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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)**

## **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO GRANT OF SHARE OPTIONS**

Reference is made to the announcement of Unity Investments Holdings Limited (the “**Company**”) dated 8 May 2018 relating to the grant of Share Options. Unless otherwise defined, capitalized terms used herein shall have the same meaning as defined in that announcement.

The Board wishes to provide the following additional information in respect of the grant of the Share Options:

Out of the 154,600,000 Share Options, a total of 136,000,000 Share Options were granted to eight (8) advisers (the “**Advisers**”) of the Company of 17,000,000 Share Options each. The remaining 18,600,000 Share Options was granted to an employee (the “**Employee**”) of the Company.

The 136,000,000 Share Options were granted to the Advisers pursuant to the service agreements dated 8 May 2018 (the “**Service Agreements**”) entered into between the Company and each of the Advisers. Pursuant to the Service Agreements, the Advisers shall provide services on referring unlisted projects for the Company and/or its subsidiaries (collectively the “**Group**”), and referring potential investors to purchase the unlisted investments held by the Group or to participate in developing the unlisted projects of the Group, and the follow-up services for the two years commencing from 8 May 2018 (the “**Service Period**”). In addition to the Share Options, the Advisers were entitled to a cash bonus on a successful basis. On 15 August 2018, the Company and each of the Advisers entered into a supplemental agreement amending the Service Agreements and the terms of grant of the Share Options in the following manner:

- (a) the Share Options shall only be vested into the Advisers and become exercisable by three stages subject to the following conditions:
  - (i) 5,666,666 Share Options shall become vested upon the Company having received sales proceeds (in respect of referral of investors) and/or the gain on disposal of the referred projects and/or the dividend received from the referred projects after acquisition which in aggregate is no less than HK\$805,000, during the Service Period;

- (ii) 5,666,666 Share Options shall become vested upon the Company having received sales proceeds (in respect of referral of investors) and/or the gain on disposal of the referred projects and/or the dividend received from the referred projects after acquisition which in aggregate is no less than HK\$1,610,000, during the Service Period;
  - (iii) the balance of 5,666,668 Share Options shall become vested upon the Company having received sales proceeds (in respect of referral of investors) and/or the gain on disposal of the referred projects and/or the dividend received from the referred projects after acquisition which in aggregate is no less than HK\$2,415,000, during the Service Period;
- (b) no successful cash bonus will be payable to the Advisers.

Save as set out above, all other terms of the grant of Share Options to the Advisers shall remain unchanged.

To the best knowledges of the Board, the background of the Advisers are as follows:

#### **Adviser A**

Adviser A has over 10 years' experience in finance industry. Adviser A is an experienced investor and has extensive business connections in Hong Kong and China. Adviser A had successfully procured the acquisition of an optical chain store in Hong Kong by a listed company in 2014. The Company considers that Adviser A will be able to make use of his connections and network in Hong Kong and China in finding potential investors and projects for the Company.

#### **Adviser B**

Adviser B has extensive experience in business consulting and investments with business network in different fields. He had successfully procured the acquisition of a private cleaning company by a listed company in 2018. The Company considers that Adviser B will be able to make use of his connections and network in finding potential investors and projects for the Company.

#### **Adviser C**

Adviser C has extensive business connections in China and Vietnam. Adviser C had successfully procured the sale and purchase of a private company engaging in property investment in 2018 and certain forestation rights in Cambodia and Vietnam in 2015 and 2012. The Company considers that Adviser C will be able to make use of her connections and network in China and Vietnam in finding potential investors and projects for the Company.

### **Adviser D**

Adviser D has extensive connections in online businesses in China and South East Asia. In 2015, Adviser D successfully introduced investors and business to a logistic company. In 2014, Adviser D successfully introduced investors to a investment education company. The Company considers that Adviser D will be able to make use of her connections and network in finding potential investors and projects for the Company.

### **Adviser E**

Adviser E has extensive business network in Hong Kong and overseas. In 2015, Adviser E successfully introduced a paint protection frame company to start business in Hong Kong. In 2013, he successfully introduced a Russian ceramic company to a local company and started its business in Hong Kong. In 2012 and 2015, Adviser E successfully introduced investors to a local motor vehicle retailer. The Company considers that Adviser E will be able to make use of his connections and network in Hong Kong and overseas in finding potential investors and projects for the Company.

### **Adviser F**

Adviser F has over 8 years' experience in coordinating and assisting in business deals, merger and acquisition. In 2016, Adviser F successfully introduced a South Africa wine company to start business in Hong Kong and Macau. In 2014 and 2012, he successfully introduced buyers for properties in South Africa and Hong Kong. The Company considers that Adviser F will be able to make use of his connections and network in finding potential investors and projects for the Company.

### **Adviser G**

Adviser G has extensive connections and network in finance and other areas in China. In 2016, he successfully introduced an investment company to invest in a private company which was subsequently successfully listed in Hong Kong. The Company considers that Adviser G will be able to make use of his connections and network in China in finding potential investors and projects for the Company.

### **Adviser H**

Adviser H has rich experience in deal matching and business consultancy and has extensive connections and network in finance and other areas in China. In 2017, he successfully introduced an investor to a private investment fund. The Company considers that Adviser H will be able to make use of his connections and network in China in finding potential investors and projects for the Company.

None of the Advisers or the Employee is a director, chief executive or substantial shareholder of the Company, or an associate (as defined in the Listing Rules) of any of them. None of the Advisers or the Employee hold Share Options entitling them to subscribe for Shares exceeding 1% of the total issued Shares of Company as at the date of grant.

According to a preliminary valuation of the Share Options by International Valuation Limited, an independent professional valuer, using the Binomial Pricing Model, the fair value per Share Option as at 8 May 2018 was HK\$0.002528. Hence the estimated value of the Shares Options to each of the Advisers, as at 8 May 2018, was approximately HK\$42,976. After having regard to the estimated value of the Share Options, the length of service (2 years), the effort to be made, the services to be provided by the Advisers and the vesting conditions of the Share Options, the Company considers that the grant of the Share Options to each Adviser is fair and reasonable and in the interest of the Company and its shareholders as a whole.

By order of the Board  
**Unity Investments Holdings Limited**  
合一投資控股有限公司  
**SHUM Kit Lan Anita**  
*Executive Director*

Hong Kong, 15 August 2018

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

*Executive director:*

Ms. SHUM Kit Lan Anita

*Non-executive director:*

Ms. HU Xiaoting

*Independent non-executive directors:*

Mr. HUNG Cho Sing

Mr. CHAN Yik Pun

Ms. CHUNG Fai Chun

*In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese.*