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

DESPATCH OF NOTIFICATION OF ELECTRONIC DISSEMINATION ("NOTIFICATION") OF OFFER DOCUMENT AND RELATED DOCUMENTS

1. INTRODUCTION

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

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

2. ELECTRONIC DISSEMINATION OF THE OFFER DOCUMENT AND RELATED DOCUMENTS

RHTC wishes to announce, for and on behalf of the Offeror, that the Notification containing the address and instructions for the electronic retrieval of the offer document dated 31 July 2023 containing the terms and conditions of the Offer ("**Offer Document**"), together with the

accompanying Form of Acceptance and Authorisation for Offer Shares ("**FAA**") and/or the Form of Acceptance and Transfer for Offer Shares ("**FAT**", and together with the FAA, "**Acceptance Forms**"), have been despatched to the shareholders of the Company ("**Shareholders**") on 31 July 2023 ("**Despatch Date**").

Electronic copies of the Notification, the Offer Document and the relevant Acceptance Forms are available on the website of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") at http://www.sgx.com.

3. RELEVANT ACCEPTANCE FORMS

Printed copies of the Notification sent to you would also be accompanied by:

(a) (if you hold Offer Shares deposited with CDP) a FAA or (if you hold Offer Shares in scrip form) a FAT; and

(b) a pre-addressed envelope, which is not pre-paid for posting. It is your responsibility to affix adequate postage on the said when posting.

4. PROCEDURES FOR ACCEPTANCE

The procedures for acceptance of the Offer are set out in **Appendix 2** to the Offer Document and in the relevant Acceptance Forms.

Shareholders who wish to accept the Offer may do so by submitting the FAA in electronic form via the SGX-ST's Investor Portal at investors.sgx.com (only in respect of individual and joint-alt account holders who are depositors) and/or completing and returning the FAA and/or the FAT (as the case may be) before the Closing Date (as defined below) in accordance with the instructions in the Offer Document and the relevant Acceptance Forms.

5. REQUEST FOR NOTIFICATION AND RELEVANT ACCEPTANCE FORMS

If you are a Shareholder and do not receive the Notification containing the address and instructions for the electronic retrieval of the Offer Document and its related documents and the FAA and/or FAT, as the case may be, within a week of the date of this Announcement, please contact either (1) CDP (if you hold Offer Shares deposited with CDP) or (2) the Registrar (if you hold Offer Shares in scrip form), as the case may be, immediately. You may find the email address, address and/or telephone number of CDP and the Registrar below:

(1) The Central Depository (Pte) Limited
Tel: +65 6535 7511
Email: asksgx@sgx.com

(2) In.Corp Corporate Services Pte. Ltd.
30 Cecil Street
#19-08 Prudential Tower
Singapore 049712
Tel: +65 6812 1611
Email: shareregistry@incorp.asia

6. CLOSING DATE AND SHUT-OFF NOTICE

As stated in the Offer Document, the Offer will close at 5.30 p.m. (Singapore time) on 28 August 2023 ("**Closing Date**") and the Offeror does not intend to extend the Offer beyond such time and date.

Notice is hereby given pursuant to Rule 22.6 of the Code that the Offer will not be open for acceptances beyond 5.30 p.m. (Singapore time) on the Closing Date, notwithstanding that the Offer may have become or been declared unconditional as to acceptances by then, save that such notice shall not be capable of being enforced in a competitive situation. This means that if the Offer becomes unconditional as to acceptances before the Closing Date or even if the Offer becomes unconditional as to acceptances on the Closing Date itself, there will NOT be any further extension of the Closing Date and Shareholders who do not accept the Offer by the Closing Date will not be able to do so after the Closing Date. Acceptances of the Offer received after 5.30 p.m. (Singapore time) on the Closing Date will be rejected.

7. OVERSEAS SHAREHOLDERS

7.1. **Overseas Jurisdictions.** This Announcement and the Offer Document do not constitute an offer to sell or a solicitation of an offer to subscribe for or buy any security, nor are they a solicitation of any vote or approval in any jurisdiction, nor shall there be any sale, issuance or transfer of the securities referred to in this Announcement and the Offer Document in any jurisdiction in contravention of applicable laws. The Offer will be made solely by the Offer Document and the relevant Acceptance Forms accompanying the Offer Document, which will contain the full terms and conditions of the Offer, including details of how the Offer may be accepted.

The release, publication or distribution of this Announcement and the Offer Document in certain jurisdictions may be restricted by law and therefore persons in any such jurisdictions into which this Announcement and the Offer Document are released, published or distributed should inform themselves about and observe such restrictions.

Copies of this Announcement, the Offer Document and any formal documentation relating to the Offer are not being, and must not be, directly or indirectly, mailed or otherwise forwarded, distributed or sent in or into or from any jurisdiction where the making of or the acceptance of the Offer will violate the laws of that jurisdiction ("**Restricted Jurisdiction**") and the Offer will not be capable of acceptance by any such use, instrumentality or facility within any Restricted Jurisdiction and persons receiving such documents (including custodians, nominees and trustees) must not mail or otherwise forward, distribute or send them in or into or from any Restricted Jurisdiction.

The Offer (unless otherwise determined by the Offeror and permitted by applicable laws and regulations) will not be made, directly or indirectly, in or into, or by the use of mails of, or by any means or instrumentality (including without limitation, telephonically or electronically) of interstate or foreign commerce of, or any facility of a national, state or other securities exchange of, any Restricted Jurisdiction and the Offer will be not capable of acceptance by any such use, means, instrumentality or facilities.

7.2. **Overseas Shareholders.** The availability of the Offer to Shareholders whose addresses are outside Singapore as shown in the register of members of the Company or in the records of CDP (as the case may be) ("**Overseas Shareholders**") may be affected by the laws of the relevant overseas jurisdictions in which they are located. Accordingly, Overseas Shareholders should

inform themselves of, and observe, any applicable legal requirements in the relevant overseas jurisdictions.

For the avoidance of doubt, the Offer is open to all Shareholders holding Offer Shares, including those to whom the Notification (containing the address and instructions for the electronic retrieval of this Announcement, the Offer Document and its related documents), the relevant Acceptance Forms and/or any related documents have not been, or may not be, despatched.

7.3. **Copies of the Notification and relevant Acceptance Forms.** Where there are potential restrictions on sending the Notification (containing the address and instructions for the electronic retrieval of the Offer Document and its related documents), the relevant Acceptance Forms and/or any related documents to any overseas jurisdiction, the Offeror and RHTC each reserves the right not to send these documents to such Overseas Shareholders in such overseas jurisdictions. Subject to compliance with applicable laws, any affected Overseas Shareholder may nonetheless obtain copies of the Notification, the relevant Acceptance Forms and/or any related documents during normal business hours and up to the Closing Date from (i) CDP (if he is a depositor) by submitting a request to CDP via phone (+65 6535 7511) or email services (asksgx@sgx.com), or (ii) the office of the Registrar (if he is a scrip holder) at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712. Overseas Shareholders may find further details of CDP and the Registrar at paragraph 5 above.

Alternatively, an affected Overseas Shareholder may, subject to compliance with applicable laws, write to the Offeror through CDP (if he is a depositor) at Robinson Road Post Office, P.O. Box 1984, Singapore 903934, or the Registrar (if he is a scrip holder) at the above-stated address to request for the Notification, the relevant Acceptance Forms and/or any related documents to be sent to an address in Singapore by ordinary post at his own risk, up to five (5) Market Days prior to the Closing Date.

7.4. **Electronic Copies of the Offer Document and relevant Acceptance Forms.** Shareholders (including Overseas Shareholders) may (subject to compliance with applicable laws) obtain copies of the Offer Document, the relevant Acceptance Forms and/or any related documents on the website of SGX-ST at the URL: https://www.sgx.com/.

To obtain a copy of the Offer Document, the relevant Acceptance Forms and/or any related documents, please select the section ***"Securities"***, select ***"Company Information"*** and then ***"Company Announcements"*** from the drop-down menu list and type the name of the Company: ***"SUNRISE SHARES HOLDINGS LTD."*** in the box titled ***"Filter by Company / Security Name"***. ***"SUNRISE SHARES HOLDINGS LTD."*** will appear as a drop-down item below the filter box.

Thereafter, please select the announcement dated 31 July 2023 titled "**General Announcement::Mandatory Conditional Cash Offer – Despatch of Offer Document**". The Offer Document, the relevant Acceptance Forms and its related documents can be accessed by clicking on the link under the section titled "***Attachments***" at the bottom of the announcement.

7.5. **Compliance with Applicable Laws.** It is the responsibility of any Overseas Shareholder who wishes to: (i) request for the Notification, the relevant Acceptance Forms and/or any related documents; and/or (ii) accept the Offer, to satisfy himself as to the full observance of the laws of the relevant jurisdiction in that connection, including the obtaining of any governmental or other consent which may be required, or compliance with other necessary formalities or legal requirements, or the payment of any taxes, imposts, duties or other requisite payments due in

such jurisdiction. Such Overseas Shareholder shall also be liable for any taxes, imposts, duties or other requisite payments payable and the Offeror and any person acting on its behalf (including RHTC, CDP and the Registrar) shall be fully indemnified and held harmless by such Overseas Shareholder for any such taxes, imposts, duties or other requisite payments that may be required to be paid and the Offeror shall be entitled to set-off any such amounts against any sum payable to the Overseas Shareholder pursuant to the Offer and/or any acquisition of Shares pursuant to Section 215(1) or 215(3) of the Companies Act. In (i) requesting for the Notification, the relevant Acceptance Forms and/or any related documents; and/or (ii) accepting the Offer, the Overseas Shareholder represents and warrants to the Offeror, RHTC, CDP and the Registrar that he is in (a) full observance of the laws of the relevant jurisdiction in that connection and (b) full compliance with all necessary formalities or legal requirements.

Any Overseas Shareholder who is in doubt about his position should consult his professional adviser in the relevant jurisdiction.

7.6. **Notice.** The Offeror and RHTC each reserves the right to notify any matter, including the fact that the Offer has been made, to any or all Shareholders (including Overseas Shareholders) by announcement to the SGX-ST or notice and if necessary, by paid advertisement in a newspaper published and circulated in Singapore, in which case, such notice shall be deemed to have been sufficiently given notwithstanding any failure by any Shareholder (including Overseas Shareholders) to receive or see such announcement, notice or advertisement.

8. INFORMATION PERTAINING TO CPFIS INVESTORS AND SRS INVESTORS

CPFIS Investors and SRS Investors will receive further information on how to accept the Offer from their respective CPF Agent Banks and SRS Agent Banks (as the case may be) directly. CPFIS Investors and SRS Investors are advised to consult their respective CPF Agent Banks and SRS Agent Banks (as the case may be) should they require further information, and if they are in any doubt as to the action they should take, CPFIS Investors and SRS Investors should seek independent professional advice.

CPFIS Investors and SRS Investors who wish to accept the Offer are to reply to their respective CPF Agent Banks and SRS Agent Banks accordingly (as the case may be) by the deadline stated in the letter from their respective CPF Agent Banks and SRS Agent Banks (as the case may be). Subject to the Offer becoming or being declared unconditional in all respects in accordance with its terms, CPFIS Investors and SRS Investors who validly accept the Offer will receive the Offer Price payable in respect of their Offer Shares validly tendered in acceptance of the Offer, in their respective CPF investment accounts and SRS investment accounts.

9. INDEPENDENT ADVICE

RHTC is acting for and on behalf of the Offeror in connection with the Offer and does not purport to advise the Shareholders or any other person. In preparing the Offer Document for and on behalf of the Offeror, RHTC has not had regard to the general or specific investment objectives, tax position, risk profiles, financial situation or particular needs and constraints of any individual Shareholder.

The views of the directors of the Company who are considered independent for the purposes of the Offer ("**Independent Directors**") and the independent financial adviser to the Independent Directors on the Offer will be made available by the Company to Shareholders within fourteen

(14) days of the Despatch Date. Shareholders may wish to consider their advice before taking any action in relation to the Offer.

If any Shareholder is in any doubt about the Offer or the action he should take, he should consult his stockbroker, bank manager, solicitor, accountant, tax adviser or other professional adviser immediately.

10. GOVERNING LAW AND JURISDICTION

The Offer, the Offer Document, the relevant Acceptance Forms, any related documents and all acceptances of the Offer and all contracts made pursuant thereto and actions taken or made or deemed to be taken or made thereunder shall be governed by, and construed in accordance with, the laws of the Republic of Singapore. The Offeror and each Shareholder who validly tenders his Offer Shares in acceptance of the Offer submit to the non-exclusive jurisdiction of the Singapore courts.

11. 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.

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
31 July 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.