

CHANGE IN SHAREHOLDINGS IN INDIRECT SUBSIDIARIES

The Board of Directors of Pacific Radiance Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) is pleased to announce that Radiance Offshore Holdings Pte Ltd (“**ROH**”), a wholly owned subsidiary of the Company, has on 22 December 2016 entered into share purchase agreements (the “**SPAs**”) with Navigatis Radiance Pte. Ltd. (“**Navigatis Radiance**”) to transfer (1) entire shareholding interests of 500,000 ordinary shares (“**RA Shares**”) in Radiance Alliance Pte. Ltd. (“**RA**”), representing 100% equity interests in RA and (2) 3,232,744 ordinary shares (“**AOH Shares**”) in Aztec Offshore Holdings Pte. Ltd. (“**AOH**”), representing 62.2% equity interests in AOH to Navigatis Radiance (collectively, the “**Proposed Transactions**”).

Upon completion of the Proposed Transactions, the Group will have approximately 50% effective equity interests in both RA and AOH.

INFORMATION ON NAVIGATIS RADIANCE

Navigatis Radiance is a company incorporated in Singapore on 27 September 2016, it is jointly owned by ROH and Navigatis S. De R.L. DE C.V. (“**Navigatis**”). Details on the incorporation and shareholdings of Navigatis Radiance were announced on 1 September 2016 and 28 September 2016.

CONSIDERATION

The consideration for the transfer of RA Shares is US\$500,000 and the consideration for the transfer of AOH Shares is US\$4,665,984. The aggregate consideration for both RA Shares and AOH Shares payable by Navigatis Radiance to ROH is US\$5,165,984 (the “**Total Consideration**”) to be satisfied entirely in cash and payable in full upon completion. By virtue of the fact that the Group own or control approximately 50% of Navigatis Radiance, the effective net consideration would be half of the Total Consideration, or approximately US\$2,582,992 (the “**Net Consideration**”).

The consideration was arrived based on the net tangible assets of RA and AOH, after adjusting for inter-company transactions.

NET ASSETS VALUE (THE “NAV”) OF THE SUBSIDIARIES BEING TRANSFERED TO NAVIGATIS RADIANCE

NAV of Radiance Alliance Pte. Ltd.

Based on the latest management accounts for the financial period ended on 30 September 2016, the net tangible assets of RA were US\$1,133,503.

NAV of Aztec Offshore Holdings Pte. Ltd.

Based on the latest management account for the financial period ended on 30 September 2016, the net tangible assets of AOH were US\$10,454,725.

By Order of the Board of
Pacific Radiance Ltd.

Pang Yoke Min
Executive Chairman
22 December 2016