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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)

ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2013

The board of directors (the “**Board**”) of Unity Investments Holdings Limited (the “**Company**”) hereby announces the consolidated results of the Company and its subsidiaries (hereinafter collectively referred to as the “**Group**”) for the year ended 31 December 2013 (the “**Year**”) with comparative figures for the corresponding period in 2012 as follows:

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2013

	<i>Note</i>	2013 HK\$	2012 HK\$
Turnover	4	(3,895,266)	(2,005,477)
Other revenue	4	10,065,398	1,679,978
Other income		–	1,640,000
Changes in fair value of listed equity investments classified under investments held for trading		91,337,987	3,982,364
Impairment of listed equity investments classified under available-for-sale investments		(1,201,056)	(36,971,016)
Realised gain (loss) on disposal of listed equity investments classified under available-for-sale investments		23,470,553	(38,781,423)
Other operating expenses		(13,963,288)	(14,588,649)
Finance costs	6	(593,899)	(1,187,788)
Profit (Loss) before tax	6	105,220,429	(86,232,011)
Income tax expense	7	–	–

	<i>Note</i>	2013 HK\$	2012 <i>HK\$</i>
Profit (Loss) for the year attributable to equity holders of the Company	8	<u>105,220,429</u>	<u>(86,232,011)</u>
Other comprehensive income			
<i>Items that are or may be reclassified to profit or loss:</i>			
Changes in fair value of available-for-sale investments		188,368,069	(33,152,206)
Realisation upon disposal of available-for-sale investments		(23,470,553)	38,781,423
Transfer to profit or loss upon impairment of available-for-sale investments		<u>1,201,056</u>	<u>36,971,016</u>
Other comprehensive income for the year		<u>166,098,572</u>	<u>42,600,233</u>
Total comprehensive income (loss) for the year attributable to equity holders of the Company		<u><u>271,319,001</u></u>	<u><u>(43,631,778)</u></u>
Earnings (Loss) per share – Basic and Diluted	9	<u><u>0.48</u></u>	<u><u>(0.58)</u></u>

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 31 December 2013

	<i>Note</i>	2013 <i>HK\$</i>	2012 <i>HK\$</i>
Non-current assets			
Property, plant and equipment		1,117,018	2,091,573
Available-for-sale investments	<i>10</i>	<u>355,213,258</u>	<u>161,130,369</u>
		<u>356,330,276</u>	<u>163,221,942</u>
Current assets			
Financial assets at fair value through profit or loss	<i>11</i>	192,427,656	68,753,877
Deposits and prepayments		500,916	353,596
Bank balances and cash		<u>16,926,069</u>	<u>8,347,968</u>
		<u>209,854,641</u>	<u>77,455,441</u>
Current liabilities			
Other payables and accruals		384,856	356,367
Due to securities broker	<i>12</i>	8,554,750	–
Interest-bearing borrowing	<i>13</i>	<u>20,000,000</u>	<u>–</u>
		<u>28,939,606</u>	<u>356,367</u>
Net current assets		<u>180,915,035</u>	<u>77,099,074</u>
NET ASSETS		<u><u>537,245,311</u></u>	<u><u>240,321,016</u></u>
Capital and reserves			
Share capital		2,328,422	1,940,352
Reserves		<u>534,916,889</u>	<u>238,380,664</u>
TOTAL EQUITY		<u><u>537,245,311</u></u>	<u><u>240,321,016</u></u>

Notes:

1. GENERAL INFORMATION

Unity Investments Holdings Limited was incorporated in the Cayman Islands with limited liability and its shares are listed on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The principal activities of the Group are described in note 4.

2. PRINCIPAL ACCOUNTING POLICIES

Basis of preparation

These consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“**HKFRSs**”), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“**HKASs**”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“**HKICPA**”), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. In addition, the consolidated financial statements also comply with applicable disclosures required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

These consolidated financial statements have been prepared on a basis consistent with the accounting policies adopted in the 2012 consolidated financial statements except for the adoption of the following new/revised HKFRSs that are relevant to the Group and effective from the current year.

Amendments to HKAS 1: Presentation of items of other comprehensive income

The amendments to *HKAS 1* require entities to group together items within other comprehensive income that will not be reclassified to profit or loss separately from items that are or may be reclassified to profit or loss if certain conditions are met. Other than the presentation changes, the application of the amendments does not have an impact on the amounts recognised.

Further, these amendments change the title for the “statement of comprehensive income” to the “statement of profit or loss and other comprehensive income”. However, *HKAS 1* retains the option to use titles for the statement other than those used in *HKAS 1*. The Group continues to use the “statement of comprehensive income” instead of the “statement of profit or loss and other comprehensive income”.

HKFRS 10: Consolidated financial statements

HKFRS 10, which replaces the requirements in *HKAS 27* relating to the preparation of consolidated financial statements and *HK-SIC 12*, introduces a single control model to determine whether an investee should be consolidated. It changes the definition of control by focusing on whether the entity has power over the investee, exposure or rights to variable returns from its involvement with the investee and the ability to use its power to affect the amount of those returns.

In accordance with the transitional provisions of *HKFRS 10*, the Group reassessed the control conclusion for its investees at the date of initial application. The exercise does not change any of the control conclusions reached by the Group in respect of its involvement with other entities at that date.

HKFRS 12: Disclosure of interests in other entities

HKFRS 12 sets out in a single standard all the disclosure requirements relevant to interests in subsidiaries, joint arrangements, associates and unconsolidated structured entities. In general, the disclosures required by *HKFRS 12* are more extensive than those previously required by the respective standards. The adoption of the new standard does not have any material impact on the Group’s annual report.

HKFRS 13: Fair value measurement

This new standard improves consistency by providing a single source of guidance for fair value measurement and disclosures about fair value measurement when such measurement is required or permitted by other HKFRSs. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

In accordance with the transitional provisions, the standard has been applied prospectively. Apart from the additional disclosures about fair value measurements for the current year, the application of the new standard does not have any material impact on the amounts recognised.

Amendments to HKFRS 7: Disclosures – Offsetting financial assets and financial liabilities

The amendments introduce new disclosures in respect of offsetting financial assets and financial liabilities. Those new disclosures are required for all recognised financial instruments that are set off in accordance with *HKAS 32, Financial instruments: Presentation* and those that are subject to an enforceable master netting arrangement or similar agreement that covers similar financial instruments and transactions, irrespective of whether the financial instruments are set off in accordance with *HKAS 32*.

The adoption of the amendments does not have an impact on the Group's annual report because the Group has not offset financial instruments, nor has it entered into master netting arrangement or similar agreement which is subject to the disclosures of *HKFRS 7*.

3. FUTURE CHANGES IN HKFRSs

At the date of authorisation of these consolidated financial statements, the HKICPA has issued the following new/revised HKFRSs that are not yet effective for the current year, which the Group has not early adopted.

Amendments to <i>HKAS 27 (2011), HKFRS 10 and HKFRS 12</i>	<i>Investment Entities</i> ⁽¹⁾
Amendments to <i>HKAS 32</i>	<i>Offsetting Financial Assets and Financial Liabilities</i> ⁽¹⁾
Amendments to <i>HKAS 36</i>	<i>Recoverable Amount Disclosures for Non-Financial Assets</i> ⁽¹⁾
Amendments to <i>HKAS 39</i>	<i>Novation of Derivatives and Continuation of Hedge Accounting</i> ⁽¹⁾
<i>HK(IFRIC) – Int 21</i>	<i>Levies</i> ⁽¹⁾
Amendments to <i>HKAS 19 (2011)</i>	<i>Defined Benefit Plans – Employee Contributions</i> ⁽²⁾
Various HKFRSs	<i>Annual Improvements Project – 2010-2012 Cycle</i> ⁽³⁾
Various HKFRSs	<i>Annual Improvements Project – 2011-2013 Cycle</i> ⁽³⁾
<i>HKFRS 14</i>	<i>Regulatory Deferral Accounts</i> ⁽⁴⁾
<i>HKFRS 9</i>	<i>Financial Instruments</i> ⁽⁵⁾
Amendments to <i>HKFRS 9, HKFRS 7 and HKAS 39</i>	<i>Financial Instruments (Hedge Accounting and Amendments to HKFRS 9, HKFRS 7 and HKAS 39)</i> ⁽⁵⁾

⁽¹⁾ Effective for annual periods beginning on or after 1 January 2014

⁽²⁾ Effective for annual periods beginning on or after 1 July 2014

⁽³⁾ Effective for annual periods beginning on or after 1 July 2014, except for certain amendments which are effective prospectively for relevant transactions occurred on or after 1 July 2014

⁽⁴⁾ Effective for annual periods beginning on or after 1 January 2016

⁽⁵⁾ No mandatory effective date determined but is available for adoption

The directors of the Company do not anticipate that the adoption of these new HKFRSs in future periods will have any material impact on the results of the Group.

4. TURNOVER AND REVENUE

The Group is principally engaged in the investment in listed and unlisted companies. Turnover and revenue recognised during the year are as follows:

	2013 <i>HK\$</i>	2012 <i>HK\$</i>
Turnover		
Loss from the sale of listed investments classified under investments held for trading	(3,895,266)	(9,900,477)
Gain from the sale of unlisted debt investments designated as at fair value through profit or loss upon initial recognition	<u>–</u>	<u>7,895,000</u>
	(3,895,266)	(2,005,477)
Other revenue		
Interest income	–	3
Dividend income from listed investments	10,065,398	1,679,092
Exchange gain	<u>–</u>	<u>883</u>
	10,065,398	1,679,978
Total revenue	<u>6,170,132</u>	<u>(325,499)</u>

5. SEGMENT INFORMATION

For the purpose of internal reporting, the Group only has one business segment, namely, investments in listed and unlisted securities. Business segment information, which is the Group's primary basis of segment reporting, is not required as the Group's turnover, contribution to operating profit, assets and liabilities are attributable to this only segment.

Geographical information

The following table sets out information about the geographical location of (i) the Group's revenue and (ii) the Group's non-current assets other than financial instruments ("**specified non-current assets**"). The geographical location from which the Group derives revenue is based on the location of the markets of the respective investments; and geographical location of the specified non-current assets is based on the physical location of the asset.

	Revenues		Specified non-current assets	
	2013 <i>HK\$</i>	2012 <i>HK\$</i>	2013 <i>HK\$</i>	2012 <i>HK\$</i>
Hong Kong (place of domicile)	<u>6,170,132</u>	<u>(325,499)</u>	<u>1,117,018</u>	<u>2,091,573</u>

6. PROFIT (LOSS) BEFORE TAX

	2013 HK\$	2012 HK\$
This is stated after charging (crediting):		
Finance costs		
Other borrowings wholly repayable within five years	<u>593,899</u>	<u>1,187,788</u>
Staff costs		
Employee benefits expense, excluding directors' remuneration	<u>1,494,502</u>	1,356,946
Contributions to defined contribution plans	<u>53,105</u>	43,719
	<u>1,547,607</u>	<u>1,400,665</u>
Other items		
Auditor's remuneration	420,000	410,000
Depreciation	788,774	535,874
Exchange loss	4,375	–
Loss on disposal of a subsidiary	12,172	–
Operating leases in respect of:		
office premises	840,000	855,786
office equipment	<u>117,292</u>	<u>101,455</u>
Disclosures pursuant to Rule 21.12(1)(c) of the Listing Rules		
Realised (gain) loss on disposal of listed investments	(19,575,287)	48,681,900
Realised surplus on unlisted investments	–	(7,895,000)
Unrealised (gain) loss on listed investments	<u>(90,136,931)</u>	<u>32,988,652</u>

7. TAXATION

Hong Kong Profits Tax has not been provided for the year ended 31 December 2013 as the estimated assessable profits of the Group was wholly absorbed by unrelieved tax losses brought forward from previous years. For the year ended 31 December 2012, Hong Kong Profits Tax has not been provided as the Group incurred a loss for taxation purpose.

8. PROFIT (LOSS) FOR THE YEAR ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

Of the profit for the year attributable to equity holders of the Company of HK\$105,220,429 (2012: loss of HK\$86,232,011), a profit of HK\$270,826,185 (2012: loss of HK\$43,984,309) is dealt with in the financial statements of the Company.

9. EARNINGS (LOSS) PER SHARE

The calculation of basic earnings (2012: loss) per share is based on the Group's profit (2012: loss) attributable to the equity holders of HK\$105,220,429 (2012: loss of HK\$86,232,011) and the weighted average number of 217,000,463 (2012: 148,088,798) ordinary shares in issue during the year.

As there were no dilutive potential ordinary shares, diluted earnings (loss) per share was the same as basic earnings (loss) per share in 2013 and 2012.

10. AVAILABLE-FOR-SALE INVESTMENTS

	2013 <i>HK\$</i>	2012 <i>HK\$</i>
Equity investments, at fair value		
Listed in Hong Kong	314,689,008	155,130,369
Equity investments, at cost		
Unlisted in Hong Kong	<u>40,524,250</u>	<u>6,000,000</u>
Total	<u><u>355,213,258</u></u>	<u><u>161,130,369</u></u>

11. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

	2013 <i>HK\$</i>	2012 <i>HK\$</i>
Held for trading		
Equity investments		
Listed in Hong Kong	177,047,786	56,869,468
Listed overseas	<u>15,379,870</u>	<u>11,884,409</u>
Total	<u><u>192,427,656</u></u>	<u><u>68,753,877</u></u>

12. DUE TO SECURITIES BROKER

Amount due to securities broker represent margin loans arising from the trading of listed investments which are repayable on demand. No ageing analysis is disclosed in respect of accounts payable due to securities broker. In the opinion of the directors of the Company, an ageing analysis does not give additional value in view of the Group's business nature.

13. INTEREST-BEARING BORROWING

The amount represents a loan facility obtained from an independent finance company. The amount due is unsecured, bearing interest at fixed interest rate of 5% per annum and fully repayable in March 2014.

MANAGEMENT DISCUSSION AND ANALYSIS

DIVIDEND

No interim dividend was paid by the Company during the Year (2012: Nil) and the Board does not recommend the payment of a final dividend for the Year (2012: Nil).

FINAL RESULTS

The Group's audited consolidated net profit attributable to shareholders was HK\$105,220,429 for the Year (2012: consolidated net loss of HK\$86,232,011) which was mainly attributable to net realised gain on disposal of listed investments and net unrealised gain on listed investments. Earnings per share was HK\$0.48 (2012: loss per share HK\$0.58).

BUSINESS REVIEW

The Company is an investment company and the Company's shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") since 27 October 1999, pursuant to Chapter 21 of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules"). During the Year, the Group remains principally engaged in listed investments in Hong Kong, other main stock markets around the world, and in unlisted companies as well.

Given the continuous volatile market condition, the listed equity investments classified under investments held for trading has suffered and posted net realised loss of HK\$3,895,266 (2012: HK\$9,900,477), while the listed equity investments classified under available-for-sale investments reported net realised gain of HK\$23,470,553 (2012: net realised loss of HK\$38,781,423). During the Year, the Board remains focused on listed equity investments in Hong Kong. The Company is cautious in identifying any investment opportunities to achieve medium-term or long-term capital appreciation.

In order to keep reasonable spread of the Group's investments, the Board will maintain a diversified investment portfolio to cover a wide range of business sectors, including, but not limited to, companies engaged in sectors such as finance, information technology, consumer goods, property, and consumer services, etc.

The classification of financial assets of the Group as at 31 December 2013 are as follows:

	Market value/Cost HK\$	Approximate percentage of the Group's consolidated net assets value
Available-for-sale investments	355,213,258	66%
Financial assets at fair value through profit or loss	192,427,656	36%
	<hr/> <hr/> <u>547,640,914</u>	

On 11 December 2013, the Company entered into a conditional sale and purchase agreement to dispose the entire issued share capital of Triumph Way Limited, a wholly-owned subsidiary of the Company, and to assign the outstanding shareholder's loan (the "Disposal"). The Disposal was completed on the same day and resulted in a loss of HK\$12,172.

FINANCIAL REVIEW

Liquidity, Financial Resource and Capital Structure

The Group's asset portfolio was mainly financed by internally generated cash resources and fund raising activities. As at 31 December 2013, net current assets of the Group amounted to HK\$180,915,035 (2012: HK\$77,099,074) with cash and bank balances of HK\$16,926,069 (2012: HK\$8,347,968). The consolidated net asset value per share of the Company as at 31 December 2013 was HK\$2.31 (2012: HK\$1.24). The consolidated net asset value per share as at 31 December 2013 is calculated based on the net assets of the Group of HK\$537,245,311 (2012: HK\$240,321,016) and 232,842,241 ordinary shares of the Company in issue as at that date (2012: 194,035,201 shares).

There was no significant change in available credit facilities when compared with the financial year ended 31 December 2012. As at 31 December 2013, there was HK\$20 million (2012: HK\$Nil) unsecured, interest bearing short-term borrowing. The gearing ratio of the Group was 5.11% as at 31 December 2013 (2012: 0.15%), which is calculated based on the Group's total liabilities divided by its total assets. Taking into account of the amount of liquid assets in hand and available short-term or margin loan facilities, the Group has sufficient financial resources to meet its ongoing operational requirements.

On 30 May 2013, the Company placed 38,807,040 new ordinary shares of HK\$0.01 each through a placing agent to not less than six independent investors at a price of HK\$0.69 per placing share, raising gross proceeds of approximately HK\$26.8 million to broaden the capital and shareholders' base of the Company. The placing price represented a discount of approximately 13.75% to the closing price of the shares of the Company of HK\$0.80 as quoted on the Stock Exchange on 20 May 2013, being the date of the placing agreement. The Company received net proceeds of approximately HK\$25.6 million which has been used as intended for listed securities investments and general working capital of the Group. The net price per placing share was approximately HK\$0.66.

The Board has been actively seeking fund raising opportunities to strengthen the Company's financial position.

Charge of Assets and Margin Facilities

As at 31 December 2013, margin facilities from several regulated securities brokers were granted to the Group which were secured by the Group's available-for-sale investments and investments held for trading. As at 31 December 2013, a total amount of HK\$8,554,750 (2012: HK\$Nil) had been utilised against these facilities and the total carrying amount of the available-for-sale investments and investments held for trading charged to the securities brokers is HK\$507,116,664 (2012: HK\$223,884,246).

Contingent Liabilities

Financial Guarantee Issued

The Company had corporate guarantee for securities trading account maintained by one of its subsidiaries with a broker, which were unutilised (2012: HK\$Nil) at the year end date.

The Company has not recognised any deferred income for the corporate guarantee given in respect of the securities trading facilities for subsidiaries as their fair value cannot be reliably measured and their transaction prices were zero.

The directors of the Company do not consider probable that a claim will be made against the Company under any of the guarantee at 31 December 2013 and 2012.

Foreign Exchange Exposure

As at 31 December 2013, the majority of the Group's investments were either denominated in Hong Kong dollars or Singapore dollars. The Board considers its exposure to foreign exchange risk was not significant, therefore, no financial instruments was made to hedge such exposures.

EVENTS AFTER THE REPORTING PERIOD

Subsequent to the end of the reporting period, the board of directors of the Company proposed a subdivision of shares (“**Share Subdivision**”) that each of the existing issued and unissued shares of par value of HK\$0.01 each in the share capital of the Company be subdivided into 5 subdivided shares of par value of HK\$0.002 each. The Share Subdivision is conditional upon: (i) the passing of an ordinary resolution by the shareholders of the Company at an extraordinary general meeting (“**EGM**”) to approve the Share Subdivision; and (ii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the subdivided shares in issue. Upon all the conditions are fulfilled, the Share Subdivision will become effective on the first business day following the passing of the ordinary resolution at the EGM.

PROSPECTS

The US Federal Reserve has kick started to trim the tremendous huge asset purchasing plan (known as Quantitative Easing, or QE) at the last FOMC meeting in 2013. According to the progress, if they cut US\$10 billion per month on each meeting, then it is expected to end the whole QE before the end of 2014. The new Federal Reserve Chairperson, Janet Yellen, give an indication that extremely low interest rate environment will be maintained until the employment situation is fully recovered.

During Q4 of 2013, the European Central Bank (the “**ECB**”) cut its main refinancing rate by 25 basis points to a record low of 0.25%. It also held the rate to pay on bank deposits at zero and cut its emergency borrowing rate to 0.75% from 1.00%. Owing to a weaker than expected economic activity and drop in inflation for the eurozone, the ECB reiterated a pledge to keep rates low for the foreseeable future as part of the Bank's new policy of offering forward guidance alongside its decisions.

China announced a weaker than expected GDP growth in 2013, which was a 7.7% year-over-year steady from 2012 and just slightly above market consensus for 7.6% expansion – the slowest since 1999. At the Central Economic Work Conference held in December 2013, it concluded that China will maintain its proactive fiscal policy and prudent monetary policy in 2014, which requires keeping the growth of credit and social finance aggregates at a reasonable level. Any macroeconomic policies must conform to the spirit of reform, indicating that monetary policy may take new forms.

Tapering from the US Federal Reserve will trigger a money outflow from emerging markets and impact its financial systems. The market is highly concerned whether this trend will finally be adverse to developed countries or not. Therefore, challenging and uncertain investment environment is inevitable in the first half of 2014. The Board will closely monitor the market and cautiously adopt a conservative approach on investment, in order to create value for its shareholders. The Board may also consider further fund raising activities to strengthen its financial position and look for suitable investment opportunities in the coming future.

DISCLOSURE OF OTHER INFORMATION

EMPLOYEE AND REMUNERATION POLICY

As at 31 December 2013, the Group had 14 employees (2012: 10), including directors of the Company. They are remunerated based on their performance, working experience and prevailing market standards. Employee benefits include medical insurance coverage, a defined contribution Mandatory Provident Fund retirement benefits scheme under the Hong Kong Mandatory Provident Fund Schemes Ordinance and share option scheme. There has been no significant change in the Group's remuneration policy.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S SHARES

During the Year, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the listed securities of the Company.

CORPORATE GOVERNANCE PRACTICES

The Board of the Company is dedicated to an ongoing enhancement of effective and efficient corporate governance standards. The Board believes that high corporate governance standards are essential in providing framework for the Company to safeguard the interests of the shareholders and to enhance corporate value and accountability. The Company has applied the principles set out in the Corporate Governance Code (the "CG Code") contained in Appendix 14 of the Listing Rules.

For the financial year ended 31 December 2013, the Company has complied with all code provisions set out in the CG Code, save and except for code provision A.2.1 and A.4.1, details of which will be explained below.

Code provision A.2.1 stipulates that the roles of chairman and chief executive should be separate and should not be performed by the same individual. Mr. KITCHELL Osman Bin was elected as chairman of the Company on 16 January 2008 and took the role of chairman and chief executive officer of the Company. Mr. KITCHELL Osman Bin possesses essential leadership skills and has extensive knowledge of the Group's business. The Board is of the view that currently vesting the roles of chairman and chief executive in the same person provides the Group with strong and consistent leadership and allows for more effective and efficient business planning and decisions as well as execution of long term business strategies.

Code provision A.4.1 stipulates that non-executive directors should be appointed for a specific term, subject to re-election. The Company has not fixed the term of appointment for non-executive directors, which constitutes a deviation from code provision A.4.1. However, all non-executive directors of the Company are subject to retirement by rotation at least once every three years and re-election at the annual general meeting of the Company pursuant to Article 157 of the articles of association of the Company which was amended on 13 September 2005. As such, the Board considers that sufficient measures have been taken to ensure that the Company's corporate governance practices are no less exacting those in the code provision.

The practice of the corporate governance of the Company will be reviewed and updated from time to time in order to comply with the requirements of the Listing Rules.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix 10 of the Listing Rules as the code of conduct regarding securities transactions by the directors of the Company. Upon specific enquiry by the Company, all directors have confirmed that they have complied with the required standards as set out in the Model Code for the year ended 31 December 2013.

AUDIT COMMITTEE

The audit committee of the Company (the "**Audit Committee**") as at the date of this announcement comprises all independent non-executive directors, namely Mr. CHUNG Kong Fei, Stephen, Mr. TSANG Wing Ki and Mr. NGAI Wai Kin. Mr. NGAI Wai Kin is the chairman of the Audit Committee.

The Audit Committee has reviewed accounting principles and practices adopted by the Group and also discussed matters such as internal controls, audit and financial reporting, including a review of the audited consolidated financial statements and continuing connected transactions for the financial year ended 31 December 2013.

PUBLICATION OF FINAL RESULTS AND ANNUAL REPORT

This final results announcement is published on the Company's website at www.unity913.com and the website of the Stock Exchange at www.hkexnews.hk. The 2013 annual report of the Company will be despatched to shareholders of the Company and published on the same websites above in due course.

APPRECIATION

On behalf of the Board, I would like to take this opportunity to express our appreciation to the staff and management team of the Group for their contribution during the Year and also to give our sincere gratitude to our shareholders for their continuous support.

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

Hong Kong, 14 March 2014

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

Executive Directors:

Mr. KITCHELL Osman Bin
(Chairman and Chief Executive Officer)
Ms. DAVIS Angela Hendricks
Ms. CHOI Ka Wing
Mr. SHIMAZAKI Koji

Independent non-executive Directors:

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