



## GLOBAL INVACOM GROUP LIMITED

(formerly known as Radiance Group Limited)  
(Incorporated in Singapore)  
(Company Registration No: 200202428H)

### ACQUISITION OF THE ENTIRE ISSUED AND PAID-UP SHARE CAPITAL OF THE WAVEGUIDE SOLUTION LIMITED

*DMG & Partners Securities Pte Ltd (“DMG”) was the financial adviser to the Company in relation to the acquisition of Global Invacom Holdings Limited. DMG assumes no responsibility for the contents of this announcement.*

#### 1. INTRODUCTION

The Board of Directors of Global Invacom Group Limited (the “**Company**”) refers to the acquisition (the “**Acquisition**”) of the entire issued and paid-up share capital of The Waveguide Solution Limited (“**TWS**”) from Michael Jackson and Benjamin Cartridge (the “**Vendors**”) and the announcement dated 4 August 2012 (the “**Announcement**”) made by the Company in relation to the Acquisition. All capitalised terms used and not defined herein shall have the same meanings given to them in the Announcement.

#### 2. MAJOR TRANSACTION UNDER CHAPTER 10 OF THE LISTING MANUAL

Further to the Announcement, the Company wishes to clarify that the relative figure under Rule 1006(c) of the Listing Manual should be as follows:

Rule 1006(c)	
Aggregate value of consideration to be given <sup>(1)</sup> ('000)	S\$11,906
Company's market capitalisation as at 9 July 2012 <sup>(2)</sup> ('000)	S\$87,169
Size of relative figure	13.66%

Notes:

- (1) Based on the volume weighted average share price of the shares of S\$0.379 on 9 July 2012, being the last traded market day prior to the suspension of trading in the shares of the Company, the Consideration Shares have a market value of approximately S\$2.958 million. Together with the Cash Consideration of £3.515 million or approximately S\$6.858 million (computed based on an exchange rate of £1 = S\$1.951), the Consideration computed using the market value of the Consideration Shares would be approximately S\$9.816 million.

Based on the audited consolidated financial statements of the Group for FY2011, the net asset value per share is approximately S\$0.6468. The net asset value represented by the Consideration Shares would amount to approximately S\$5.048 million. Together with the Cash Consideration, the Consideration computed using the net asset value represented by the Consideration Shares would be approximately S\$11.906 million.

Thus, in accordance with Rule 1003(3) of the Listing Manual, the aggregate value of the Consideration used to compute the Rule 1006(c) relative figure is S\$11.906 million.

- (2) The market capitalisation of S\$87.169 million is derived from the volume weighted average price of S\$0.379 per share as at 9 July 2012, being the last traded market day prior to the suspension of trading in the shares of the Company (Source: *Bloomberg L.P.*).

The relative figures under Rule 1006(a), (b) and (d) remain unchanged.

Rule 1014 of the Listing Manual states that a major transaction, that is where any of the relative figures as computed on the bases set out in Rule 1006 exceeds 20%, must be made conditional upon approval by shareholders in a general meeting. However, if the only limit breached is Rule 1006(b), approval by shareholders will not be required. Accordingly, the Acquisition constitutes a "Major Transaction" under the provisions of Rule 1010 of the Listing Manual but does not require the approval of shareholders of the Company.

**BY ORDER OF THE BOARD**

Anthony Brian Taylor  
Executive Chairman

7 August 2012