

**SUNRISE SHARES HOLDINGS LTD.**  
(Incorporated in the Republic of Singapore)  
(Company Registration Number: 198201457Z)

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**MANDATORY CONDITIONAL CASH OFFER BY HONG LEONG FINANCE LIMITED, FOR AND ON BEHALF OF MR WONG SIU FAI, FOR ALL THE ISSUED AND PAID-UP ORDINARY SHARES IN THE CAPITAL OF SUNRISE SHARES HOLDINGS LTD.**

**- DESPATCH OF OFFEREE CIRCULAR**

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**1. INTRODUCTION**

The board of directors (the “**Board**” or “**Directors**”) of Sunrise Shares Holdings Ltd. (the “**Company**”) refers to the announcement released on 26 December 2018 by Hong Leong Finance Limited, for and on behalf of Mr Wong Siu Fai (the “**Offeror**”), in relation to the despatch of the offer document dated 26 December 2018 (“**Offer Document**”) containing the terms and conditions of the mandatory conditional cash offer (“**Offer**”) for all the issued and paid-up ordinary shares in the capital of the Company (“**Shares**”), other than those already owned, controlled or agreed to be acquired the Offeror and parties acting or deemed to be acting in concert with the Offeror.

All capitalised terms used and not defined herein shall have the same meanings ascribed to them in the circular to shareholders of the Company dated 9 January 2019 in relation to the Offer (the “**Circular**”).

**2. DESPATCH OF THE CIRCULAR**

The Board wishes to announce that the Company has today despatched to the Shareholders, the Circular containing, *inter alia*, the advice of the independent financial adviser, Novus Corporate Finance Pte. Ltd. (the “**IFA**”) to the Recommending Directors and the recommendation of the Recommending Directors to Shareholders in respect of the Offer.

**The Circular requires the immediate attention of Shareholders. Shareholders should read and carefully consider the advice of the IFA to the Recommending Directors as well as the recommendation of the Recommending Directors in relation to the Offer before deciding whether to accept or reject the Offer. If you are in any doubt in relation to the Offer or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.**

**3. CLOSING DATE**

Shareholders should note that the Offer will close at **5.30 p.m. (Singapore time) on 23 January 2019**, or such later date(s) as may be announced from time to time by or on behalf of the Offeror, being the last date and time for the lodgement of acceptances of the Offer (“**Closing Date**”).

**4. REQUEST FOR THE CIRCULAR**

Any Shareholder who does not receive the Circular within two (2) days from the date hereof may (a) obtain a copy from the office of the share registrar of the Company, RHT Corporate Advisory Pte. Ltd. (the “**Registrar**”), during normal business hours on any day (other than a

public holiday, Saturday or Sunday) up to the Closing Date; or (b) make a request to the Registrar for the Circular to be sent to an address in Singapore by ordinary post at the risk of the Shareholder up to five (5) market days (being a day on which the SGX-ST is open for trading in securities) prior to the Closing Date. The address of the Registrar is as follows:

**RHT Corporate Advisory Pte. Ltd.**

9 Raffles Place  
#29-01 Republic Plaza Tower 1  
Singapore 048619

An electronic copy of the Circular is also available on the website of the SGX-ST at [www.sgx.com](http://www.sgx.com).

## **5. OVERSEAS SHAREHOLDERS**

The Circular may not be sent to Overseas Shareholders due to potential restrictions on sending such documents to the relevant overseas jurisdictions. Any affected Overseas Shareholder may, nevertheless, obtain copies of the Circular in accordance with the instructions as mentioned in section 4 of this announcement.

## **6. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors (including any who may have delegated detailed supervision of this announcement) have taken all reasonable care to ensure that the facts stated and all opinions expressed in this announcement are fair and accurate and that there are no material facts not contained in this announcement, the omission of which would make any statement in this announcement misleading, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including without limitation, the Offer Announcement), the sole responsibility of the Directors has been to ensure, through reasonable enquiries, that such information is accurately and correctly extracted from such sources or, as the case may be, accurately and correctly reflected or reproduced in this announcement.

## **BY ORDER OF THE BOARD**

**Zhang Zhi Liang**

Executive Director and Chief Executive Officer

9 January 2019

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's Sponsor, ZICO Capital Pte. Ltd. (the "**Sponsor**"), for compliance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalyst. The Sponsor has not independently verified the contents of this announcement.*

*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. Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.*