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**UNION ASIA  
ENTERPRISE HOLDINGS LTD  
萬亞企業控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 8173)*

## **MONTHLY UPDATE ON THE RESUMPTION PROPOSAL AND DELAY IN DESPATCH OF THE CIRCULAR**

References are made to the announcements of Union Asia Enterprise Holdings Limited (the “**Company**”) dated 9 November 2017, 10 November 2017, 21 December 2017, 22 January 2018, 22 February 2018, 23 March 2018, 4 April 2018, 4 May 2018, 4 June 2018, 28 June 2018, 29 June 2018, 1 August 2018, 31 August 2018, 2 October 2018, 2 November 2018 and 3 December 2018 in relation to, among other things, the Resumption Proposal (the “**Announcements**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

### **UPDATE ON THE RESUMPTION PROPOSAL**

#### **Delay in despatch of the Circular**

As at the date of this announcement, the Listing Application and the Circular are under review by the Stock Exchange and the SFC, and the Company is in the process of addressing the relevant enquiries raised by them. Pursuant to the consent granted by the Stock Exchange and the SFC on 6 September 2018, the Circular should be despatched by 31 December 2018. However, as additional time is required for the vetting process of the Circular in view of the resubmission of the Listing Application (as detailed below), the Company had applied to the Executive for the consent to the delay in despatch of the Circular on or before 31 January 2019 (the “**Consent**”) and the Executive has indicated that it is minded to grant such Consent. The Company will make further announcement on the revised expected timetable as and when appropriate pursuant to the requirements of the GEM Listing Rules and the Takeovers Code.

## **Re-submission of the Listing Application**

Rule 12.07 of the GEM Listing Rules stipulates that if the listing of a new applicant remains outstanding for more than 6 months after the date of the application form, a new application form together with a further listing fee in the prescribed amount must be submitted to the Stock Exchange. As the Company had submitted the Listing Application to the Stock Exchange on 29 June 2018 and the listing of the Target Group is expected to remain outstanding for more than 6 months after the date of submission of the Listing Application and as a result of which has lapsed on 29 December 2018, the Company will re-submit a new listing application (the “**Resubmission**”) in January 2019 with a view to continuing the application for listing of the Target Group’s business. The Company will keep Shareholders and potential investors updated with the status of the Resubmission.

## **Other update**

As at the date of this announcement, the Amended and Restated Announcement relating to the restatements and amendments of the Resumption Proposal is yet to be finalised and will be published as soon as possible.

The Company will also make further announcement(s) to update the Shareholders with the latest developments of the Resumption Proposal and the Listing Application as and when appropriate under the GEM Listing Rules and the Takeovers Code. Save for the above, there is no other material development of the Resumption Proposal.

## **CONTINUED SUSPENSION OF TRADING IN THE SHARES**

Dealings in the Shares on GEM has been suspended since 20 March 2017 as it failed to maintain sufficient operations or assets under Rule 17.26 of the GEM Listing Rules to warrant the continued listing of the Shares, and will remain suspended until further notice. The Company will make further announcements on the latest development of the Group as and when appropriate pursuant to the requirements of the GEM Listing Rules and the Takeovers Code.

**The Acquisition is subject to a number of conditions, including but not limited to the Independent Shareholders’ approval, which may or may not be fulfilled. In addition, the Listing Committee’s approval on the Listing Application may or may not be granted. In the event that the approval of the Listing Application is not granted by the Listing Committee, the Acquisition Agreement will not become unconditional and the Acquisition will not proceed. The Shareholders and potential investors of the Company should exercise caution when they deal or contemplate dealing in the shares of the Company.**

For and on behalf of  
**Union Asia Enterprise Holdings Ltd.**  
Yip Man Yi  
Chairman

Hong Kong, 31 December 2018

*As at the date of this announcement, the Board comprises three executive Directors, Ms. Yip Man Yi, Mr. Shiu Chi Tak, Titus and Ms. Hung Wai Man, and three independent non-executive Directors, Dr. Wan Ho Yuen, Terence, Mr. Li Kwok Chu and Mr. Lau Shu Yan.*

*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.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information (other than the information relating to the Investor and the Target Group) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than those expressed by the directors of the Investor) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*As at the date of this announcement, the board of the Investor comprises two directors, Mr. Chan Norman Enrique and Mr. Lee Alex Kam-fai.*

*The directors of the Investor jointly and severally accept full responsibility for the accuracy of the information relating to the Investor and the Target Group contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed by the directors of the Investor in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*

*This announcement will remain on the page of “Latest Company Announcement” on the GEM website for at least 7 days from the date of its posting and on the website of the Company [www.unionasiahk.com](http://www.unionasiahk.com).*