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UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED

(環球實業科技控股有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1026)

ANNOUNCEMENT INSIDE INFORMATION IN RELATION TO A PLACING PROPOSAL AND CLARIFICATION ON A PRESS CONFERENCE HELD BY MR. XU HUI AND MR. LAU YEUNG SANG ON 20 JUNE 2013

On 21 June 2013, the Company received from Mr. Xu Hui, an Executive Director of the Company, an unsigned term sheet issued by Essence International in relation to a proposal to conduct a placing of new shares of the Company. The term sheet specifies that Essence's Proposal is subject to contract, on best-effort basis and will not materialize, amongst other conditions, unless the 18 June Placing Agreement is not completed.

The Company does not currently intend to proceed with Essence's Proposal. The Company will update shareholders if there is any change in circumstances and if there is any subsequent development regarding Essence's Proposal.

The Company wishes to emphasize that as of the date of this announcement, the Company has not signed any binding term sheet or agreement with Essence International and Essence's Proposal may not proceed. Shareholders and investors should exercise caution in dealing in shares of the Company.

This announcement is made by the Company pursuant to the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09 of the Listing Rules.

PLACING PROPOSAL

On 21 June 2013, the Company received from Mr. Xu Hui, an Executive Director of the Company, an unsigned term sheet issued by Essence International (安信國際) in relation to a proposal ("**Essence's Proposal**") to conduct a placing of new shares of the Company. The term sheet specifies that Essence's Proposal is subject to contract, on best-effort basis and will not materialize, amongst other conditions, unless the placing agreement between the Company and Enlighten Securities Limited announced by the Company on 18 June 2013 ("**18 June Placing Agreement**") is not completed.

The Company does not currently intend to proceed with Essence's Proposal because the 18 June Placing Agreement is not terminable at the Company's discretion at least before 31 July 2013, the long stop date for the satisfaction of the conditions to the 18 June Placing Agreement. However, the Board has delegated our Executive Director, Mr. Chen Jinyang, to follow up with Essence International regarding Essence's Proposal.

The Company will update shareholders if there is any change in circumstances and if there is any subsequent development regarding Essence's Proposal.

The Company wishes to emphasize that as of the date of this announcement, the Company has not signed any binding term sheet or agreement with Essence International and Essence's Proposal may not proceed. Shareholders and investors should exercise caution in dealing in shares of the Company.

CLARIFICATION ON A PRESS CONFERENCE HELD BY MR. XU HUI AND MR. LAU YEUNG SANG ON 20 JUNE 2013

The Company noted from press articles that on 20 June 2013, a press conference was held by Mr. Xu Hui and Mr. Lau Yeung Sang, Executive Directors of the Company, in relation to, amongst other things, (a) Mr. Xu's allegation of unfair or unlawful dismissal by the Company regarding his former position of Chief Executive Officer of the Company; (b) Mr. Xu's allegation that the placing under 18 June Placing Agreement was unnecessary because the Group has over RMB 160,000,000 in cash; and (c) Mr. Xu's allegation that Enlighten Securities Limited is a connected person of the Company and that the placing under 18 June Placing Agreement should be regarded as a connected transaction for the Company.

In response to Mr. Xu's allegations, the Company wishes to clarify that:

1. Mr. Xu's dismissal from his former position of Chief Executive Officer was determined by the Board pursuant to a resolution of the Directors at a properly convened Board meeting of the Company.
2. The intended use of the net proceeds of the placing under 18 June Placing Agreement has already been disclosed in the Company's announcement dated 18 June 2013.

3. As disclosed in the Company's announcement dated 18 June 2013, to the best of the Directors' knowledge, information and belief, having made all reasonable enquires, Enlighten Securities Limited and its ultimate beneficial owners are independent of and not connected with the Company and its connected persons.

The Company noted that on 18 June 2013, Mr. Xu issued a Writ of Summons in the Court of First Instance of the High Court of Hong Kong (HCA 1082 of 2013) against the Company seeking for, amongst other things, an order for re-instatement of his former position of Chief Executive Officer of the Company.

The Company wishes to emphasize that it will defend its legal position against Mr. Xu's allegations and claims. In the meantime, the Company is seeking legal advice and is considering taking legal actions against Mr. Xu regarding his misbehaviours before and after his summary dismissal. In the light of the foregoing, the Company does not currently expect that Mr. Xu's alleged claims will result in any significant impact on the Group's financial position and business operations.

DEFINITIONS

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

"Board"	board of directors of the Company
"China"	the People's Republic of China
"Company"	Universal Technologies Holdings Limited, a company incorporated with limited liability in the Cayman Islands, the shares of which are listed on the Stock Exchange (stock code: 1026)
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"connected transaction"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company
"Group"	the Company and its subsidiaries
"Hong Kong"	Hong Kong Special Administrative Region of China
"HK\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange

“RMB” Renminbi, the lawful currency of China

“Stock Exchange” The Stock Exchange of Hong Kong Limited

On behalf of the Board
UNIVERSAL TECHNOLOGIES HOLDINGS LIMITED
Chen Runqiang
Chairman

Hong Kong, 24 June 2013

As at the date of this announcement, the Executive Directors are Mr. Chen Runqiang (Chairman), Mr. Lau Yeung Sang, Mr. Xu Hui, Mr. Zhou Jianhui and Mr. Chen Jinyang, the Non-executive Director is Mr. Chow Cheuk Lap, and the Independent Non-executive Directors are Mr. David Tsoi, Dr. Cheung Wai Bun, Charles, J.P. and Mr. Chan Chun Kau.