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

UPDATE ON THE SHARE SALE AGREEMENT WITH SHENZHEN ZHONGLIN

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1. INTRODUCTION

The exchange rate used in this announcement is based on the extracted rate from the Monetary Authority of Singapore of RMB1 : S$0.179 as at 18 September 2025, unless otherwise indicated.

The Board of Directors ("**Directors**" or "**Board**") of Sunrise Shares Holdings Ltd. (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the announcements dated (a) 4 March 2025 in connection with the share sale agreement (the "**Share Sale Agreement**") entered into by the Company's wholly-owned subsidiary, Hong Kong Sunrise Consultant Limited (the "**Vendor**" or "**HK Sunrise**") with Shenzhen Zhonglin Enterprise Financial Consulting Co., Ltd. ("**Shenzhen Zhonglin**" or the "**Purchaser**"), for the proposed disposal of the entire registered and paid-up share capital of Shenzhen Sunrise Development Limited ("**SSDL**") (the "**Sale Shares**") and its subsidiaries, namely Shenzhen Kimshek Consultancy Management Limited and Shenzhen Zhongtong Apartment Management Limited (collectively, "**Shenzhen Sale Subsidiaries**"), for a total cash consideration of RMB2,300,000 (the "**Consideration**") and (b) 29 August 2025 in relation to the cessation of interests in the subsidiaries pursuant to Rule 706A of the Catalist Rules (the "**Previous Announcements**").

Unless otherwise defined, all capitalised term used in this announcement shall bear the same meanings as in the Previous Announcements.

The Board wishes to announce that HK Sunrise had entered into a supplemental agreement dated 18 September 2025 (the "**Supplemental Agreement**") with the Purchaser to amend the terms of the Final Payment (as defined below). The Company had only received the duly executed Supplemental Agreement from the Purchaser on 19 September 2025.

2. SALIENT TERMS AND CONDITIONS OF THE SUPPLEMENTAL AGREEMENT

Pursuant to the Share Sale Agreement, the Consideration was payable by Shenzhen Zhonglin to the Company in the following manner:

(a) upon signing of the Share Sale Agreement, the Company shall arrange for the registration of change of shareholder of the Shenzhen Sale Subsidiaries to the Purchaser within 30 days after being notified by the Purchaser. Within three (3) days after completion of the registration of change of shareholder of the Shenzhen Sale Subsidiaries (subject to the issuance of new business license), 10% of the Consideration, amounting to RMB230,000, shall be payable by the Purchaser to the Company (the "**Deposit**"); and

(b) the remaining 90% of the Consideration, amounting to RMB2,070,000, shall be payable within six (6) months after completion of the registration of change of shareholder of the Shenzhen Sale Subsidiaries (the "**Final Payment**"), being 3 September 2025.

As previously disclosed in the Previous Announcements, the Deposit was received by the Company in accordance with the Share Sale Agreement.

Prior to the deadline for the Final Payment and the entry into the Supplemental Agreement, the Purchaser had requested for an extension of time for the payment of the Final Payment due to the current soft market conditions in the People's Republic of China, as well as for better cashflow management. Taking into consideration the reasons provided by the Purchaser, the Company had engaged into friendly negotiations with the Purchaser and both parties had mutually agreed to vary the terms of the Final Payment as follows:

(i) upon signing of the Supplemental Agreement, Shenzhen Zhonglin shall make a progress payment of RMB300,000 (equivalent to approximately S$53,700) to HK Sunrise within seven (7) days (the "**Progress Payment**"); and

(ii) the remaining Final Payment amounting to RMB1,770,000 (equivalent to approximately S$316,830) shall be payable at the end of the second year commencing from the date of the Supplemental Agreement (the "**Balance Payment**") (i.e. 17 September 2027). The Purchaser shall also pay interest to HK Sunrise on the Balance Payment, based on the one-year loan prime rate published by the People's Bank of China, with the aggregate accrued interests to be payable together with the Balance Payment.

Save as set out above, all other terms of the Share Sale Agreement remain in full force and effect.

The entry into the Supplemental Agreement will not have material impact on the consolidated net tangible assets per share and earnings per share of the Group for the current financial year ending 30 June 2026.

3. INTEREST OF DIRECTORS AND CONTROLLING SHAREHOLDERS

None of the Directors or controlling shareholders of the Company and their respective associates has any interest, direct or indirect, in respect of the entry into the Supplemental Agreement.

4. DIRECTORS' SERVICE CONTRACTS

No person is proposed to be appointed as a director of the Company in connection with the entry into the Supplemental Agreement. Accordingly, no service contract is proposed to be entered into between the Company and any such person in connection with the entry into the Supplemental Agreement.

5. 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 entry into the Supplemental Agreement and the Group, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in this announcement has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this announcement in its proper form and context.

6. TRADING CAUTION

Shareholders and potential investors are advised to exercise caution when dealing or trading in the shares of the Company. Shareholders and potential investors are advised to read this announcement and any further announcements by the Company carefully, and should consult their stock brokers, bank managers, solicitors or other professional advisors if they have any doubt about the actions they should take.

7. DOCUMENT FOR INSPECTION

A copy of the Supplemental Agreement is available for inspection at the registered office of the Company at 380 Jalan Besar, #07-10 ARC 380, Singapore 209000 for a period of three (3) months from the date of this announcement.

BY ORDER OF THE BOARD

Huang Jyun-Ruei
Chief Executive Officer
19 September 2025

This announcement has been reviewed by the Company's sponsor, Novus Corporate Finance Pte. Ltd. (the "**Sponsor**"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "**Exchange**") and the Exchange 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, #04-02 Suntec Tower 1, Singapore 038987, telephone (65) 6950 2188.