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

APPOINTMENT OF INDEPENDENT REVIEWER

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*Capitalised terms used herein, unless otherwise defined, shall have the definitions ascribed to them in the SGXNet announcements dated 21 May 2022, 6 June 2022, 15 July 2022, and 23 August 2022 in relation to, inter alia, the Disclaimer of Opinion by the External Auditors on the Audited Financial Statements for the Financial Year Ended 31 December 2021 and the Company's intention to appoint an independent reviewer (the "**Announcements**").*

1. INTRODUCTION

The board of directors (the "**Board**" or "**Directors**") of Sunrise Shares Holdings Ltd. (the "**Company**", and together with its subsidiaries, collectively the "**Group**") refers to the Announcements and wishes to update that the Company has on 28 September 2022 appointed Virtus Assure Pte Ltd ("**Virtus Assure**") as its independent reviewer to perform review of the 5 issues highlighted by the External Auditors which formed the bases for the Disclaimer of Opinion (the "**Review**").

2. INFORMATION ON VIRTUS ASSURE

Virtus Assure Pte Ltd is an independent assurance services consultancy providing enterprise risk, control and governance assessments to exchange listed companies. Virtus Assure has been engaged by clients across many industries, from manufacturing, business services to transportation, to provide services including Internal Audit, Enterprise Risk Management, Corporate Governance Advisory Services, Sustainability Reporting, Whistleblowing Services, Information Technology & Cyber Security, and Control Self-Assessment. Virtus Assure had in the past been engaged by several SGX-listed companies following the publication of the SGX-mandated special audit reports highlighting lapses in the corporate governance practices and internal controls of these companies, to review and recommend corporate governance practices and internal controls to improve overall corporate governance culture and control environment.

Having reviewed and deliberated the track record and relevant experience of Virtus Assure and their key members, the Board and the Management are of the opinion that the appointment of Virtus Assure as the independent reviewer of the Company in connection with the Review is appropriate. The Board has ascertained and Virtus Assure has confirmed that Virtus Assure has no actual or perceived conflict which would affect their ability to carry out the review.

3. SCOPE OF REVIEW TO BE UNDERTAKEN BY VIRTUS ASSURE

The scope of review to be undertaken by Virtus Assure shall cover, *inter alia*, the following:-

3.1 Review whether the 5 transactions as set out in the Disclaimer of Opinion are interested persons transactions ("**IPT**") as defined under Chapter 9 of the SGX Catalist Rules and related party transactions ("**RPT**") as defined under the Singapore Financial Reporting Standards ("**SFRS**"). For clarity, the 5 transactions are reproduced below:

a. Consultancy management services by Sunrise Industrial (Singapore) Pte. Ltd. ("**SISPL**") to New Zealand Nan Fang Investment Limited ("**NZ Nan Fang**") from 28 October 2021 to 30 June 2022 (date of termination of the consultancy agreement);
b. Sales brokerage commission from Zhejiang Anji Tonglin Real Estate Development Limited ("**Zhejiang Anji**") to Shenzhen Kimshek Consultancy Management Limited ("**SKCML**"), a subsidiary of the Company, from 17 August 2020 to 2 February 2021;
c. Property consultancy and management fee from Hainan Sun City Shares Limited ("**Hainan Sun City**") to SKCML through a property consultancy and management fee agreement from 28 May 2020 to 31 December 2021;
d. A two-month loan from SKCML to Shenzhen Xudao Real Estate Development Limited ("**Shenzhen Xudao**") which took effect from 27 December 2021; and
e. Loan from Sunrise Shares to Nan Fang (Singapore) Investment Fund Management Pte Ltd ("**Nan Fang Singapore**") which took effect from 8 December 2021 to 14 January 2022.

3.2 Review whether there are adequate internal controls over IPTs/RPTs by the Group's subsidiaries as indicated in paragraph 3.1 above, with a view to providing recommendations (if any) to improve on internal controls for, *inter alia*, (a) identification, review, approval, recording and reporting of IPTs/RPTs; (b) receipt of payment via intermediaries; and (c) board escalation, reporting, approval and timely disclosure to shareholders.

Virtus Assure, with concurrence of the Board, shall also review such other material matters which may arise or be discovered during the review process.

4. EXPECTED TIMELINE AND FURTHER UPDATE TO SHAREHOLDERS

Virtus Assure shall commence its review process immediately following the appointment. The scheduled timeline shall take up to 4 to 6 weeks. Virtus Assure will, where applicable and required, report their findings directly and strictly to the SGX Regco through the Company's Sponsor. The Company will make further announcement(s) on any material updates in relation to the Review, including key findings of Virtus Assure to update shareholders of the Company, as and when appropriate.

Shareholders of the Company and potential investors should exercise caution when dealing in the Company's shares, and where in doubt as to the action they should take, they should consult their financial, tax, legal or other professional advisers.

BY ORDER OF THE BOARD

Wong Siu Fai
Executive Director and Chairman
1 October 2022

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*This announcement has been reviewed by the Company's Sponsor, Asian Corporate Advisors 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. Foo Quee Yin, at 160 Robinson Road, #21-05 SBF Center, Singapore 068914, Telephone number: 6221 0271