MANDATORY CONDITIONAL CASH OFFER

by

RHT CAPITAL PTE. LTD.
(Company Registration No.: 201109968H)
(Incorporated in the Republic of Singapore)

for and on behalf of

DATUK WIRA BOO KUANG LOON

to acquire all the issued and paid-up ordinary shares in the capital of

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

other than shares already owned, controlled or agreed to be acquired by Datuk Wira Boo Kuang Loon

CLOSE OF OFFER ANNOUNCEMENT

1. INTRODUCTION

RHT Capital Pte. Ltd. ("**RHTC**") refers to:

(a) the offer announcement dated 10 July 2023 ("**Offer Announcement**") in relation to the mandatory conditional cash offer ("**Offer**") by RHTC, for and on behalf of Datuk Wira Boo Kuang Loon ("**Offeror**"), to acquire all the issued and paid-up ordinary shares ("**Shares**") in the capital of Sunrise Shares Holdings Ltd. ("**Company**"), other than shares already owned, controlled or agreed to be acquired by the Offeror in accordance with Section 139 of the Securities and Futures Act 2001 of Singapore and Rule 14 of the Singapore Code on Take-overs and Mergers ("**Code**"); and

(b) the offer document dated 31 July 2023 containing the terms and conditions of the Offer ("**Offer Document**").

Unless otherwise defined herein, capitalised terms used in this announcement ("**Announcement**") shall have the same meanings ascribed to them as in the Offer Document.

2. CLOSE OF THE OFFER

RHTC wishes to announce, for and on behalf of the Offeror, that the Offer has closed at 5.30 p.m. (Singapore time) on 28 August 2023 ("**Closing Date**").

Accordingly, the Offer is no longer open for acceptance and any acceptances received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.

3. FINAL LEVEL OF ACCEPTANCES

In accordance with Rule 28.1 of the Code, RHTC wishes to announce, for and on behalf of the Offeror that, as at 5.30 p.m. (Singapore time) on 28 August 2023, the number of Shares (a) held on or before the Offer Announcement Date by the Offeror and his Concert Parties; (b) acquired or agreed to be acquired by the Offeror and his Concert Parties after the Offer Announcement Date and up to 5.30 p.m. (Singapore time) on 28 August 2023 (other than pursuant to valid acceptances of the Offer); and (c) for which valid acceptances of the Offer have been received, are as follows:

	Number of Shares	%[(1)]
Shares held on or before the Offer Announcement Date by:		
(i) the Offeror	69,012,815	32.97
(ii) the Offeror's Concert Parties	-	-
Shares acquired or agreed to be acquired after the Offer Announcement Date and up to 5.30 p.m. (Singapore time) on 28 August 2023 (other than pursuant to valid acceptances of the Offer) by:		
(i) the Offeror	-	-
(ii) the Offeror's Concert Parties	-	-
Valid acceptances of the Offer as at 5.30 p.m. (Singapore time) on 28 August 2023 received from:		
(i) Shareholders (other than the Offeror's Concert Parties)	4,652,714	2.22
(ii) the Offeror's Concert Parties[(2)]	-	-

Notes:

(1) As a percentage of the total number of Shares, being 209,337,290 (the Company does not hold any treasury shares) as at the date of this Announcement. For the purposes of the table above, all percentage figures are rounded to the nearest two (2) decimal places.

(2) Based on the latest information available to the Offeror and to the best of the Offeror's knowledge.

4. RESULTANT SHAREHOLDINGS

As at 5.30 p.m. (Singapore time) on 28 August 2023, the total number of Shares owned and controlled by the Offeror and his Concert Parties amount to an aggregate of 69,012,815 Shares, representing approximately 32.97% of the total number of issued Shares of the Company[1][2].

5. LAPSE OF OFFER

5.1. Offer Conditional

As stated in the Offer Document, the Offer is conditional upon the Offeror having received, by the Closing Date of the Offer, valid acceptances in respect of such number of Offer Shares which, when taken together with the Shares owned, controlled or agreed to be acquired by the Offeror and his Concert Parties (either before or during the Offer and pursuant to the Offer or otherwise), would result in the Offeror and his Concert Parties holding such number of Shares carrying more than 50% of the total voting rights attributable to the Shares.

5.2. Lapse of Offer

Based on the information set out in paragraphs 3 and 4 above, the Offer has not become unconditional as to acceptances. **Accordingly, the Offer has lapsed as at 5.30 p.m. (Singapore time) on the Closing Date.**

6. RETURN OF ACCEPTANCES

6.1. For Depositors

CDP will return the aggregate number of Offer Shares in respect of which a Shareholder has accepted the Offer and tendered for acceptance under the Offer to the "Free Balance" of his, her or its Securities Account as soon as possible and in any event within 14 days from the lapse of the Offer.

6.2. For Scrip Holders

The FAT, share certificate(s) and any other accompanying document(s) will be returned to Shareholders who hold Shares in scrip form by ordinary post to his, her or its relevant address as it appears in the records of the Registrar as soon as possible but, in any event, within 14 days from the lapse of the Offer.

7. RESPONSIBILITY STATEMENT

The Offeror (who may have delegated detailed supervision of this Announcement) has 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 that have been omitted from this Announcement, the omission of which would make any statement in this Announcement misleading, and accepts responsibility accordingly.

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[1] As a percentage of the total number of Shares, being 209,337,290 (the Company does not hold any treasury shares) as at the date of this Announcement.

[2] As the Offer has not turned unconditional, all valid acceptances will be returned to Shareholders in accordance with paragraph 6 of this Announcement.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company (including without limitation, information relating to the Company), the sole responsibility of the Offeror 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 reflected or reproduced in this Announcement.

Issued by
RHT CAPITAL PTE. LTD.

For and on behalf of
DATUK WIRA BOO KUANG LOON
28 August 2023

Any enquiries relating to this Announcement or the Offer should be directed during office hours to:

RHT Capital Pte. Ltd.
Tel: (65) 6381 6966

IMPORTANT NOTICE

All statements other than statements of historical facts included in this Announcement are or may be forward-looking statements. Forward-looking statements include, but are not limited to, those using words such as "seek", "expect", "anticipate", "estimate", "believe", "intend", "project", "plan", "strategy", "forecast", "targets" and similar expressions or future or conditional verbs such as "will", "would", "should", "could", "may" and "might". These statements reflect the Offeror's current expectations, beliefs, hopes, intentions or strategies regarding the future and assumptions in light of currently available information. Such forward-looking statements are not guarantees of future performance or events and involve known and unknown risks and uncertainties. Accordingly, actual results may differ materially from those described in such forward-looking statements. Shareholders and investors should not place undue reliance on such forward-looking statements, and none of the Offeror and RHTC undertakes any obligation to update publicly or revise any forward-looking statements, subject to compliance with all applicable laws and regulations and/or rules of the SGX-ST and/or any other regulatory or supervisory body or agency.