Shares ..... Tuesday, 25 September

Unless otherwise stated, all times and dates specified in this announcement refer to Hong Kong local times and dates. The expected timetable above depends on the results of the relevant Court hearing and the dates are therefore tentative. Further announcement(s) will be made by the Company on the outcome of the hearing of the Petition and/or actual timetable for the implementation of the Capital Reorganisation, if and when appropriate.

**Shareholders and investors should note that the outcome of the hearing of the Petition is entirely within the jurisdiction of the Court, which may exercise its discretion to grant or not grant the order as it sees fit. The timetable above will not be implemented if the Petition is not heard by the Court or the Court does not sanction the Capital Reduction on 9 August 2012 (Cayman time) or the order of the Court confirming the reduction of issued share capital and the minutes approved by the Court are not registered with the Registrar of Companies of the Cayman Islands after 4:00 p.m. on 17 August 2012 (Hong Kong time) and before 9:00 a.m. on 20 August 2012 (Hong Kong time).**

### **FREE EXCHANGE OF CERTIFICATES FOR THE NEW SHARES AND TRADING ARRANGEMENTS**

Subject to the Capital Reorganisation becoming effective, the Shareholders may, during the period from Monday, 20 August 2012 to Tuesday, 25 September 2012 (both dates inclusive), submit their existing certificates for the Share (in blue colour) held by them to the Company's share registrar and transfer office in Hong Kong, Tricor Tengis Limited at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, in exchange for the new certificates for the New Shares (in orange colour), at the expense of the Company. Thereafter, share certificates for the Shares will be accepted for exchange only on payment of a fee of HK\$2.50 (or such higher amount as may from time to time be specified by the Stock Exchange) for each certificate for the New Shares issued or each share certificate for the Shares submitted for cancellation, whichever the number of certificates involved is higher.

Certificates for the Shares will continue to be good evidence of legal title on the basis of every eight Shares for one New Share and may be exchanged for certificates for the New Shares at any time. Nevertheless, they will not be acceptable for trading, settlement and registration purpose after the Capital Reorganisation becomes effective (except in a temporary counter after the commencement of dealings in the New Shares until parallel trading ends as details in the above expected timetable).

Listing application has been approved by the Listing Committee of the Stock Exchange, subject to fulfillment of all other conditions of the Capital Reorganisation set out in the Circular, for listing of, and permission to deal in, the New Shares.

## **ARRANGEMENT FOR MATCHING SERVICES FOR ODD LOTS**

In order to alleviate the difficulties arising from the existence of odd lots of the New Shares as a result of the Capital Reorganisation and change in board lot size, the Company has appointed Chung Nam Securities Limited as an agent to provide matching services to Shareholders on a best effort basis. Holders of odd lots of the New Shares who wish to take advantage of this trading facility either to dispose of their odd lots or to top up their odd lots to a full board lot of New Shares should contact Mr. Cecil Chan of Chung Nam Securities Limited at 26th Floor, China United Centre, 28 Marble Road, North Point, Hong Kong during office hours for the period from Monday, 3 September 2012 to Friday, 21 September 2012 (both dates inclusive).

**Holders of the New Shares in odd lots should note that successful matching of the sale and purchase of odd lots of the New Shares will not be guaranteed. Shareholders are advised to consult their professional advisers if they are in doubt about the above facility.**

By order of the Board  
**Unity Investments Holdings Limited**  
合一投資控股有限公司  
**KITCHELL Osman Bin**  
*Executive Director*

Hong Kong, 11 July 2012

As at the date of this announcement, the Board comprises:

*Executive Directors:*

Mr. KITCHELL Osman Bin  
(*Chairman and Chief Executive Officer*)  
Mr. CHAN Yin, David (*Vice Chairman*)  
Ms. DAVIS Angela Hendricks  
Ms. CHOI Ka Wing

*Independent non-executive Directors:*

Mr. CHUNG Kong Fei, Stephen  
Mr. TSANG Wing Ki  
Mr. NGAI Wai Kin