

## UNI-ASIA FINANCE CORPORATION

Company Registration No. CR-72229

(Incorporated in the Cayman Islands with limited liability on 17 March 1997)

### ESTABLISHMENT OF NEW SUBSIDIARY FOR THE PROPOSED ACQUISITION OF A NEW VESSEL

The Board of Directors (the “**Board**”) of Uni-Asia Finance Corporation (the “**Company**”) wishes to announce that the Company has entered into a shareholders agreement on 10 September 2008 to acquire, in a joint venture, a 29,200dwt newbuilding Handy Bulk carrier (the “**New Vessel**”) to be delivered in June 2009 (the “**Proposed Acquisition**”).

1. **New subsidiary Glory Bulkship S.A.** The Company has 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 S.A. (“**Glory Bulkship**”), has been acquired for the purposes of acquiring the New Vessel (as further described in paragraph 2 below). The authorized share capital of Glory Bulkship will be US\$1,000 comprising 10 ordinary shares of US\$100 each, of which 8 shares and 2 shares will be registered in the name of the Company and Wealth respectively. As a result, the Company will hold more than 50% shareholding interest in Glory Bulkship. The Shareholders’ Agreement also provides 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. In such event, Glory Bulkship may cease to be a subsidiary and become an associated company of the Company.

2. **Material terms of the Proposed Acquisition.** The New Vessel is currently being built by Yangzhou Nakanishi Shipbuilding Co. Ltd. (the “**Builder**”) under a shipbuilding contract (the “**Shipbuilding Contract**”). Under the Shipbuilding Contract, the New Vessel would be sold by the Builder and Jiangsu New Yangzi Shipbuilding Co., Ltd. (collectively known as the “**Seller**”) to Ena Dyo Tria Shipping S.A. (the “**Original Buyer**”). Glory Bulkship will acquire the New Vessel by entering into a novation agreement with the Seller and the Original Buyer whereupon the Original Buyer’s rights and obligations under the Shipbuilding Contract would be novated in favour of Glory Bulkship. The contract price for the New Vessel under the shipbuilding contract is US\$30 million and was determined on the basis of the prevailing market price for similar vessels taking into consideration the terms and conditions of the existing employment contract to which the Original Buyer is subject. The contract price will be satisfied through a combination of equity and debt financing. The Company will act as the loan arranger for Glory Bulkship to seek for a non-recourse loan of up to US\$22 million and mezzanine loan financing of up to US\$3 million.

3. **Chapter 10 of the SGX-ST Listing Manual.** The contract price for the construction of the New Vessel of US\$30 million represents approximately 38.53% of the market capitalisation of the Company of S\$111,680,188 based on the weighted average price of the Company’s shares transacted on 10 September 2008, being the date on which the Shareholders’ Agreement was entered into. No net profits is attributable to Glory Bulkship since it is a newly established special purpose company. The Proposed Acquisition is in the ordinary course of the Company’s business. In view of the foregoing, the Proposed Acquisition would constitute a non-disclosable transaction for the purposes of Chapter 10 of the SGX-ST Listing Manual.

4. **Rationale.** The Proposed Acquisition and subsequent disposal are intended to benefit the Company through (a) the receipt of charter income for the period between the Proposed Acquisition and subsequent disposal; and (b) fee income for arrangement the loan financing for the Vessel on behalf of Glory Bulkship.
5. **Financial Effects.** The Proposed Acquisition is not expected to have any material impact on the net tangible assets per share, earnings per share and operating results of the Company for the current financial year.
6. **Interests of Directors and Controlling Shareholders.** None of the Directors and controlling shareholders of the Company has any interest, direct or indirect, in the Proposed Acquisition.
7. **No New Appointment of Directors.** No new directors will be appointed to the Board of Directors of the Company in connection with the Proposed Acquisition.

For and on behalf of  
Uni-Asia Finance Corporation

10 September 2008

*The initial public offering of shares of Uni-Asia Finance Corporation (the "Offering") commenced on 8 August 2007 and closed on 15 August 2007. In the Offering, DBS Bank Ltd was the Manager, Underwriter and Placement Agent.*