



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

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**PROPOSED ACQUISITION OF 100.0% OF THE SHARES IN THE ISSUED AND PAID-UP CAPITAL OF FALCON PACE SDN. BHD. – RECEIPT OF LISTING AND QUOTATION NOTICE**

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**(A) 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, 9 February 2024 and 27 February 2024 (collectively, the “**Previous Announcements**”) in relation to (a) 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 the cut-off date to fulfil the conditions precedent of the Proposed Acquisition (the “**Conditions Precedent**”) to 28 February 2024, (c) the receipt of whitewash waiver from the Securities Industry Council and (d) the second extension of the cut-off date to fulfil the Conditions Precedent to 30 April 2024 respectively.

*Unless otherwise defined herein, all capitalised terms shall have the meanings ascribed to them in the Previous Announcements.*

**(B) LISTING AND QUOTATION NOTICE**

- 1) The Board wishes to announce that the Company has, on 12 March 2024, received the listing and quotation notice (the “**LQN**”) from the SGX-ST for the listing and quotation of 85,714,285 new ordinary shares in the capital of the Company (“**Consideration Shares**”) to be issued at an issue price of S\$0.035 per Consideration Share to the Vendor, subject to the following:
  - i. Compliance with the SGX-ST’s listing requirements; and
  - ii. Shareholders’ approval being obtained for the Proposed Acquisition, issuance of Consideration Shares and Whitewash Resolution.
- 2) The LQN from the SGX-ST is not to be taken as an indication of the merits of the Consideration Shares, the Proposed Acquisition, the Company, its subsidiaries and their securities.
- 3) In the event the Company acquires any asset/business from the Vendor and/or his related parties/associates, the SGX-ST reserves the right to aggregate the acquisitions and deem the subsequent asset injections as very substantial acquisition or reverse takeover under Catalyst Rule 1015.

**(C) EXTRAORDINARY GENERAL MEETING**

The Company will be convening an extraordinary general meeting to seek Shareholders’ approval for, *inter alia*, the Proposed Acquisition, the issuance of Consideration Shares and the Whitewash Resolution. A circular to Shareholders setting out information in relation to the foregoing will be issued to Shareholders in due course. The Board will make further announcement(s) as and when required.



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**(D) 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.

**By Order of the Board**

**Datuk Tan Eng Eng**

Executive Director and Chief Executive Officer  
12 March 2024

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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.