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## **Unity Enterprise Holdings Limited**

**盈滙企業控股有限公司**

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

**(Stock Code: 2195)**

- (I) INSIDE INFORMATION ANNOUNCEMENT;**
- (II) RESIGNATION OF CHAIRMAN AND EXECUTIVE DIRECTOR;**
- (III) CHANGE OF CHAIRMAN OF THE BOARD;**
- (IV) CHANGE OF AUTHORISED REPRESENTATIVE; AND**
- (V) RESUMPTION OF TRADING**

### **(I) INSIDE INFORMATION ANNOUNCEMENT**

This announcement is made by Unity Enterprise Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcement of the Company dated 4 January 2023 relating to the trading halt of the Company’s shares (the “**Share(s)**”) on the Stock Exchange pending the release of an announcement in relation to the inside information of the Company.

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company wishes to inform the shareholders and potential investors of the Company that, on 4 January 2023, officers of the Independent Commission Against Corruption of the Hong Kong Special Administrative Region (the “**ICAC**”) executed a search warrant to enter the office of the Company at Unit 1103, 11th Floor, 9 Chong Yip Street, Kwun Tong, Kowloon, Hong Kong. The ICAC obtained certain files and records from the aforesaid premises for the purpose of an investigation relating to suspected bribery in connection with certain construction works (the “**Investigation**”). The Board was informed that Mr. Yeung Wing Sun (“**Mr. Yeung**”), being a former executive Director and the former chairman of the Board, had been arrested by the ICAC on 4 January 2023 and was released on bail on 5 January 2023.

As far as the Board is aware, as at the date hereof, no charge has been laid by the ICAC against the Company, its subsidiaries, any of the Directors or members of senior management of the Group (including Mr. Yeung) for any offence(s) in connection with the Investigation. The Company is seeking legal advice as to its legal position in connection with the Investigation.

The Board believes that, as at the date hereof, the Investigation does not have any material adverse impact on the financial position, business or operation of the Group, taking into consideration that (i) thus far, the Group did not experience any suspension of works for its on-going projects following the revelation of the Investigation; (ii) despite the resignation of Mr. Yeung from the Board (as explained in further details below), the Group is operated by a team of management personnel who will continue to operate and manage the business of the Group as an ongoing concern as usual; and (iii) based on latest publicly available information, the Board is not aware of any circumstances suggesting that the existing key customers of the Group have experienced any material adverse impact in respect of their business operations following the revelation of the Investigation.

Since the Investigation remains on-going, the Board is not in a position to make any comment or speculation on the Investigation at this juncture. The Company will continue to monitor the incident and keep the shareholders and potential investors of the Company informed of any material development(s) regarding the Investigation and its impact thereof on the Group by way of further announcement(s) as and when appropriate, in accordance with the requirements under the Listing Rules and to the extent permissible under the applicable laws and regulations in Hong Kong. Save as disclosed in this announcement, the Company is currently not aware of any other inside information that needs to be disclosed under Part XIVA of the Securities and Futures Ordinance.

## **(II) RESIGNATION OF CHAIRMAN AND EXECUTIVE DIRECTOR**

The Board hereby announces that Mr. Yeung has resigned as an executive Director and the chairman of the Board with effect from 12 January 2023. Upon the resignation of Mr. Yeung, he would also cease to be an authorised representative of the Company as required under Rule 3.05 of the Listing Rules.

Mr. Yeung was of the view that his resignation would be in the best interests of the Company in light of the on-going Investigation and would also allow him to devote more time to handling his personal matters. Mr. Yeung confirmed that he has no disagreement with the Board in connection with his resignation and save as mentioned in this announcement, there is no other matter in relation to his resignation that needs to be brought to the attention of the shareholders of the Company.

## **(III) CHANGE OF CHAIRMAN OF THE BOARD**

The Board hereby announces that Mr. Chan Leung, the executive Director, has been appointed as the chairman of the Board with effect from 12 January 2023.

Upon the appointment of Mr. Chan Leung as the chairman of the Board, Mr. Chan Leung will perform both of the roles as the chairman and the chief executive officer of the Company. This deviates from code provision C.2.1 of the Corporate Governance Code contained in Appendix 14 of the Listing Rules, which requires that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual. However, the Board considers that this structure will not impair the balance of power and authority between the Board and the management of the Company. The Board currently comprises an executive Director and three independent

non-executive Directors and therefore has a fairly strong independence in its composition, and they meet regularly to discuss issues relating to the operation of the Company in order to provide adequate safeguards to protect the interests of the Company and its shareholders.

In addition, after taking into account the past experience of Mr. Chan Leung, the Board is of the opinion that vesting the roles of the chairman and the chief executive officer of the Company in Mr. Chan Leung helps to facilitate the execution of the Group's business strategies and enhance the effectiveness of its operation. Hence, the aforesaid deviation is appropriate and in the best interest of the Company at the present stage.

#### **(IV) CHANGE OF AUTHORISED REPRESENTATIVE**

The Board hereby announces that Mr. Mak Alexander, an independent non-executive Director, has been appointed as an authorised representative under Rule 3.05 of the Listing Rules to fill the vacancy arising from the resignation of Mr. Yeung with effect from 12 January 2023.

#### **(V) RESUMPTION OF TRADING**

At the request of the Company, trading in the Shares was halted with effect from 10:32 a.m. on 4 January 2023 pending the release of this announcement. Application has been made to the Stock Exchange for resumption of trading in the Shares with effect from 9:00 a.m. on 13 January 2023.

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

On behalf of the Board  
**Chan Leung**  
*Chairman and Executive Director*

Hong Kong, 12 January 2023

*As at the date of this announcement, the Board comprises Mr. Chan Leung (Chairman and Chief Executive Officer) as executive Director; Ms. Chan Mei Wah, Mr. Mak Alexander and Mr. Wu Hak Ping as independent non-executive Directors.*