



UNI-ASIA FINANCE CORPORATION
(Company Regn. No: CR-72229)
(Incorporated in Cayman Islands)

Change in the shareholding structure of a subsidiary

The Board of Directors (the “**Board**”) of Uni-Asia Finance Corporation (the “**Company**”) refers to the announcements dated 10 September 2008, 5 October 2009 and 13 November 2009 and wishes to announce a change in the shareholding structure of Glory Bulkship S.A. (“**Glory Bulkship**”), and a change in status of Glory Bulkship from a subsidiary to an associated company of the Company.

1. **Glory Bulkship.** As announced previously, the Company entered into a shareholders’ agreement (the “**Shareholders Agreement**”) with Ocean Pool Limited (“**Ocean Pool**”) and Wealth Ocean Services Limited (“**Wealth**”) on 10 September 2008, pursuant to which a new Panama-incorporated subsidiary, Glory Bulkship, was acquired for the purposes of acquiring a 29,200 DWT bulk ship (the “**New Vessel**”), with the Company and Wealth holding an interest of 80% and 20% respectively in Glory Bulkship. The Shareholders Agreement also provided that following the delivery of the New Vessel, Ocean Pool can, subject to certain conditions, subscribe for up to 45% of the shares in Glory Bulkship (the “**Option**”).

The New Vessel was delivered to Glory Bulkship on 3 November 2009. The acquisition of the New Vessel by Glory Bulkship was funded by shareholders’ equity, shareholders’ loan and a term loan facility provided by a financial institution. Following the delivery, the New Vessel has been deployed on a time-charter for a tenor of four years with NYK Global Bulk Corporation.

2. **Change in Shareholding Structure of Subsidiary.** The Board is pleased to announce that Ocean Pool exercised the Option on 4 August 2009. In connection with the exercise of the Option and pursuant to the Shareholders Agreement as supplemented by a Supplemental Agreement to Shareholders Agreement dated 4 August 2009, the paid up capital of Glory Bulkship was increased from US\$1,000 comprising 10 ordinary shares of US\$100 each to US\$1,000,000 comprising 100 ordinary shares of US\$10,000 each with effect from 11 December 2009. Of the 100 ordinary shares of US\$10,000 each, 45 shares are registered in the name of each of the Company and Ocean Pool and 10 shares are registered in the name of Wealth. As a result, the Company’s monetary investment in Glory Bulkship increased from US\$800 to US\$450,000 while the Company’s shareholding in Glory Bulkship was reduced from 80% to 45%. The shareholding of Ocean Pool and Wealth in Glory Bulkship is 45% and 10% respectively.

3. **Chapter 10 of the SGX-ST Listing Manual.** The additional investment in Glory Bulkship is in the ordinary course of the Company's business. In view of the foregoing, the additional investment in Glory Bulkship would not constitute a "transaction" for the purposes of Chapter 10 of the SGX-ST Listing Manual.

Through the additional investment in Glory Bulkship, the Company acquired additional ordinary shares in Glory Bulkship at the abovementioned new par value of the shares, being US\$10,000 per share, for the sum of US\$449,200 paid by way of cash to Glory Bulkship. As at the date of this Announcement, no valuation and no audit has been conducted on Glory Bulkship.

4. **Rationale.** The additional investment in Glory Bulkship is in accordance with the Company's existing business model where as one of the Company's core investment activities, the Company acts as ship investment manager as well as an investor. This is also in accordance with the Company's ship investment strategy to act as a co-investor with other investors.

5. **Interests of Directors and Controlling Shareholders.** None of the Directors and controlling shareholders of the Company has any interest, direct or indirect, in respect of the additional investment in Glory Bulkship.

6. **No New Appointment of Directors.** No new directors will be appointed to the Board of Directors of the Company in connection with the additional investment in Glory Bulkship.

7. **Accounting Treatment of Glory Bulkship.** Following the reduction of the Company's effective interest in Glory Bulkship, none of the directors of the Company is appointed as a director of Glory Bulkship and the majority of the directors of Glory Bulkship are not related to the Company. As the Company's effective interest in Glory Bulkship does not exceed 50% and the Company no longer has control over Glory Bulkship, Glory Bulkship will no longer be considered a subsidiary and will instead be booked as an investment of the Company in accordance with IAS 39. Accordingly, the Company will no longer consolidate the assets and liabilities of Glory Bulkship under its financial statements.

For and on behalf of
Uni-Asia Finance Corporation

4 January 2010