

RADIANCE ELECTRONICS LIMITED

(Registration No. 200202428H)

(Incorporated in the Republic of Singapore)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting ("EGM") of Radiance Electronics Limited (the "Company") will be held at 9 Temasek Boulevard, #32-02A Suntec Tower Two, Singapore 038989 on 24 April 2009 at 9.45 a.m. (or as soon thereafter following the conclusion or adjournment of the Annual General Meeting of the Company to be held at 9.30 a.m. on the same day and at the same place, or any adjournment thereof) for the purpose of considering and, if thought fit, passing the following special resolutions:

Resolution 1: Special Resolution

THE PROPOSED CHANGE OF NAME OF THE COMPANY TO "RADIANCE GROUP LIMITED"

That:

- (a) subject to the approval of the Accounting and Corporate Regulatory Authority, the name of the Company be changed to "**Radiance Group Limited**" and that the name "**Radiance Group Limited**" be substituted for "Radiance Electronics Limited" wherever the latter name appears in the Company's Memorandum and Articles of Association; and
- (b) the Directors of the Company and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they/he/she may consider necessary, desirable or expedient to give effect to the matters contemplated by this Resolution.

Resolution 2: Special Resolution

THE PROPOSED CAPITAL REDUCTION

That:

- (a) pursuant to Article 12 of the Articles of Association of the Company and subject to the provisions of Section 78A read with Section 78C of the Companies Act, Chapter 50, of Singapore, as amended, modified or re-enacted from time to time:
 - (i) the share capital of the Company be reduced from S\$35,501,000 to S\$28,553,000 and that such reduction be effected by cancelling the share capital of the Company which has been lost or is unrepresented by available assets to the extent of S\$6,948,000; and
 - (ii) that an amount equal to S\$6,948,000, being the credit arising from the cancellation of the share capital of the Company, be applied in writing off the accumulated losses of the Company as at 31 December 2008 to the extent of S\$6,948,000; and
- (b) the Directors of the Company and each of them be and are hereby authorised and empowered to complete and do all such acts and things (including without limitation, to execute all such documents as may be required, to approve any amendments, alterations or modifications to any documents, and to sign, file and/or submit any notices, forms and documents with or to the relevant authorities) as they/he/she may consider necessary, desirable or expedient to give effect to the matters contemplated by this Resolution.

By Order of the Board

Yvonne Choo
Lim Keng San Shirley
Company Secretaries

Singapore
1 April 2009

Notes:

1. A Member entitled to attend and vote at the EGM is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy need not be a Member of the Company.
2. If the appointor is a corporation, the instrument appointing a proxy must be executed under seal or the hand of its duly authorised officer or attorney.
3. The instrument appointing a proxy or proxies must be deposited at the registered office of the Company at 9 Temasek Boulevard, #32-02A Suntec Tower Two, Singapore 038989 not less than forty-eight (48) hours before the time appointed for holding the Extraordinary General Meeting.