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## **New Universe International Group Limited**

**新宇國際實業（集團）有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8068)

### **VOLUNTARY ANNOUNCEMENT ENGAGEMENT OF MR. XI YU AS CONSULTANT**

The Board announces that the Company has renewed the engagement of Mr. XI Yu as a consultant to the Group for a term with effect from 1 April 2015 to 30 June 2015 (both days inclusive).

The board (the “**Board**”) of directors (the “**Directors**”) of New Universe International Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that the Company has renewed the engagement of Mr. XI Yu (“**Mr. XI**”) as a consultant to the Group for a term of three months with effect from 1 April 2015 to 30 June 2015 (both days inclusive) (the “**Term**”) upon expiration of Mr. XI’s existing term of engagement on 31 March 2015, which was announced by the Company on 31 December 2014.

Pursuant to a letter of engagement dated 31 March 2015 (the “**Engagement Letter**”) issued by the Company to Mr. XI (which Mr. XI has confirmed on 31 March 2015) to engage him in the provision of the following services (the “**Consultancy Services**”) to the Group upon the request of the chairman of the Board and/or the Board:

- (i) providing recommendations to the Group on the objectives of the Group’s future strategic development, strategies and paths to achieve such objectives;
- (ii) providing recommendations on other important matters of the Group as a whole;
- (iii) providing recommendations and advice to the Board on matters relating to the operation of the businesses of the Group; and
- (iv) attend meetings.

The Consultancy Services do not authorise Mr. XI to make any decision and to participate in day-to-day management matters of the Group. Mr. XI shall report to the Board directly or such person as designated by the Board on matters Mr. XI are consulted on.

In consideration of the provision of the Consultancy Services, Mr. XI will be entitled under the Engagement Letter to a total consultancy fee of HK\$36,000 for the Term, which will be payable in three equal instalments on 30 April 2015, 29 May 2015 and 30 June 2015, respectively. The Group shall reimburse Mr. XI for reasonable out-of-pocket expenses incurred by him in connection with the provision of the Consultancy Services on an actual incurred basis.

### **Listing Rules Implications**

The Directors (including the independent non-executive Directors) are satisfied that Mr. XI is being engaged as a consultant of the Group on normal commercial terms that are fair and reasonable to the Company. The Directors (including the independent non-executive Directors) are also satisfied that the Consultancy Services are in the interests of the shareholders of the Company (the “**Shareholders**”) as a whole, in particular given that:

- (i) Mr. XI has in depth experience in the treatment and management of hazardous waste; and
- (ii) Mr. XI has thorough understanding of the operation and the day-to-day management of the Group that he gained through his involvement in the day-to-day management of the Group when he previously held the positions as executive Director and chairman of the Board.

As at the date of this announcement, Mr. XI owns approximately 83.66% of the issued share capital of New Universe Enterprises Limited (“**NUEL**”), which in turn is interested in 67.92% of the issued share capital of the Company. As such, Mr. XI is a connected person of the Company for the purposes of Chapter 20 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”). References are made to the announcement of the Company dated 20 August 2014 in which the Board has informed the Shareholders that Mr. XI has been adjudged bankrupt by the High Court of Hong Kong Special Administrative Region on 18 August 2014; the announcements of the Company dated 21 August 2014, 22 October 2014, 19 November 2014, 10 December 2014, 7 January 2015, 21 January 2015, 18 February 2015 and 4 March 2015 in relation to the wind-up petition against NUEL (the “**Petition**”) filed in the High Court of Hong Kong by Mr. CHU Yuk Ngai and Ms. CHEUNG Siu Ling in their capacities as creditors of NUEL claiming against NUEL as the first defendant and Mr. XI as the second defendant; and the announcement of the Company dated 18 March 2015 in relation to the hearing of the Petition at the High Court of Hong Kong, at which upon the application of Mr. CHU Yuk Ngai and Ms. CHEUNG Siu Ling, the Master ordered that the Petition be withdrawn.

Although the above engagement of Mr. XI constitutes a continuing connected transaction of the Company, his remuneration package is below the de minimis threshold provided in Rule 20.74(1) of the GEM Listing Rules. Accordingly, Mr. XI's engagement is exempted from the reporting, annual review, announcement and independent shareholders' approval requirements. Mr. XI is not appointed as a Director.

For and on behalf of the Board  
**New Universe International Group Limited**  
**HON Wa Fai**  
*Executive Director*

Hong Kong, 31 March 2015

*As at the date of this announcement, the Board comprises three executive Directors: Mr. SONG Yu Qing (Chairman and Chief Executive Officer), Ms. CHEUNG Siu Ling and Mr. HON Wa Fai; one non-executive Director: Mr. SUEN Ki; and three independent non-executive Directors: Dr. CHAN Yan Cheong, Mr. YUEN Kim Hung, Michael and Mr. HO Yau Hong, Alfred.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the "Latest Company Announcements" page of the GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the day of its posting and on the Company's website at [www.nuigl.com](http://www.nuigl.com).*