

UPDATE ON RESTRUCTURING

– CONDITIONS FOR ADJUSTMENTS TO THE PROPOSED WARRANT ISSUANCES

1. The board of directors (the “**Board**” or the “**Directors**”) of Pacific Radiance Ltd. (the “**Company**”, and together with its subsidiaries, the “**Group**”) refers to the announcements dated 28 October 2021, 7 February 2022, and the Company’s circular to shareholders dated 8 February 2022 (“**Circular**”) in relation to, amongst other things, the Debt Restructuring Plan. Unless otherwise defined, all capitalised terms used and not defined herein shall have the same meanings given to them in the Circular.
2. The Board had previously announced on 7 February 2022 that the Company had re-considered the terms of the Proposed Warrant Issuance to Shareholders and the Proposed Warrant Issuance to Management, and proposed that:
 - (a) pursuant to the Proposed Warrant Issuance to Shareholders, the Entitled Shareholders will be issued up to 22,527,400 Shareholder Warrants on the basis of 100 Shareholder Warrants for every 100 Consolidated Shares, each Shareholder Warrant carrying the right to subscribe for one (1) Shareholder Warrant Share at the exercise price of S\$0.03 per Shareholder Warrant Share; and
 - (b) pursuant to the Proposed Warrant Issuance to Management, the PRL Key Management will be issued up to 23,033,431 Management Warrants on the basis of 47 Management Warrants for every 100 Consolidated Shares, each Management Warrant carrying the right to subscribe for one (1) Management Warrant Share at the exercise price of S\$0.06 per Management Warrant Share.
3. The principal terms of the Proposed Warrant Issuance to Shareholders are set out in section 12.3 of the Circular, and the principal terms of the Proposed Warrant Issuance to Management are set out in section 13.3 of the Circular. Please refer to section 12 of the Circular for further information in relation to the Proposed Warrant Issuance to Shareholders, and section 13 of the Circular for further information in relation to the Proposed Warrant Issuance to Management.
4. The Board had previously announced on 7 February 2022 that the AIP was granted by the SGX-ST on 4 February 2022 for the listing and quotation of the Shareholder Warrants, subject to, amongst other things, an announcement by the Company of the conditions under which the price of the Shareholders Warrants and Management Warrants may be adjusted.
5. Please refer to **Appendix D** to the Circular for the circumstances under which the Shareholder Warrants Exercise Price and the number of Shareholder Warrants may be adjusted, and **Appendix E** to the Circular for the circumstances under which the Management Warrants Exercise Price and the number of Management Warrants may be adjusted.

CAUTIONARY STATEMENTS

Trading of the Company's securities on the SGX-ST has been voluntarily suspended by the Company on 28 February 2018.

Shareholders are advised to read this announcement and any further announcements by the Company carefully. Shareholders should consult their stockbrokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

By Order of the Board of
Pacific Radiance Ltd.

Pang Yoke Min
Executive Chairman
18 August 2022