Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2013

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
UNITY INTERNATIONAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 01/01/2009

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

UNITY INTERNATIONAL GROUP

65-45 FRESH MEADOW LANE
FLUSHING, NY 11365

2b Employer Identification Number (EIN)
13-2932294

2c Sponsor's telephone number
718-539-4300

2d Business code (see instructions)
238210

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/15/2014	GERALDINE A. CAMPBELL
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	324
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	245
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	109
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	354
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	354
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	354
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	29
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2P

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

- **(1)** [ ] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- **(1)** [ ] Insurance
- **(2)** [ ] Code section 412(e)(3) insurance contracts
- **(3)** [X] Trust
- **(4)** [ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] **A** (Insurance Information)
- **(4)** [ ] **C** (Service Provider Information)
- **(5)** [ ] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
UNITY INTERNATIONAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
UNITY INTERNATIONAL GROUP

D Employer Identification Number (EIN)
13-2932294

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	3200000	0
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)	26800000	2888000
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	30000000	2888000
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i	21739680	13239680
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k	21739680	13239680
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	8260320	-10351680

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	932452	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		932452
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		
(2) Dividends: **(A)** Preferred stock	2b(2)(A)	5300000	
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		5300000
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		
(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
(B) Other	2b(5)(B)	-23912000	
(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		-23912000

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		-17679548
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	14696	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		14696
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		917756
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		932452
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		-18612000
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [ ] Yes [X] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: DAVIS, GRABER, PLOTZKER & WARD, LLP **(2)** EIN: 20-0494412

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year..... ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (see ERISA section 4021)? ..... ☐ Yes ☐ No ☐ Not determined

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2013

This Form is Open to Public Inspection.

For calendar plan year 2013 or fiscal plan year beginning 01/01/2013 and ending 12/31/2013

A Name of plan
UNITY INTERNATIONAL GROUP EMPLOYEE STOCK OWNERSHIP PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
UNITY INTERNATIONAL GROUP

D Employer Identification Number (EIN)
13-2932294

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1**

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): _____ _____

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 a Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☒ **No**

11 a Does the ESOP hold any preferred stock? ..... ☒ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☒ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☒ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Unity International Group
Employee Stock Ownership Plan
Financial Statements
Years Ended December 31, 2013 and 2012

Unity International Group
Employee Stock Ownership Plan

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DGPW
Davis, Graber, Plotzker & Ward, LLP
Certified Public Accountants and Consultants

150 East 58th Street, 20th Floor
New York, NY 10155
Tel: 212-230-2600
Fax: 212-758-0215

Independent Auditors' Report

To The Plan Administrator and Participants
Unity International Group
Flushing, New York

Report on the Financial Statements

We have audited the accompanying statements of net assets available for plan benefits of the Unity International Group Employee Stock Ownership Plan as of December 31, 2013 and 2012, and the related statements of changes in net assets available for plan benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of Unity International Group Employee Stock Ownership Plan as of December 31, 2013 and 2012, and the changes in its nets assets available for benefits for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Other Matter

As discussed in Note 2 to the financial statements, the financial statements have been restated as of December 31, 2012 reflect to correction of an error relating to the initial valuation of the shares in 2009, based on an investigation by the Department of Labor.

Report on Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held for investment purposes at December 31, 2013 is presented for the purpose of additional analysis and is not a required part of the basic financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

Davis, Graber, Plotzker + Ward, LLP

New York, New York
October 14, 2014

Unity International Group
Employee Stock option Plan

Statements of Net Assets Available for Benefits

December 31,	**2013**	2012 (as Restated)
Assets		
Investment in Unity International Group, Inc. Class B Preferred Stock, at fair value (Notes 3 and 4)	**$ 2,888,000**	$ 26,800,000
Contribution receivable from Unity International Group, Inc.	**-**	3,200,000
Total assets	**2,888,000**	30,000,000
Liabilities		
Loan payable to Unity International Group, Inc. (Notes 2 and 6)	**9,239,680**	17,739,680
Net assets (deficit) available for benefits	**$ (6,351,680)**	$ 12,260,320

See accompanying independent auditors' report and notes to financial statements.

Unity International Group
Employee Stock option Plan

Statements of Changes in Net Assets Available for Benefits

Year ended December 31,	**2013**	2012 (as Restated)
Additions:		
Investment income:		
Dividend on Unity International Group Inc. Class B Preferred Stock	**$ 5,300,000**	$ 5,300,000
Employer contributions	**932,452**	4,089,571
Total additions	**6,232,452**	9,389,571
Deductions:		
Unrealized depreciation in fair value of investment in Unity International Group, Inc. preferred stock	**23,912,000**	6,000,000
Distributions to participants	**14,696**	13,426
Interest expense	**917,756**	876,145
Total deductions	**24,844,452**	6,889,571
Net increase (decrease)	**(18,612,000)**	2,500,000
Net assets (deficit) available for plan benefits:		
Beginning of year	**12,260,320**	9,760,320
End of year	**$ (6,351,680)**	$ 12,260,320

See accompanying independent auditors' report and notes to financial statements.

1. Description of Plan

The following description of the Unity International Group Employee Stock Ownership Plan (the "Plan") provides only general information. Participants should refer to the Plan document for a more complete description of its provisions.

Participating Employers

Unity International Group, Inc.
Unity Electric Co, Inc.
Unity Electric, LLC
Uni-Data & Communications, Inc.
Uni-Data Services, LLC
Unity-Data & Electrical Services, LLC

The Participating Companies include Unity International Group, Inc. ("UIG") and its wholly owned subsidiaries and their subsidiaries (the "Company").

General

Unity Electric Co., Inc. established the Plan effective January 1, 2009. The Plan operates as a leveraged employee stock ownership plan. The Plan is administered by Unity International Group ESOP Committee, a committee formed by UIG. Danziger & Markhoff LLP, an independent third party, performs actuarial and record keeping functions for the Plan. GreatBanc Trust Company, an independent third party, was the Plan's trustee through December 31, 2010. Effective January 1, 2011, Wilmington Trust Retirement and Institutional Services Company was appointed trustee by the Plan.

On June 1, 2009, the Plan purchased all 49,000 outstanding shares of UIG's Convertible Class B Preferred Stock ("ESOP Shares"), constituting 49% of the issued and outstanding shares of capital stock of the UIG, for a purchase price of $53 million dollars and issued notes to the sellers ("Sellers Notes") for the entire purchase. The purchase amount for the ESOP Shares was reduced by $5,300,000 as of September 30, 2011 since UIG's cumulative EBITDA for the three years ended September 30, 2011 was more than 30% below the projected amount used to value the ESOP Shares at June 1, 2009. As discussed in Note 2, the purchase price has been reduced by an additional $4,000,000.

The Seller Notes, which provided for interest at 10%, were assumed by UIG on July 9, 2009. In connection with the assumption of the notes the Plan recorded a 4.36% note payable to UIG ("ESOP Note"). The ESOP Note is collateralized by the unallocated shares of ESOP Shares and is payable over 15 years. Until the ESOP Notes are paid in full any contributions received by the Plan from the Company and any dividends received on ESOP Shares are to be used to pay ESOP Note principal and interest.

Initially, the ESOP Shares owned by the Plan are not allocated to Plan participants and collateralize the ESOP Note. As of December 31 of each year the administrator calculates the number of shares to be allocated to eligible employees ("Released Shares"). The annual calculation is based on the ratio of the sum of total payments made by the Plan during the year plus the amount of interest paid after the year end deducted on the Company's September 30 tax returns ending within the ESOP's December 31 year end, to the total payments to be made by the ESOP for principal and interest over the remaining term of the ESOP Note as of the beginning of the year.

Eligible Employees and Participation

Employees of the Company, other than employees covered by a collective bargaining agreement ("Agreement") unless the Agreement provides for eligibility; leased employees or nonresident aliens with no United States of America source income from the Company are eligible to participate in the Plan ("Eligible Employees").

Eligible Employees employed at the January 1, 2009 effective date of the Plan who had reached 21 years of age as of December 31, 2009 were eligible to participate in the Plan as of January 1, 2009. Other Eligible Employees can participate as of the first day of the Plan year in which they complete 1 year of service and reach the age of 21. A year of service for eligibility to participate in the Plan is met if the eligible employee during the first twelve months of employment completes at least 1,000 hours of service or, if not in the first year of employment, the eligible employee completes 1,000 hours during the plan year. To share in the allocation of Company contributions Eligible Employees are required to be actively employed on the last day of the Plan year unless during the year they have retired due to reaching the normal retirement age or became disabled or died.

Reemployed employees, who were participants ("Reemployed Participants") in the Plan and are reemployed before incurring a one year break in service, as defined by the Plan, are immediately eligible to participate in the Plan. If reemployed after a one year break in service the Reemployed Participants are eligible to immediately participate provided they complete one year of service after reemployment.

Eligible Employees may not waive participation in the Plan.

Contributions

UIG is required to pay annual dividends of $5,300,000 on September 30th of each year for 8 years (the first and last year's payments are to be pro-rated based on the June 1st ESOP Shares issuance date). In addition, the Company is required to make contributions to the ESOP equal to the debt service under the ESOP Note less dividends paid by UIG. The Company can also make additional discretionary contributions to the ESOP up to any Internal Revenue Code ("IRC") limitations.

Participant Accounts

The ESOP is a defined contribution plan under which a separate individual account is established for each participant. Each eligible employee is allocated discretionary contributions made by the Company unless the discretionary contributions are required to be used to pay amounts payable under the ESOP Note. Discretionary contributions which are not used to pay the ESOP Note are allocated based on the participants compensation divided by total participants' compensation.
Each participant's account is credited as of the last day of each plan year with an allocation of the ESOP Shares to be released by the trustee from the unallocated account. Shares released based on ESOP dividends paid during the year on previously Released Shares are allocated based on participant ownership of the previously released shares with the remaining shares that are being released allocated based on a ratio of the participant's compensation, subject to certain limitations under the Internal Revenue Code, divided by total of all participant compensation.

During the six consecutive years beginning in the year that a participant has reached the age of 55 and has been an active participant for 10 years the participant can elect to receive a cash diversification distribution ("Diversification Distribution"). The Diversification Distribution is equal to 25% during the first five years and 50% in the sixth year of the cumulative ESOP Shares allocated to the participants account reduced by any previous shares included in a previous distribution.

Vesting

Vesting of participants' accounts is determined on the basis of their years of service, however, participants will be 100% vested in their account if they meet the requirements of normal retirement or terminate employment due to disability or death. The following is the vesting schedule based on years of service:

Years of Service	Percentage Vested
Less than 2 years	0%
2 years but less than 3 years	20%
3 years but less than 4 years	40%
4 years but less than 5 years	60%
5 years but less than 6 years	80%
6 years or more	100%

Forfeited Accounts

If a participant terminates employment before becoming fully vested and the participant incurs a five year break in service the unvested portion of their account is forfeited and is to be allocated to other participants in the same manner as a Company contribution.

Payment of Benefits

On termination of employment at normal retirement age, as defined, a participant or their beneficiary shall be entitled to receive distributions starting by the end of the plan year, unless a

later distribution date is elected. Participants terminating for other reasons will be entitled to receive distributions starting within one year after the end of the fifth Plan year following the Plan year in which the participant terminates. Benefit payments are recorded when paid.

Distributions for terminated participants are required to begin by the 60th day of the plan year end in which the latest of the following occurs: (1) attainment of normal retirement age (2) completion of ten years of participation in the Plan ("Required Distributions"). In addition, the Plan provides that required minimum distributions ("Minimum Distributions") are required by April 1st of the calendar year following the later of (a) the calendar year in which the participant reaches 70 1/2, and (b) the calendar year of termination of employment.

In general, distributions of vested balances are to be made in equal installments over a period not to exceed five years. If vested balances exceed $985,000, which is subject to annual cost of living adjustments, the installment period can be adjusted by one year, up to five additional years for each $195,000, that the vested balance exceeds $985,000. Vested plan account balances of less than $1,000 will be distributed.

The Administrator may direct the Trustee to pay vested balances in a lump sum.

Distributions of vested balances except for Required Distributions and Minimum Distributions cannot be made until the ESOP Note is fully paid.

Distributions made to Participants in ESOP Shares are subject to rights of refusal by UIG and Put Options as described in the Plan document.

Benefits under the Plan are not insured by the Pension Benefit Guaranty Corporation.

Operating Expenses

The Company pays all expenses of maintaining the Plan. Expenses for maintaining the Plan of $75,495 and $71,832 for 2013 and 2012, respectively, were paid by the Company and are not included in these financial statement.

Voting Rights

The ESOP Shares owned by the Plan do not have voting rights. Each participant shall, however, be entitled to direct the Trustee as to the voting of the ESOP Shares stock allocated to his account with respect to approval or disapproval of (1) any corporate merger or consolidation, recapitalization, liquidation, dissolution, sale of substantially all assets of a trade or business or similar transaction, and (2) all matters, if, at the time of vote thereon, the Company stock is a "registration-type" class of securities.

Termination of Plan and Amendment

The Company has the right to terminate or amend the Plan at any time. In the event of Plan termination, all amounts credited to participant accounts will become 100% vested. Upon

termination of the Plan, the Company may direct that benefits be distributed in any manner permitted by the Plan. See Payment of Benefits above. Any amendment to the Plan cannot permit the use of any Plan assets other than for the benefit of the participants or their beneficiaries and cannot reduce the participant's account balances.

2. Summary of Significant Accounting Policies

Restatement of Financial Statements

Based on the Company's ongoing discussions with the Department of Labor ("DOL") regarding its investigation of the Plan's 2009 initial transaction and valuation, it is probable that the majority seller will reduce his seller note by $4,000,000, resulting in a reduction in the initial valuation by the same amount and additional shares which will be allocated to participants. The basis for the calculation of the additional shares to be allocated to participants has not been determined at this time or agreed to by the DOL, and therefore, has not been reflected in these financial statements. As a result, the Plan has reduced its opening liabilities and net assets in 2012.

The net effects of these corrections are noted below by line item for the financial statement that is impacted.

Line Items Affected	As Previously Reported December 31, 2012	Adjustments	As Restated December 31, 2012
Statements of Net Assets Available for Benefits			
Liabilities			
Loan payable to Unity International Group, Inc.	$ 21,739,680	$ (4,000,000)	$ 17,739,680
Net assets (deficit) available for benefits	$ 8,260,320	$ 4,000,000	$ 12,260,320
Statements of Changes in Net Assets Available for Benefits			
Net assets (deficit) available for plan benefits:			
Beginning of year	$ 5,760,320	$ 4,000,000	$ 9,760,320
End of year	$ 8,260,320	$ 4,000,000	$ 12,260,320

Basis of Accounting

The financial statements of the Plan are prepared on the accrual basis of accounting.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities, and changes therein, and

disclosure of contingent assets and liabilities. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition

All investments are in the form of Company stock. Since the Company is closely held and, there is no public market for its ownership interests, appraisals are performed by an independent consulting firm, according to guidelines established by the Department of Labor and in conformity with appraisal practices promulgated by the American Society of Appraisers and the Appraisal Foundation. The appraisals reflected the fair market value of the ESOP Shares to be $2,888,000 or $58.94 per share at December 31, 2013 and $26,800,000 or $546.94 per share at December 31, 2012.

3. Investment

The Plan's investment at December 31, 2013 and 2012 is comprised of the following:

December 31, 2013	**Number of Shares**	**Cost**	**Fair Value**
Unity International Group Preferred Shares			
Allocated	**33,954.07**	**$30,281,484**	**$2,001,211**
Unallocated	**15,045.93**	**13,418,516**	**886,789**
Total	**49,000.00**	**$43,700,000**	**$2,888,000**

December 31, 2012	Number of Shares	Cost (as Restated- see Note 2)	Fair Value
Unity International Group Preferred Shares			
Allocated	27,910.40	$24,891,522	$15,265,282
Unallocated	21,089.60	18,808,478	11,534,718
Total	49,000.00	$43,700,000	$26,800,000

Shares allocated as of December 31, 2013 and 2012 were 6,043.66 and 8,332.31, respectively.

4. Fair Value Measurements

FASB ASC 820 provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the plan has the ability to access.

Level 2 Inputs to the valuation methodology include

- quoted prices for similar assets or liabilities in active markets;
- quoted prices for identical or similar assets or liabilities in inactive markets;
- inputs other than quoted prices that are observable for the asset or liability; and
- inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

All of the Plan's investments, at December 31, 2013 and 2012, consisted of Class B Preferred Stock of UIG which had a fair market value on those dates of $2,888,060 and $26,800,000, respectively, and are classified within level 3.

	Investment asset at fair value at December 31, 2013			
	Level 1	Level 2	Level 3	Total
Preferred Stock Class B	-	-	$2,888,000	$2,888,000
Total	-	-	$2,888,000	$2,888,000

	Investment asset at fair value at December 31, 2012			
	Level 1	Level 2	Level 3	Total
Preferred Stock Class B	-	-	$26,800,000	$26,800,000
Total	-	-	$26,800,000	$26,800,000

The fair value of the preferred shares is determined by an annual independent appraisal. The appraisal was based on a combination of a market-based approach and an income approach. The appraiser used historical and prospective financial information provided by the Company. There have been no changes in the methodologies used at December 31, 2013, and 2012.

The following table sets forth a summary of changes in fair value of the Plan's level 3 investment in the preferred stock of Unity International Group during the year ended December 31, 2013:

Fair value of preferred stock at December 31, 2012	$26,800,000
Unrealized loss	(23,912,000)
Fair value of preferred stock at December 31, 2013	$ 2,888,000

The cumulative unrealized loss in fair value of the preferred stock since inception of the Plan is $50,112,000. In accordance with the purchase agreement for the ESOP Shares, the purchase price and the balance payable under the term loan payable (see Note 6) was reduced by $5,300,000 as of September 30, 2011 since the Company failed to meet stated EBITDA earnings for the three years ended September 30, 2011 and was further reduced by $4,000,000 based on an investigation by the DOL (see Note 2).

5. Risks and Uncertainties

The Plan's investments are in UIG Preferred Stock. Due to the level of risk associated with investments and the level of uncertainty related to the changes in market value, it is at least reasonably possible that changes in values of UIG Preferred Stock will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

6. Loans Payable

On June 1, 2010, the Plan entered into a $53,000,000 term loan agreement ("Term Loan") with the selling shareholders of the ESOP Shares providing for the Term Loan to be paid in installments thru December 31, 2023, which was reduced by $5,300,000 as of September 30, 2011 (see Note 4). The Term Loan was assumed by the Company on July 9, 2010. Term Loan payments made are first to be applied to accrued interest as of the date of the payment and then against the outstanding principal balance. Under the Term Loan the outstanding principal balance is to be amortized in equal installments over the remaining term of the Term Loan. At December 31, 2013, the balance payable under the term loan was $9,239,680. On September 13, 2013 and September 17, 2013, the Company made principal payments of $3,200,000 and $5,300,000, respectively. The annual principal payments due December 31, 2014 thru December 31, 2023 are $793,968.

7. Tax Status

The Plan has applied to be qualified under Section 401(a) of the Internal Revenue Code ("Code") and exempt from taxation under Section 501(a) of the Code. The plan administrator believes that the plan is currently designed and being operated in compliance with the applicable requirements of the IRC. Therefore, they believe that the plan was qualified and the related trust was tax-exempt as of the financial statement date.

U.S. GAAP require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the organization has taken an uncertain position that more likely than not would not be sustained upon examination by taxing authorities. The plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for

years prior to 2010.

8. Administration of Plan Assets

The plan's assets, which consist of UIG's Convertible Class B Preferred Stock, are held by the trustee of the plan.

Company contributions are held and managed by the trustee, which invests cash received, and dividend income and makes distributions to participants. The trustee also administers the payment of interest and principal on the loan, which is reimbursed to the trustee through contributions as determined by the administrator.

Certain administrative functions are performed by officers or employees of the Company. No such officer or employee receives compensation from the plan. Administrative expenses for the trustee's fees are paid directly by the Company.

9. Related Parties

The Plan investments, which are in preferred stock of UIG were managed by GreatBanc Trust Company through December 31, 2010 and Wilmington Trust Retirement and Institutional Services Company effective January 1, 2011, the custodians as defined by the Plan; therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Company on behalf of the Plan for the investment management services amounted to $38,400 and $38,390 for the years ended December 31, 2013 and 2012, respectively.

10. Reconciliation of Financial Statements to the Form 5500

The following is a reconciliation of net assets available for benefit and the changes in net assets available for benefits per the financial statements to the Form 5500:

	December 31, 2013	December 31, 2012
Net assets available for benefits, per financial statements	**$ (6,351,680)**	$ 12,260,320
Less: Restatement of initial valuation and seller note (see Note 2)	**(4,000,000)**	(4,000,000)
Net assets available for benefits, per the Form 5500	**$ (10,351,680)**	$ 8,260,320

11. Subsequent Events

The Plan has evaluated subsequent events from January 1, 2014 through October 14, 2014, the date that the financial statements were available to be issued, and has determined that there were no events to disclose, in addition to those set forth in these notes.

Unity International Group
Employee Stock Ownership Plan

Schedule of Assets Held for Investment at Year End

EIN: 13-2932294 **Plan No. 003**

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity	(d) Cost	(e) Current value
*	Unity International Group, Inc.	Convertible Class B Preferred Stock-non-voting $.01 par value; 10% cumulative annual dividend of $5,300,000 for 8 years; convertible into 1 share of common stock; callable and Plan participants upon distribution of shares have a put option on the distributed shares	$43,700,000	$2,888,000
			$43,700,000	$2,888,000

* - Represents a party-in-interest as defined by ERISA.

See accompanying independent auditors' report.

Unity International Group
Employee Stock Ownership Plan

Schedule of Assets Held for Investment at Year End

EIN: 13-2932294 **Plan No. 003**

December 31, 2013

(a)	(b) Identity of issuer, borrower, lessor or similar party	(c) Description of investment, including maturity date, rate of interest, collateral, par or maturity	(d) Cost	(e) Current value
*	Unity International Group, Inc.	Convertible Class B Preferred Stock-non-voting $.01 par value; 10% cumulative annual dividend of $5,300,000 for 8 years; convertible into 1 share of common stock; callable and Plan participants upon distribution of shares have a put option on the distributed shares	$43,700,000	$2,888,000
			$43,700,000	$2,888,000

* - Represents a party-in-interest as defined by ERISA.

See accompanying independent auditors' report.