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**UNIVERSE INTERNATIONAL FINANCIAL HOLDINGS LIMITED**  
**寰宇國際金融控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1046)**

**INSIDE INFORMATION –**  
**ISSUE OF DEMAND LETTER**

This announcement is made by Universe International Financial Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Future Ordinance (Chapter 571, Law of Hong Kong).

References are made to (i) the announcement (the “**Acquisition Announcement**”) of the Company dated 12 October 2015 in relation to the acquisition agreement dated 12 October 2015 (the “**Acquisition Agreement**”) and entered into among Fragrant River Entertainment Culture (Holdings) Limited (“**Fragrant River**”) as the purchaser, Very Easy Limited (“**Very Easy**”) and City Link Consultancy Limited (“**City Link**”) as the vendors, and Chan Sze Long and Lim Wah Elsa as the guarantors in relation to the acquisition of 51% equity interest in AP Group Investment Holdings Limited (“**AP Group**”, together with its subsidiaries, the “**Target Group**”); (ii) the announcement (the “**Disposal Announcement**”) of the Company dated 13 June 2016 in relation to the disposal agreement (the “**Disposal Agreement**”) dated 13 June 2016 and entered into among Lucky Famous Limited (“**Lucky Famous**”) as the purchaser, Fragrant River as the vendor and the Company as the guarantor in relation to the disposal of 51% equity interest in AP Group; and (iii) the announcement of the Company dated 13 June 2018 in relation to the receipt of a demand letter (the “**Lucky Famous Demand Letter**”) from Lucky Famous whereby it was alleged that the Target Group recorded a net loss of HK\$189,799 based on its FY 2016 & FY 2017 Audited Accounts. As set out in the Lucky Famous Demand Letter, Lucky Famous demanded Fragrant River or the Company to fully pay the amount of HK\$20,400,000 (the “**Lucky Famous Claim**”), being the alleged Adjustment Amount pursuant to the terms and conditions of the Disposal Agreement, to Lucky Famous on or before 26 June 2018, and if default,

Lucky Famous will take steps to enforce its rights under the Disposal Agreement without further notice. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Acquisition Announcement and the Disposal Announcement.

In light of the Lucky Famous Demand Letter and the alleged net loss of the Target Group for FY 2016 & 2017, and in order to protect the interest of the Group, but without admitting any liability to Lucky Famous under the Disposal Agreement, Fragrant River has issued corresponding demand letters all dated 22 June 2018 (collectively, the “**Fragrant River Demand Letters**”) to Very Easy, City Link, Chan Sze Long and Lim Wah Elsa, respectively demanding the payment of an amount of HK\$20,400,000 (the “**Fragrant River Claim**”) to Fragrant River within seven (7) days from the date of the Fragrant River Demand Letters pursuant to the terms and conditions of the Acquisition Agreement, and if default, Fragrant River will take further action to protect its interest without further notice.

The Company is in the course of seeking legal advice in respect of the Lucky Famous Claim, the Fragrant River Claim and any possible action that may be taken against Very Easy, City Link, Chan Sze Long and/or Lim Wah Elsa. The Company will keep the shareholders and potential investors of the Company informed of any further significant developments as and when appropriate.

**Shareholders and potential investors of the Company are reminded to exercise caution when dealing in the shares of the Company.**

On behalf of the Board  
**Universe International Financial Holdings Limited**  
**Lam Shiu Ming, Daneil**  
*Chairman and Executive Director*

Hong Kong, 22 June 2018

*As at the date of this announcement, the Executive Directors are Mr. Lam Shiu Ming, Daneil, Mr. Hung Cho Sing and Mr. Lam Kit Sun, and the Independent Non-executive Directors are Mr. Choi Wing Koon, Mr. Lam Chi Keung, Mr. Tang Yiu Wing, Mr. Chong Ki Ming and Mr. Wong Cheuk Wai Jason.*