
HISTORY AND DEVELOPMENT

HISTORY AND DEVELOPMENT

We were co-founded by Mr. Chun Chi-wai and Ms. Lai Wun-yin and have established operations in Guangzhou, Zhangjiagang, Tianjin, Hong Kong and Macau. In 1999, we acquired the shares of Huan Bao Steel. In 2001, we established Guangzhou Asia Steel as a 75% owned subsidiary. Guangzhou Asia Steel operates our principal production facility in Guangzhou. Huan Bao Steel Limited collects unprocessed scrap metals at its Hong Kong facility and then supplies the scrap metals to our Guangzhou Asia Steel facility for further processing or sells them to customers in other regions, primarily Taiwan.

In 2003, we established Guangzhou Zhujiang Port with two other shareholders, GZS and Guangzhou Iron and Steel Co., Ltd. (廣州鋼鐵股份有限公司). We hold a 45% interest in Guangzhou Zhujiang Port, and GZS and Guangzhou Iron and Steel Co., Ltd., hold a 45% and 10% interest, respectively. Guangzhou Zhujiang Port operates a pier with two berths, each capable of accommodating ocean-going vessels of up to 5,000 dwt, and provides port services mainly to Guangzhou Asia Steel and its two other shareholders.

In March 2005, we established Central Steel Macau to acquire scrap metal from foreign suppliers for our PRC operations and other customers.

In December 2006, we established Yangzhong Yagang to operate our planned production facility in Yangzhong, which is expected to commence operations in the third quarter of 2009.

In May 2007, Guangzhou Yatong was established by Asia Steel (Development) to operate a second production facility in Guangzhou, located opposite to our Guangzhou Asia Steel facility. At that time, Asia Steel (Development) was owned by Mr. Chun Chi-wai. In September 2007 Mr. Chun Chi-wai transferred to us 100% of the equity interest in Asia Steel (Development) in consideration of the allotment and issue of 100,000 ordinary shares of HK\$1.00 each of Asia Steel (H.K.) credited as fully paid, at the direction of Mr. Chun Chi-wai.

In November 2007, we acquired a 75% equity interest in Tianjin Yatong by investing US\$2.25 million in cash into Tianjin Yatong as registered capital. All relevant approvals regarding this capital increase have been obtained. The remaining 25% was owned by Lester Metal, Inc. Subsequently, in September 2008, we acquired from Lester Metal, Inc. an additional 15.385% equity interest in Tianjin Yatong at a consideration of US\$2.0 million satisfied by Asia Steel (Development) paying up the capital contribution of US\$2.0 million to Tianjin Yatong which was initially payable by Lester Metal, Inc. As a result of such equity transfer, Tianjin Yatong is owned as to 90.385% by Asia Steel (Development) and as to 9.615% by Lester Metal, Inc. Tianjin Yatong operates our production facility in Tianjin.

In January 2008, we acquired a 70% equity interest in Zhangjiagang Rongli by entering into a capital increase agreement with Mr. Wu Yue-xing, Mr. Hu Wen-hu, Ms. Xiang Man-qin and Mr. Li Dong-hui. Yangzhong Yagang invested RMB11,667,000 in cash into Zhangjiagang Rongli as an increase in capital. The original individual shareholders of Zhangjiagang Rongli, i.e. Mr. Wu Yue-xing, Mr. Hu Wen-hu, Ms. Xiang Man-qin and Mr. Li Dong-hui, are local residents of Zhangjiagang and are the founders of Zhangjiagang Rongli. The investment injected by Yangzhong Yagang to Zhangjiagang Rongli was made by way of a capital increase as registered capital. Such

HISTORY AND DEVELOPMENT

increased capital has been duly contributed and verified by a qualified accounting firm in the PRC. All relevant approvals regarding this capital increase have been obtained. Zhangjiagang Rongli operates our production facility in Zhangjiagang. Prior to this capital increase, we and our PRC counsel conducted a due diligence review of Zhangjiagang Rongli’s business and operations. We held discussions with the individual shareholders of Zhangjiagang Rongli regarding its operations and development plans to identify potential synergies. We also met with major customers and suppliers of Zhangjiagang Rongli to understand their business relationships. Based on our review, we believe we can significantly improve Zhangjiagang Rongli’s operating results through increased capital and combining resources and experience.

Subsequently, in June 2008, Mr. Wu Yue-xing, Ms. Xiang Man-qin and Mr. Li Dong-hui purchased from Mr. Hu Wen-hu all his equity interest in Zhangjiagang Rongli. Of the remaining 30% equity interest in Zhangjiagang Rongli, 25% is now owned by Mr. Wu Yue-xing, who continues to serve as director of Zhangjiagang Rongli, and the balance is owned as to 2.5% by Ms. Xiang Man-qin, an employee of Zhangjiagang Rongli, and as to 2.5% by Mr. Li Dong-hui, a director of Zhangjiagang Rongli. As each of the other shareholders holding the remaining 30% interest in Zhangjiagang Rongli are either a director or employee of Zhangjiagang Rongli, they are not independent third parties with respect to our Group.

In September 2008, we established two wholly owned subsidiaries, Ningbo Yagang and Zhongshan Yatong in Ningbo, Zhejiang Province and Zhongshan, Guangdong Province, respectively.

In November 2008, we established Wuhan Yagang with another joint venture partner, Wuhan Jin Huan Investment Co., Ltd. (武漢金寰投資有限公司) (“Wuhan Jin Huan”), to operate our production facility in Wuhan. Wuhan Yagang is expected to commence operations in 2010. We hold a 70% interest in Wuhan Yagang, and the remaining 30% interest is held by Wuhan Jin Huan, which is considered as our connected person by reason only of its substantial shareholding in Wuhan Yagang.

According to the joint venture agreement and articles of association of Wuhan Yagang, the board of directors of Wuhan Yagang consists of seven members, with five, including the chairman, appointed by us and two appointed by Wuhan Jin Huan. Each shareholder is entitled to preemptive rights in the event of the issuance of additional shares by Wuhan Yagang, as well as a right of first refusal in the event of a proposed transfer of shares by the other shareholder. Any dividends of Wuhan Yagang shall be distributed to each shareholder in accordance with its percentage holding of equity interests in Wuhan Yagang. The shareholders are entitled to inspect the articles of association, meeting minutes, board resolutions and financial statements and other corporate files of Wuhan Yagang. In addition, Wuhan Jin Huan has agreed not to directly or indirectly hold any equity interest in another company that engages in business activities that are similar to Wuhan Yagang.

During the Track Record Period, we had disposed of two subsidiaries, Asia Huan Bao Steel Limited (“Asia Huan Bao”) and Longmen Yagang Tongye Limited (龍門亞鋼銅業有限公司) (“Longmen”).

Asia Huan Bao held 55% interest in Asia Wing Tat, a company incorporated in Hong Kong. During the Track Record Period, Asia Wing Tat was principally engaged in the trading of scrap metals, and it has ceased its operation and became inactive after we disposed of our interest in Asia Huan Bao. Longmen had no active business during the Track Record Period. As Asia Huan Bao, Asia Wing Tat

HISTORY AND DEVELOPMENT

and Longmen had insignificant profit contribution to our Group during the Track Record Period, Asia Huan Bao (being the holding company of Asia Wing Tat) and Longmen were respectively disposed of to Mr. Chun Chi-wai and To Kee Holdings Limited (a company wholly owned by Mr. Tsui Cham To (“Mr. Tsui”) in December 2006 and June 2007, respectively as part of the Reorganisation.

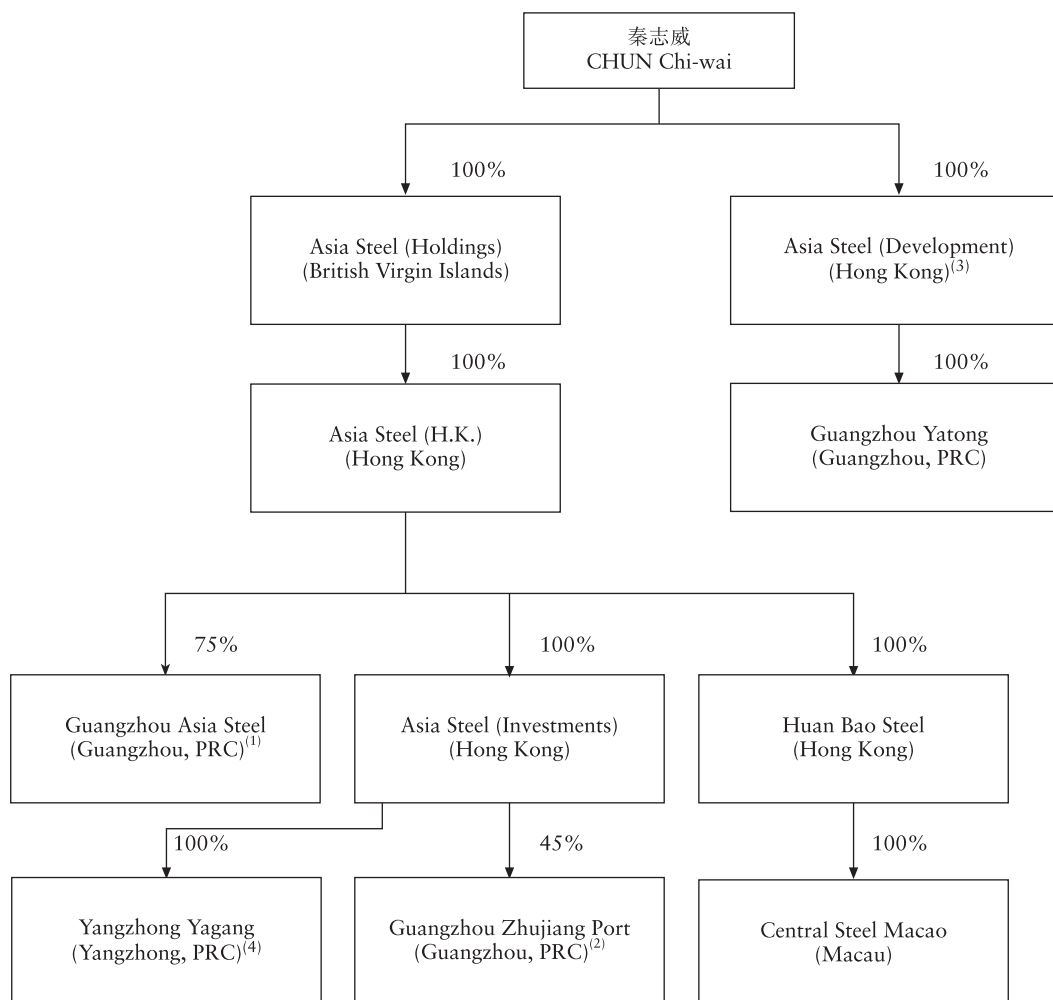
During the Track Record Period, Mr. Tsui was (i) a business partner of Mr. Chun Chi-wai, (ii) a shareholder of Huan Bao Steel holding approximately 0.01% interest in Huan Bao Steel which was subsequently transferred to Asia Steel (H.K.) on 5 August 2005 and (iii) a shareholder of Asia Steel (Holdings) holding 48% interest in Asia Steel (Holdings) which was subsequently transferred to Mr. Chun Chi-wai on 29 June 2007. Prior to leaving our Group, Mr. Tsui held various non-executive directorships in Guangzhou Asia Steel, Yangzhong Yagang, Central Steel Macau, Huan Bao Steel and Guangzhou Zhujiang Port. Mr. Tsui ceased all such directorships in August 2007 and did not hold any executive positions in our Group during the Track Record Period.

There were no material disputes between us and our joint venture partners or minority shareholders or early termination of any cooperation agreements during the Track Record Period.

HISTORY AND DEVELOPMENT

CORPORATE STRUCTURE PRIOR TO REORGANISATION

The following chart shows our corporate structure as it existed immediately prior to the Reorganisation:



- (1) The other 25% equity interest in Guangzhou Asia Steel is owned by GZSL, and is considered our connected person by reason of its substantial shareholding in Guangzhou Asia Steel.
- (2) The other 55% equity interest in Guangzhou Zhujiang Port is owned by GZS, which has a 45% equity interest, and Guangzhou Iron and Steel Co., Ltd., which has a 10% equity interest.
- (3) Subsequent to the Reorganisation, Asia Steel (Development) acquired a 75% equity interest in Tianjin Yatong in November 2007 and a further 15.385% equity interest in Tianjin Yatong in September 2008. It also established a wholly owned subsidiary, Zhongshan Yatong, in September 2008 and a 70% owned subsidiary, Wuhan Yagang in November 2008.
- (4) Subsequent to the Reorganisation, Yangzhong Yagang acquired a 70% equity interest in Zhangjiagang Rongli in January 2008 and established a wholly owned subsidiary, Ningbo Yagang, in September 2008.

HISTORY AND DEVELOPMENT

REORGANISATION

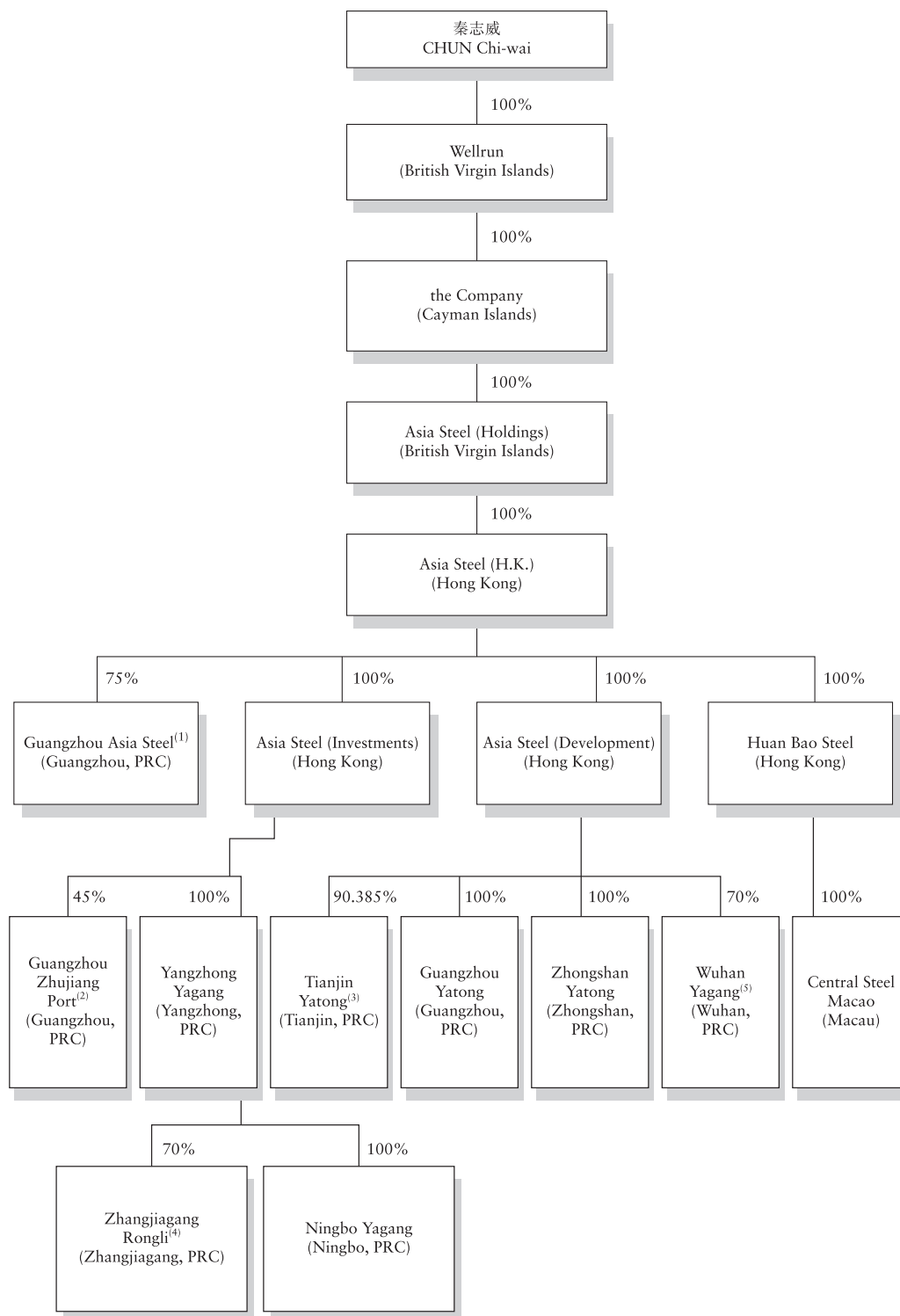
The companies comprising our Group underwent the Reorganisation in preparation for the [●]. The principal steps involved in the Reorganisation are summarised below:

- (a) On 18 July 2007, our Company was incorporated in the Cayman Islands as an exempted company with limited liability with an authorised share capital of HK\$380,000 divided into 3,800,000 shares with the par value of HK\$0.10. On 18 July 2007, one subscriber share with the par value of HK\$0.10 was transferred to Mr. Chun Chi-wai.
- (b) On 30 September 2007, Asia Steel (Holdings) allotted and issued 100 shares with the par value of US\$1.00 each to Mr. Chun Chi-wai in full and final settlement of the indebtedness in the amount of HK\$78,000,000 due from Asia Steel (Holdings) to Mr. Chun Chi-wai.
- (c) On 30 September 2007, our Company acquired 200 shares with a par value of US\$1.00 each, representing the entire issued share capital of Asia Steel (Holdings), from Mr. Chun Chi-wai. In consideration of such acquisition, our Company allotted and issued 99 shares with the par value of HK\$0.10 each, credited as fully paid, to Wellrun as directed by Mr. Chun Chi-wai and credited one nil-paid share with the par value of HK\$0.10 held by Mr. Chun Chi-wai as fully-paid share with par value of HK\$0.10. On the same day, Mr. Chun Chi-wai transferred one share with the par value of HK\$0.10 to Wellrun at par.
- (d) On 30 September 2007, Asia Steel (H.K.) allotted and issued 100,000 shares of HK\$1.00 each to Asia Steel (Holdings) at the direction of Mr. Chun Chi-wai as consideration for the acquisition of the entire issued share capital of Asia Steel (Development) by Asia Steel (H.K.).
- (e) On 23 October 2007, every issued and unissued share of HK\$0.10 each in the capital of our Company was sub-divided into 1,000 shares of HK\$0.0001 each such that the authorised share capital of our Company became HK\$380,000 divided into 3,800,000,000 shares with the par value of HK\$0.0001 each and the issued share capital of our Company became HK\$10 divided into 100,000 shares with the par value of HK\$0.0001 each.
- (f) On 1 February 2008, our Company allotted and issued one share of HK\$0.0001 credited as fully paid to Wellrun for a cash consideration of US\$30,000,000.
- (g) On 22 May 2009, the authorised share capital of our Company was further increased to HK\$1,000,000 divided into 10,000,000,000 Shares.

Subsequent to the Reorganisation, Asia Steel (Development) acquired a 75% equity interest in Tianjin Yatong in November 2007 and a further 15.385% equity interest in Tianjin Yatong in September 2008. See the section headed “History and Development — History and Development.” It established a wholly owned subsidiary, Zhongshan Yatong, in September 2008 and a 70% owned subsidiary, Wuhan Yagang in November 2008. In addition, Yangzhong Yagang acquired a 70% equity interest in Zhangjiagang Rongli in January 2008 and established a wholly owned subsidiary, Ningbo Yagang, in September 2008.

HISTORY AND DEVELOPMENT

Upon completion of the Reorganisation, our Company became the holding company of our Group. The following chart sets out the structure of our Group immediately after the Reorganisation, acquisition of 90.385% equity interest in Tianjin Yatong, acquisition of 70% equity interest in Zhangjiagang Rongli and the establishment of Zhongshan Yatong, Wuhan Yagang and Ningbo Yagang:



HISTORY AND DEVELOPMENT

- (1) The other 25% equity interest in Guangzhou Asia Steel is owned by GZSL and is considered our connected person by reason of its substantial shareholding in Guangzhou Asia Steel.
- (2) The other 55% equity interest in Guangzhou Zhujiang Port is owned by GZS, which has a 45% equity interest, and Guangzhou Iron and Steel Co., Ltd., which has a 10% equity interest.
- (3) The other 9.615% equity interest in Tianjin Yatong is owned by Lester Metal, Inc., an independent third party except for its equity investment in Tianjin Yatong.
- (4) Of the remaining 30% equity interest in Zhangjiagang Rongli, 25% is owned by Mr. Wu Yue-xing, a Director of Zhangjiagang Rongli, 2.5% by Ms. Xiang Man-qin, an employee of Zhangjiagang Rongli, and 2.5% by Mr. Li Dong-hui, a director of Zhangjiagang Rongli.
- (5) The other 30% equity interest in Wuhan Yagang is owned by Wuhan Jin Huan which is an independent third party except for its equity investment in Wuhan Yagang and is considered our connected person by reason of its substantial shareholding in Wuhan Yagang.

As referred to in the paragraph headed “History and Development” above, subsequent to the Reorganisation, Asia Steel (Development) acquired a 75% equity interest in Tianjin Yatong in November 2007 and a further 15.385% equity interest in Tianjin Yatong in September 2008. It established a wholly owned subsidiary, Zhongshan Yatong, in September 2008 and a 70% owned subsidiary, Wuhan Yagang in November 2008. In addition, Yangzhong Yagang acquired a 70% equity interest in Zhangjiagang Rongli in January 2008 and established a wholly owned subsidiary, Ningbo Yagang, in September 2008.

ISSUE OF THE SENIOR NOTES AND THE EXCHANGEABLE NOTES

Senior Notes and Listco Warrants

We issued US\$80.0 million aggregate principal amount of Senior Notes in October 2007 to a group of institutional investors.

The following table shows the names of the holders of the Senior Notes, the respective principal amount and percentage of the Senior Notes and the number of Listco Warrants held by them:

Name of the Holders	Principal Amount of the Senior Notes (US\$)	Percentage held by purchasers of Senior Notes	Number of Listco Warrants
UBS Limited	25,000,000	31.25%	50
Spinnaker Global Emerging Markets Fund Ltd.	14,000,000	17.50%	28
Spinnaker Global Opportunity Fund Ltd.	9,000,000	11.25%	18
Spinnaker Global Strategic Fund Ltd.	12,000,000	15.00%	24
The ADM Maculus Fund III L.P.	<u>20,000,000</u>	<u>25.00%</u>	<u>40</u>
Total	<u><u>80,000,000</u></u>	<u><u>100.00%</u></u>	<u><u>160</u></u>

The Senior Notes bear coupon interest at 8.5% per annum, payable semi-annually in arrears. The Senior Notes are secured by substantially all of our assets outside of the PRC and a pledge of our Shares and the shares of our subsidiaries. The Senior Notes are also guaranteed by certain of our

HISTORY AND DEVELOPMENT

subsidiaries. Under the terms of the indenture governing the Senior Notes, we are required to redeem the Senior Notes in cash on 23 October 2009, being the maturity date of the Senior Notes, or upon [●], whichever is earlier. In the event that the Senior Notes are redeemed between interest payment dates, which are 23 April and 23 October of each year, we are required to pay the principal amount of the Senior Notes together with accrued and unpaid coupon interest to the next interest payment date.

In connection with the issuance of the Senior Notes, we also issued 160 Listco Warrants to the purchasers of the Senior Notes. These Listco Warrants were issued in consideration of the purchase of the Senior Notes by the purchasers of the Senior Notes. The Listco Warrants are exercisable only upon a primary public offering of the Shares on an internationally recognised stock exchange acceptable to the holders of the Senior Notes, which includes the Stock Exchange. The Listco Warrants may be transferred by the holders thereof in accordance with the terms of the Listco Warrants. Additional information regarding the procedures for transfer of the Listco Warrants is set forth in Appendix VIII to this document.

At the election of each holder of the Listco Warrants (which election must be made between the date of the Offering Notice given by us up to the [●]), the Shares issuable upon exercise of such Listco Warrants may be either (i) physically settled, in which case such Shares will be issued to such holder at the time of [●] and the physical Shares will be delivered to such holder no later than 10 days after the date of exercise, or (ii) cash settled. Listco Warrantholders may physically settle a portion of their Listco Warrant and cash settle the remaining portion.

The holders of the Senior Notes are entitled to information rights to receive the financial statements of our Group, and such rights will be extinguished upon the [●] when the amount under the Senior Notes are fully repaid.

Exchangeable Notes

On 1 February 2008, Wellrun, which is wholly owned by Mr. Chun Chi-wai, issued the Exchangeable Notes in the aggregate principal amount of US\$30.0 million.

The following table shows the names of the holders of the Exchangeable Notes, the respective principal amount and percentage of the Exchangeable Notes held by them:

Name of the Holders	Principal Amount of the Exchangeable Notes (US\$)	Percentage held by holders of Exchangeable Notes
Spinnaker Global Emerging Markets Fund Ltd.	6,000,000	20.0%
Spinnaker Global Opportunity Fund Ltd.	3,750,000	12.5%
Spinnaker Global Strategic Fund Ltd.	5,250,000	17.5%
The ADM Maculus Fund III L.P.	<u>15,000,000</u>	<u>50.0%</u>
Total	<u><u>30,000,000</u></u>	<u><u>100.0%</u></u>

HISTORY AND DEVELOPMENT

Wellrun currently owns all of our issued Shares. The Exchangeable Notes, which do not bear coupon interest, are exchangeable into Shares owned by Wellrun. As a result, the Exchangeable Notes will not result in the issuance of additional Shares by us and, accordingly, will not have a dilutive effect on our shareholders. Wellrun contributed the net proceeds it received from the sale of the Exchangeable Notes to us as a capital contribution.

The proceeds from the issue of the Exchangeable Notes were principally applied towards financing the activities of our Company, and used by members of our Group for the acquisition of fixed assets including land and machinery. The Exchangeable Notes are secured by all of Wellrun’s assets and all of its issued share capital. The collateral securing the Exchangeable Notes will be released when the Exchangeable Notes are exchanged for Shares upon the [●] and/or all the secured liabilities under the Exchangeable Notes have been paid and discharged in full. The Exchangeable Notes are transferable.

Wellrun is required to exchange Shares held by it for the Exchangeable Notes upon the occurrence of an equity offering by us that results in aggregate proceeds to us at least equal to the aggregate outstanding principal amount of the Exchangeable Notes at the time, together with accrued interest and the premium payable, if any, with respect to such Exchangeable Notes.

Wellrun is required to redeem all of the Exchangeable Notes in a redemption amount calculated to yield an internal rate of return of 22.5% per year on the principal amount upon the earliest of (a) the second anniversary of the issuance date, which is 1 February 2010, (b) the date on which the holders of a majority of the aggregate principal amount of the Exchangeable Notes then outstanding give notice to Wellrun of an event of default under the Exchangeable Notes (except for certain events of default involving the bankruptcy, winding up or dissolution of Wellrun or its subsidiaries, in which case no notice is required), and (c) the date on which an equity offering is consummated if the SFC or Hong Kong Exchanges and Clearing Limited, in connection with a review of an equity offering by us, disallows the delivery by Wellrun of such Shares in accordance with the terms of the Exchangeable Notes or requires any material change to the terms of the Exchangeable Notes that are not accepted by the noteholders. The Exchangeable Noteholders are not entitled to request Wellrun to redeem the Exchangeable Notes except the above circumstances, and Wellrun has not received any notice from the Exchangeable Noteholders regarding redemption of the Exchangeable Notes before [●].

From and after 1 February 2009, Wellrun may elect to redeem all but not less than all the Exchangeable Notes for a redemption price calculated to yield an internal rate of return of 22.5% per year on the principal amount of the Exchangeable Notes.

In the event that Wellrun elects or is required to redeem the Exchangeable Notes, Wellrun’s sole shareholder, Mr. Chun Chi-wai, shall fund the cash requirement for such redemption.

If the initial holder of Shares to be issued pursuant to the terms of the Exchangeable Notes proposes to sell any Shares at any time earlier than the expiration of six months after [●] to any person, Wellrun shall have, subject to the rules and regulations of any stock exchange on which the Shares are listed, a right of first refusal with respect to such sale of Shares. Such right will extinguish if the holders of the Exchangeable Notes are subject to the six-month lock-up period. The holders of the

HISTORY AND DEVELOPMENT

Exchangeable Notes have agreed that they will not sell or otherwise dispose of any of Shares which are acquired in exchange for Exchangeable Notes during the six-month period after [●]. Wellrun agreed to release the holders of the exchangeable notes from the right of first refusal in connection with the agreement by such holders not to sell or otherwise dispose of their Shares during such six-month period. The Shares so issued will be counted as part of the public float.

As long as the Exchangeable Notes are outstanding, Wellrun is subject to additional conditions and obligations which may affect us or our subsidiaries, including the following:

- Wellrun is required to provide the noteholders with our audited and unaudited financial statements; and
- Wellrun will not, and will not permit any of our subsidiaries to, create or permit to subsist any lien (other than liens permitted under the terms of the Exchangeable Notes) upon the property, assets or revenues of Wellrun or such subsidiary, to secure for the benefit of the holders of any indebtedness any payment of any sum due in respect of or under any guarantee of or payment indemnity or other like obligation relating to any such indebtedness, unless, in any such case, at the same time or prior thereto, either (a) the same lien is granted to the holders of the Exchangeable Notes or (b) there is outstanding any guarantee, indemnity or other like obligation or such other security that is not materially less beneficial to the holders of the Exchangeable Notes or as shall be approved by the holders of a majority of the principal amount of the Exchangeable Notes.

These provisions, including the right to receive audited and unaudited financial statements, will terminate in connection with the [●] and the exchange of the Exchangeable Notes for Shares or the redemption of the Exchangeable Notes in full. Please refer to Appendix VIII to this document for further details in relation to the Senior Notes and the Exchangeable Notes.

Brief description of the holders of Senior Notes/Listco Warrantholders and/or holders of Exchangeable Notes

(a) UBS Limited

UBS is one of the world’s leading financial firms. It has offices in 50 countries, and its financial businesses employ more than 75,000 people around the world. Its shares are listed on the SWX Swiss Exchange (SWX), the New York Stock Exchange (NYSE) and the Tokyo Stock Exchange (TSE). UBS Limited is a wholly owned subsidiary of UBS AG registered in the United Kingdom.

(b) Spinnaker Global Emerging Markets Fund Ltd., Spinnaker Global Opportunity Fund Ltd. and Spinnaker Global Strategic Fund Ltd.

Spinnaker Global Emerging Markets Fund Ltd., Spinnaker Global Opportunity Fund Ltd. and Spinnaker Global Strategic Fund Ltd. (collectively, the “Spinnaker Funds”) are each incorporated in the British Virgin Islands, and HSBC Custody Services (Guernsey) Ltd. acts as the custodian and agent for the Spinnaker Funds under the Senior Notes, Listco Warrants and Exchangeable Notes.

Spinnaker Capital Group’s principal business is emerging markets investment management. Its funds invest in sovereign and corporate securities and related products in emerging markets.

HISTORY AND DEVELOPMENT

The Spinnaker Funds are co-managed by Spinnaker Capital Limited, which is based in London and regulated by the Financial Services Authority in the UK, and Spinnaker Asset Management, which is based in Sao Paulo and authorised by the Comissao de Valores Mobiliarios in Brazil.

The Spinnaker Funds are owned by institutional investors including university endowments, charitable trusts, pension funds, sovereign wealth funds, and investment banks.

(c) The ADM Maculus Fund III L.P.

The ADM Maculus Fund III L.P. (“ADM”) is a fund established under the laws of the Cayman Islands, which has been mainly making special situations investments primarily in Asia and Europe since its inception in October 2006. ADM is a closed-end fund administered by Bank of Bermuda (Cayman) Limited (through its agent HSBC Institutional Trust Services (Asia) Limited). ADM has engaged Asia Debt Management Hong Kong Limited to provide certain limited discretionary asset management services. Asia Debt Management Hong Kong Limited is established under Hong Kong law and regulated by the SFC. The shareholders of ADM Maculus Fund III L.P. comprise university endowments, international institutional investors, international funds of funds, and international private banks/family offices.

UBS Limited, the Spinnaker Funds and ADM are functionally and operationally independent of the Group and each other, although UBS Limited is a wholly owned subsidiary of UBS AG.