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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)

ISSUE OF NEW SHARES UNDER GENERAL MANDATE

The Company has entered into the Subscription Agreement with the Subscriber on 29 March 2011 (after trading hours). Pursuant to the Subscription Agreement, the Company agreed to allot and issue to the Subscriber or his nominee(s) and the Subscriber agreed to subscribe for an aggregate of 8,500,000 new ordinary shares of HK\$0.01 each in the Company at HK\$0.30 per Subscription Share, raising HK\$2,550,000 before expenses.

The Subscription Shares will be issued under the General Mandate granted to the Directors by a resolution of the Shareholders passed at the annual general meeting of the Company held on 28 June 2010.

On 29 March 2011 (after trading hours), the Company entered into the Subscription Agreement with the Subscriber, pursuant to which the Company has agreed to allot and issue to the Subscriber or his nominee(s) and the Subscriber has agreed to subscribe for an aggregate of 8,500,000 new ordinary shares of HK\$0.01 each in the Company, at a price of HK\$0.30 per Subscription Share, representing approximately 2.01% of the existing issued share capital of the Company.

SUBSCRIPTION AGREEMENT

Date: 29 March 2011

Parties:

Issuer: the Company

Subscriber: Mr. Au Yeung Kai Chor

To the best of the knowledge, information and belief of the Company and the Directors, the Subscriber is an Independent Third Party. Mr. Au Yeung Kai Chor is an executive director of Dragonite International Limited (stock code: 329), a company listed on the Hong Kong Stock Exchange and in which the Company holds 74,106,150 shares representing approximately 3.82% of the issued share capital of Dragonite International Limited as at the date of this announcement.

SUMMARY OF PRINCIPAL TERMS OF THE SUBSCRIPTION AGREEMENT

Number of Subscription Shares

The number of new Shares to be subscribed by the Subscriber is 8,500,000 new Shares of the Company. Upon issuance and admission of the Subscription Shares, the enlarged issued share capital of the Company will comprise of 431,189,338 Shares. The Subscription Shares represent approximately 2.01% of the existing issued share capital of the Company and approximately 1.97% of the issued share capital of the Company as enlarged by the issue of the Subscription Shares. The total nominal value of the Subscription Shares is HK\$85,000.

The Subscription will not be subject to Shareholders' approval as the Subscription Shares will be allotted and issued under the General Mandate.

As at the date of this announcement, the Company may issue a maximum of 8,539,196 Shares (after a share consolidation of 20 into 1 which took effect from 1 December 2010) under the General Mandate. The General Mandate has not been utilised since its grant on 28 June 2010.

Fund raising exercises of the Company in the last twelve months

Date of announcement	Fund raising activity	Net proceeds raised <i>Approximate</i>	Proposed use of the net proceeds	Actual use of the net proceeds
4 March 2010	Rights issue of 569,279,762 rights shares on the basis of two rights shares for every share held by qualifying shareholders on 26 April 2010 which was completed on 18 May 2010	HK\$81.55 million	For future investments pursuant to the investment objectives of the Company	Used as intended <i>(Note 1)</i>
27 July 2010	Rights issue of 375,723,856 rights shares on the basis of eight rights shares for every adjusted share held by qualifying shareholders on 1 December 2010 which was completed on 23 December 2010	HK\$129.57 million	For future investments pursuant to the investment objectives of the Company	Used as intended <i>(Note 2)</i>

Notes:

1. A breakdown of the use of net proceeds are as follows: (i) approximately HK\$55.98 million had been used for investments in listed securities in financial - banks sector; (ii) approximately HK\$25 million had been used for investments in listed securities in properties and construction - properties sector; and (iii) approximately HK\$0.57 million for investments in listed securities in financial - other financials sector.
2. A breakdown of the use of net proceeds are as follows: (i) approximately HK\$67 million had been used for investments in listed securities in properties and construction – properties sector; (ii) approximately HK\$59.71 million had been used for investments in listed securities in financial – other financials sector; (iii) approximately HK\$0.89 million had been used for investments in listed securities in consumer goods – health and personal care sector; and (iv) approximately HK\$1.97 million had been used for investments in listed securities in consumer goods - household goods and electronics sector.

Save as abovementioned, the Company had not conducted any other fund raising exercise in the past twelve months immediately preceding the date of the Subscription Agreement.

Subscription Price

The Subscription Shares will be subscribed at a price of HK\$0.30 per Subscription Share, representing:

- (i) a discount of approximately 3.23% to the closing price of HK\$0.31 per Share as quoted on the Hong Kong Stock Exchange on 29 March 2011, being the date of the Subscription Agreement; and
- (ii) a discount of approximately 10.71% to the average closing price of approximately HK\$0.336 per Share as quoted on the Hong Kong Stock Exchange for the last five trading days immediately before the date of the Subscription Agreement.

The Subscription Price was determined based on an arm's length negotiation between the Company and the Subscriber with reference to the prevailing market price and the recent trading volume of the Shares and the business prospects of the Group. The Directors consider that the terms of the Subscription Agreement are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

Condition to Completion

Completion of the Subscription is conditional upon the Hong Kong Stock Exchange granting listing of and permission to deal in the Subscription Shares. Completion of the Subscription is expected to take place on the third Business Day or other date as may agreed by the Company and the Subscriber after the satisfaction of the condition set out above. If the above condition is not satisfied on or before 31 May 2011 (or any other date which the Company and the Subscriber may agree in writing), the Subscription Agreement will lapse.

The Subscription Shares, when issued, will rank in full for all dividends or other distributions made, paid or declared after issue and otherwise *pari passu* with the Company's existing issued ordinary Shares.

REASONS FOR THE SUBSCRIPTION AND USE OF PROCEEDS

The Company is principally engaged in investments in listed securities in Hong Kong and other main stock market around the world and also in unlisted companies.

The Company intends to utilise the net proceeds of the Subscription for working capital purposes. The Directors believe that the Subscription will broaden the Company's Shareholders' base and as such, is in the best interests of the Company and its Shareholders as a whole.

Following the Subscription, the Company will receive net proceeds of approximately HK\$2,400,000 (which is approximately HK\$0.282 per Subscription Share).

Effect on the Shareholding of the Company following completion of the Subscription

Name of Shareholders	As at the date of this announcement		Immediately upon completion of the Subscription	
	Number of Shares	Approximate %	Number of Shares	Approximate %
Freeman Financial Corporation Limited (<i>Note 1</i>)	44,134,000	10.44%	44,134,000	10.24%
Ms. CHOI Ka Wing (<i>Note 2</i>)	1,253,250	0.30%	1,253,250	0.29%
The Subscriber (<i>Note 3</i>)	0	0.00%	8,500,000	1.97%
Other public Shareholders	377,302,088	89.26%	377,302,088	87.50%
	<u>422,689,338</u>	<u>100.00%</u>	<u>431,189,338</u>	<u>100.00%</u>

Notes:

1. Freeman Financial Corporation Limited (stock code: 279), a company listed on the Hong Kong Stock Exchange, is interested in the share capital of the Company indirectly through its indirect wholly-owned subsidiary, Smart Jump Corporation.
2. Ms. CHOI Ka Wing is the executive Director of the Company.
3. The Subscriber, Mr. Au Yeung Kai Chor, is the executive director of Dragonite International Limited (stock code: 329), a company listed on the Hong Kong Stock Exchange.

DEFINITIONS

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

“Board”	the board of Directors;
“Business Day”	a day (other than a Saturday and Sunday) on which banks are open for business in Hong Kong;
“Company”	Unity Investments Holdings Limited (合一投資控股有限公司), a company incorporated in the Cayman Islands with limited liability and the Shares of which are listed on the Hong Kong Stock Exchange;
“Completion”	completion of the subscription of the Subscription Shares;

“Director(s)”	the director(s) of the Company;
“General Mandate”	the general mandate granted by the Shareholders to the Directors at the annual general meeting of the Company held on 28 June 2010 to allot, issue and deal with up to 20% of the aggregate nominal value of the issued shares of the Company as at 28 June 2010;
“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Independent Third Party(ies)”	third party(ies) who to the best of the Directors’ knowledge information and belief having made all reasonable enquiry are independent of the Company and its connected persons (as defined under the Hong Kong Listing Rules);
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited;
“Share(s)”	ordinary share(s) of HK\$0.01 each in the existing capital of the Company;
“Shareholder(s)”	the holder(s) of the Shares;
“Subscriber”	Mr. Au Yeung Kai Chor;
“Subscription”	the subscription of the Subscription Shares by the Subscriber under the Subscription Agreement;
“Subscription Agreement”	the subscription agreement dated 29 March 2011 entered between the Company and the Subscriber in relation to the Subscription;
“Subscription Price”	HK\$0.30 per Subscription Shares;

“Subscription Shares” 8,500,000 new Shares issued pursuant to the Subscription; and

“%” or “per cent.” percentage or per centum.

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, 29 March 2011

As at the date of this announcement, the executive directors of the Company are Mr. KITCHELL Osman Bin (Chairman and Chief Executive Officer), Ms. DAVIS Angela Hendricks and Ms. CHOI Ka Wing; and the independent non-executive directors of the Company are Mr. CHUNG Kong Fei, Stephen, Mr. TSANG Wing Ki and Mr. NGAI Wai Kin.