



## UNI-ASIA GROUP LIMITED

(Company Registration: 201701284Z)  
Incorporated in the Republic of Singapore

### Appendix 1

## Annual General Meeting Questions & Answers

No.	Questions from Shareholders	Response
1	<p><b>Comment.</b> It would be good if the Company can hold its AGM earlier and not on 30 April, which is the last day for listed companies with 31 December year end to hold its AGM. OCBC Bank is holding its AGM right now and you are competing with the Bank. My suggestion is that if you want serious investors to attend your Company's AGM, hold it in the first half of April.</p>	<p><b>Chairman:</b> Mainstream investment includes investment in shares or bonds. We termed investments in ships and properties as alternative investments.</p> <p>Both ship investments and properties investments are based on the cash flow generated from shipping and properties respectively. Based on such cash flow, we develop and create investment structure for such asset class. We termed this arrangement as alternative investment. The meaning is not investment in just shares or bonds. We do investment in cash flow-oriented product assets.</p>
2	<p>I read your responses to the questions from shareholders and one of the questions was about the low valuation of the Company's shares. We all know the business of the Company which you have managed quite well in making profits usually. However, the Board also has a duty to see how to increase the value of the Company's shares.</p> <p>On page 2 and 3 of the Annual Report 2023, you promote your Company as a producer of alternative investment opportunities but basically it is shipping and property. In your response to shareholders, shipping is complementary to property, meaning shipping is more volatile, property is bricks and mortar, ships are depreciating assets and so forth. Alternative investments would normally refer to other investments. Shipping and property are mainstream and not alternative investments. I am just wondering why you promote your Company as an alternative investment platform. It is just a Company with 2 focus business namely, shipping and property. In principle, I agree with you that property can be balanced off shipping, but it is not alternative. When you say alternative investments, I would expect the Company to invest in say bitcoins or new materials etc., that are considered as alternative and not mainstream. Property and shipping are mainstream. Is there a balance between property and shipping? In your response to shareholders, you mentioned that property can offset the volatility in shipping. In practice it does not happen.</p>	<p>We are not a shipping company and not a property company. We are the producer of alternative asset management and providing integrated services including asset management; finance arrangement and commercial and technical management of ships and properties. In this respect, we are positioning ourselves not as a shipping company, not as a property company but as an asset manager of the investment in alternative asset including ships and properties. These asset classes are not correlated. Sometimes shipping supplement the properties and vice versa.</p> <p>For instance, from 2015 to 2017, the Group suffered from slowdown of shipping market due to China's trade slowdown. We incurred losses in shipping in 2016. However, the Company continued to pay dividends to shareholder during the slowdown of shipping market because the property business at that time has helped to create the revenue and profits.</p>

No.	Questions from Shareholders	Response
3	<p>Please refer to page 119 of the Annual Report 2023, showing the performance of the different segments. With reference to ship owning and chartering, it is by far the biggest business. Out of the total revenue of approximately USD57 million for FY2023, ship owning and chartering accounted for approximately USD39 million. Property investment in Japan stood at approximately USD16 million (just over one-third of the total revenue) for FY2023. Shipping profits of approximately USD7.5 million for FY2023 is at a depressed level as compared to previous year (2022: USD29 million), a decrease of approximately USD22 million.</p> <p>Although property investment maintained its performance, shipping performance declined so much that the Group's profit decreased from USD28.9 million in FY2022 to USD6.24 million in FY2023, a decrease of approximately USD23 million (which is nearly the same as the decrease in shipping profits).</p> <p>The point is your property division profits is not big enough to offset the decrease in shipping's profits. The Group's profits fluctuate with the shipping cycle and the property business is not big enough to ring fence the shipping business.</p> <p>Chairman mentioned about some re-balancing. In other words, the property business must be much bigger and to dispose aging ships to achieve a better balance between the property and shipping businesses so that property business can support or smoothen the volatility of shipping business. From the investors' standpoint, they would like to see stable increase in profits (like OCBC) every year. Because of this, there is the confidence to stay invested in the company.</p> <p>My point is (1) whether you promote yourself as alternative investment or just shipping and property group. You have one business complementing the other. (2) To grow the property business and the development unit should have a larger scale inside and outside Japan and trim down the shipping business.</p>	<p>If we compare the performance of shipping business in 2022 and 2023, you are right to say that that our shipping's turnover and profits has been reduced substantially, and property business has been stable although the size is small as compared to the shipping business.</p> <p>You might recall that when the shipping market was booming in 2021 and 2022, we achieved the highest ever profit in 2022. That was a fantastic year. Therefore, if you compare the contribution from shipping and property businesses, you might think that the property business is too small, but this was partly due to the very good year in 2021 and 2022.</p> <p>We agree that there is a need to re-balance our revenue/profit and asset size as well. We have disposed 3 old bulk carriers in 2023 and accumulated the cash for future investment in shipping. On the other hand, we are aggressively investing in Japanese properties now.</p> <p>We have been enjoying a good flow of Japanese property investment opportunities including our residential Alero's projects, some hotel projects, healthcare facilities and sustainability related investments such as investment in homes for people with severe disabilities and certain private finance initiatives (PFI) which is a kind of BOT (build operate transfer) project working with the government to construct and develop large community centre inside of Japan.</p> <p>We are very aggressively expanding the asset type in Japanese properties and increasing the asset and management to re-balance the shipping and properties revenue/profit and asset size.</p> <p>You mentioned the constant stable increase in profits (like OCBC), that we are doing as well. We are presently increasing the asset under management in shipping and properties, and we also increase our own investments in those products to enjoy (i) an increase in fee income from our investors; and (ii) gains from disposal of the assets of shipping and properties. So that we can achieve the constant stable increase in profits for the future growth of the Group.</p>

No.	Questions from Shareholders	Response
4	<p>Why is Uni-Asia trading at a big discount to NAV? Because shipping is a depreciating asset. What we hope is that the Group can be reshaped to enjoy a higher valuation of the Company's shares. Ultimately investors like us would like to see strong and steady profits.</p>	<p><b>Chairman.</b> We are trying our best always to fill the gap in the market capitalisation and net asset value (NAV). We are rebalancing our business model and through this initiative, we believe that we can achieved by filling the gap in the market capitalisation and NAV.</p>
5	<p>I noticed that there is a change in the CEO. Is there a reason why the former CEO leave the Group?</p>	<p><b>Chairman:</b> It is the former CEO's personal philosophy to retire at the age of 60.</p>
6	<p>What is the outlook for the Group this year for the</p> <ul style="list-style-type: none"> <li>• shipping business (especially ship chartering); and</li> <li>• Japanese property business</li> </ul>	<p><b>Matthew Yuen (Head of Shipping Division):</b> Our view on the charter hire over the next few years may not be right but this is what we believe. Our handy size supermax vessels are relatively small vessels as compared to others. You might have heard about the regulation of fuels last year or the year before. At this moment, the order book is about 10% of the global fleet. Time charter hire is at the level of about USD12,000 and USD13,000. The order book is usually much higher. However, everybody is waiting for the new fuel engine to make new order.</p> <p>Before this, the order book might be 30% to 40% of the global fleet. When those new vessels come into the market, time charter hire dropped (during 2016 to 2018). At that time, charter hire was at about USD8,000 and sometimes the USD7,000. Today, we have USD12,000 and USD13,000 and we believed it could last. At this level we are very comfortable, and we could make a stable income.</p> <p>If the next 2 years that due to the Ukraine War, the demand might go up unexpectedly and because of the limited supply, the charter hire will go up significantly.</p> <p>Even if we order a new vessel today, the earliest delivery date is 2028 (4 years later). We are relatively optimistic about the time charter market for the moment.</p> <p><b>Masahiro Iwabuchi (New Chief Executive Officer):</b> In terms of Alero, small residential projects in Japan, we recognised two upsides and one downside.</p> <p>The salary of the Japanese working people have not increased for 20 years. Because of this, small and medium sized corporates announced about 4% increase in salary whilst the big corporates announced 6% increase. 100% of corporations cannot achieved at this rate. However, because of this, the rent in Tokyo would increase gradually. The rental value of Alero increased. The downside is cost of construction. Our Alero projects in Japan is still promising.</p> <p>On property investment, as our Group Chief Financial Officer presented earlier, our Japan team have started exploring land investment in Furano and Niseko (which are in Hokkaido, Japan) as new and alternative investments.</p>