



UNI-ASIA GROUP LIMITED
Company Registration No: 201701284Z
Incorporated in the Republic of Singapore

ANNOUNCEMENT PURSUANT TO RULE 706A OF THE LISTING MANUAL

Pursuant to Rule 706A of the Listing Manual of the Singapore Exchange Securities Trading Limited (the “**Listing Manual**”), the Board of Directors of Uni-Asia Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce the following transactions in respect of the period reported on under Rule 705 of the Listing Manual, that is, in respect of the half-year ended 30 June 2020: -

1) Disposal of 49.5% of the Shares of Uni-Asia Hotels Limited

The Company refers to its announcement of 26 June 2020 (the “**26 June Announcement**”), wherein the Group had on 26 June 2020 disposed 49.5% of the shares of Uni-Asia Hotels Limited (“**UA Hotels**”) to GK VHM Holdings, for a consideration of JYP14,850 (or approximately US\$138 after translation at an exchange rate of JYP107.5:US\$1.00) (the “**Partial Disposal**”).

Prior to the Partial Disposal, the Group had an interest of 99.0% in UA Hotels. Following completion of the Partial Disposal, the Group’s interest in UA Hotels has decreased from 99.0% to 49.5%, and UA Hotels has ceased to be a subsidiary of the Group and has become an associated company of the Group.

With respect to UA Hotels, based on the then latest announced audited consolidated financial statements of the Company for the financial year ended 31 December 2019 (“**FY2019 Results**”), the book value and net tangible asset value of UA Hotels was approximately negative US\$3.3 million and negative US\$6.1 million respectively as at 31 December 2019. Based on a desktop valuation dated 24 June 2020 conducted by an independent third party professional firm commissioned by the Group (the “**Valuation Report**”), the equity value of UA Hotels is negative, with a maximum equity value of approximately negative JPY462 million (or approximately negative US\$4.3 million after translation at an exchange rate of JYP107.5:US\$1.00), computed based on the discounted cash flow method and employing the capital asset pricing model. In addition, based on the FY2019 Results, UA Hotels was loss-making and recorded a net loss of approximately US\$2.2 million for the financial year ended 31 December 2019.

The consideration for the Partial Disposal was arrived at on a willing-buyer, willing-seller basis after taking into account the factors as further described in paragraph 2 of the 26 June Announcement including those set out above (including the equity value of UA Hotels based on the Valuation Report) and the absence of competing bids in light of the current COVID-19 situation. In particular, while there had been external third parties who expressed interest in co-investing in UA Hotels, the Company had not received any offers in a timely manner save for the offer from the Purchaser. The consideration for the Partial Disposal has been satisfied in cash.

2) Members' Voluntary Liquidation of UNI SALA Capital Investment Limited

UNI SALA Capital Investment Limited ("UNI SALA"), a 51% indirectly owned subsidiary incorporated in Hong Kong, was wound-up by way of members' voluntary liquidation on 11 March 2020.

UNI SALA was established as an investment vehicle to invest in the Group's first Hong Kong property investment project and other property investment projects. As UNI SALA had exited these investment projects following completion of such projects and had since been dormant, the shareholders of UNI SALA had decided to wind up UNI SALA.

The above members' voluntary liquidation 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.

None of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the above members' voluntary liquidation.

3) Transaction Not Included in this Announcement

This announcement excludes a transaction which was previously announced on 22 January 2020 (member's voluntary liquidation of wholly-owned subsidiary Uni Ships and Management Korea Ltd.), as this had already been separately announced pursuant to Rule 704(18)(c) of the Listing Manual before Rule 706A came into effect on 7 February 2020.

For and on behalf of
Uni-Asia Group Limited
14 August 2020