



**SUNRISE
SHARES
HOLDINGS**
SUNRISE SHARES HOLDINGS LTD.
(Company Registration No. 198201457Z)
(Incorporated in Singapore)

PROPOSED ACQUISITION OF 100.0% OF THE SHARES IN THE ISSUED AND PAID-UP CAPITAL OF FALCON PACE SDN. BHD. AS AN INTERESTED PERSON TRANSACTION AND A DISCLOSEABLE TRANSACTION – SECOND EXTENSION OF CUT-OFF DATE

1. INTRODUCTION

The Board of Directors (the “**Board**” or “**Directors**”) of Sunrise Shares Holdings Ltd. (the “**Company**” and together with its subsidiaries, the “**Group**”) refers to its announcements dated 21 November 2023, 21 December 2023 and 9 February 2024 (the “**Previous Announcements**”) in relation to (a) the share sale agreement (the “**Share Sale Agreement**”) entered into between the Company and Datuk Wira Boo Kuang Loon (the “**Vendor**”) on 21 November 2023 for the proposed acquisition of 100.0% of the shareholding interests in Falcon Pace Sdn. Bhd. (the “**Proposed Acquisition**”), (b) the extension of date to fulfil the conditions precedent of the Proposed Acquisition (the “**Conditions Precedent**”) to 28 February 2024 (the “**First Extension Announcement**”), and (c) the receipt of whitewash waiver from the Securities Industry Council respectively.

Unless otherwise defined herein, all capitalised terms shall have the meaning ascribed to it in the Previous Announcements.

2. SECOND EXTENSION OF TIME TO SATISFY CONDITIONS PRECEDENT

The Board wishes to announce that as the fulfilment of the Conditions Precedent requires more time than what was initially contemplated under the First Extension Announcement, the Company and the Vendor have agreed in writing by way of a letter (the “**Second Extension Letter**”) to further extend such date to fulfil the Conditions Precedent to 30 April 2024. All other terms of the Share Sale Agreement remain unchanged.

3. INTERESTS OF DIRECTORS AND CONTROLLING SHAREHOLDERS

Save for the Vendor who is the Executive Director and Chief Executive Officer of the Company and is also a controlling Shareholder of the Company, none of the Directors or their associates or, as far as the Company is aware, has any interest, direct or indirect, in the Second Extension Letter and the Proposed Acquisition.

4. DIRECTORS’ RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this announcement and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this announcement constitutes full and true disclosure of all material facts about the matters set out herein, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading.

5. TRADING CAUTION

Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully. Completion of the Proposed Acquisition is subject to certain Conditions Precedent being fulfilled. There is no certainty or assurance as at the date of this announcement that the Proposed Acquisition will be completed or that no changes will be made to the terms thereof. Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company. Shareholders and potential investors should consult their stockbrokers, bank managers, solicitors or other professional advisers if they have any doubt about the actions they should take.

6. FURTHER ANNOUNCEMENTS

The Company will make further announcements to keep Shareholders informed as and when there are further material updates and developments in respect of the Proposed Acquisition.

7. DOCUMENT AVAILABLE FOR INSPECTION

A copy of the Second Extension Letter is available for inspection by Shareholders at the Company's registered office at 52 Bendemeer Road, Bendemeer Industrial Estate, Singapore 339934 during normal business hours for a period of three (3) months commencing from the date of this announcement.

BY ORDER OF THE BOARD

Anthony Ang Meng Huat
Executive Director

27 February 2024

This announcement has been prepared by the Company and reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "**Sponsor**"), in compliance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Listing Manual Section B: Rules of Catalyst.

This announcement has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this announcement, including the correctness of any of the statements or opinions made or reports contained in this announcement.

The contact person for the Sponsor is Ms. Lau Sze Mei, Associate Director, at 7 Temasek Boulevard, #18-03B, Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.