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UNIVERSE INTERNATIONAL HOLDINGS LIMITED

寰宇國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1046)

DISCLOSEABLE TRANSACTION – PROVISION OF LOAN TO A THIRD PARTY

The Board announces that on 5 October 2015, the Lender entered into the Loan Agreement with the Borrower, pursuant to which the Lender agreed to grant to the Borrower, an Independent Third Party, a loan in the principal amount of HK\$35,500,000, bearing interest at a rate of 9% per annum for a period of twelve months.

As the applicable percentage ratios as defined under the Listing Rules in respect of the making of the Loan exceed 5% but are lower than 25%, the advance of the Loan constitutes a discloseable transaction of the Company pursuant to Chapter 14 of the Listing Rules and is subject to notification and announcement requirements pursuant to Chapter 14 of the Listing Rules.

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The principal terms of the Loan Agreement are summarised as follows:

THE LOAN AGREEMENT

Date	:	5 October 2015
Lender	:	Universe Asia Finance Limited, a wholly-owned subsidiary of the Company. The Lender is a licensed money lender in Hong Kong under the Money Lenders Ordinance
Borrower	:	an individual who, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, is an Independent Third Party as at the date of this announcement
Principal amount	:	HK\$35,500,000

* *for identification purposes only*

Maturity date	:	a date falling on the same calendar date on the twelfth month after the Drawdown Date and if such date is not a business day in Hong Kong, the immediately following business day (“Maturity Date”)
Interest	:	9% per annum
Repayment	:	The Borrower shall repay the Loan on the Maturity Date and pay the interest accrued thereon quarterly.
Early repayment	:	The Borrower may at any time after the drawdown of the Loan prepay all or part of the Loan together with all accrued interests in respect of the sum prepaid by giving not less than seven business day’s prior written notice to the Lender pursuant to the Loan Agreement.

The Loan to be granted under the Loan Agreement to the Borrower will be funded by internal resources of the Group.

The terms of the Loan Agreement (including the interest rate) were arrived at by the parties after arm’s length negotiation, with reference to the commercial practice and the amount of the Loan. The Directors consider that the terms of the Loan Agreement are fair and reasonable and are in the interests of the Company and the Shareholders as a whole.

REASONS FOR AND BENEFITS OF THE PROVISION OF THE LOAN

The Company is an investment holding company. The Group is principally engaged in distribution of films in various videogram formats, film exhibition, licensing and sub-licensing of film rights, leasing of investment properties, securities investment and money lending, trading and wholesale of optical products, and trading and wholesale and retail of watch and jewellery products. The Lender, being a wholly-owned subsidiary of the Company, is a holder of a money lender licence under the Money Lenders Ordinance.

The Directors consider that the grant of the Loan is conducted in the course of the Group’s money lending business. Having considered the financial background of the Borrower and that interest income to be received by the Group, the Directors consider that the terms of the Loan Agreement are on normal commercial terms and are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As the applicable percentage ratios as defined under the Listing Rules in respect of the making of the Loan exceed 5% but are lower than 25%, the advance of the Loan constitutes a discloseable transaction of the Company pursuant to Chapter 14 of the Listing Rules and is subject to notification and announcement requirements pursuant to Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Borrower”	an individual who, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, is an Independent Third Party as at the date of this announcement
“Company”	Universe International Holdings Limited, a company incorporated in Bermuda with limited liability, whose shares are listed on the Stock Exchange
“Director(s)”	the director(s) of the Company
“Drawdown Date”	6 October 2015, being the date on which the Loan shall be made available to the Borrower
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Third Party”	a third party independent of the Company and the connected persons (as defined in the Listing Rules) of the Company
“Money Lenders Ordinance”	Money Lenders Ordinance, Chapter 163 of the Laws of Hong Kong
“Lender”	Universe Asia Finance Limited, a wholly-owned subsidiary of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loan”	a loan of HK\$35,500,000 granted by the Lender to the Borrower pursuant to the Loan Agreement
“Loan Agreement”	the loan agreement dated 5 October 2015 and entered into between the Lender and the Borrower in relation to the provision of the Loan

“Shareholder(s)” the shareholder(s) of the Company

“Stock Exchange” The Stock Exchange of Hong Kong Limited

On behalf of the Board
Universe International Holdings Limited
Lam Shiu Ming, Daneil
Chairman

Hong Kong, 5 October 2015

As at the date of this announcement, the Board comprises Mr. Lam Siu Ming, Daneil, Mr. Hung Cho Sing, Mr. Yeung Kim Piu and Mr. Lam Kit Sun as executive Directors, Mr. Chan Shiu Kwong, Stephen as non-executive Director and Mr. Lam Chi Keung, Mr. Choi Wing Koon and Mr. Lam Wing Tai as independent non-executive Directors.