



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

UPDATE ON THE PROPOSED ACQUISITION OF THE ENTIRE EQUITY INTEREST OF FUZHOU TIANFUJIA INDUSTRIAL CO., LTD FOR AN AGGREGATE CONSIDERATION OF S\$1,000,000

1. INTRODUCTION

- 1.1. The board of directors (the **"Directors"** or **"Board"**) of Sunrise Shares Holdings Ltd. (the **"Company"**, and together with its subsidiaries, the **"Group"**) refers to the announcement released by the Company on 26 September 2025 in relation to the Proposed Acquisition (**"Announcement"**).
- 1.2. Unless otherwise defined, capitalised terms used herein shall have the same meanings as ascribed to them in the Announcement.

2. THE PROPOSED ACQUISITION BEING A MAJOR TRANSACTION

- 2.1. As set out in paragraph 4.3 of the Announcement, based on the relative figures set out therein, the Proposed Acquisition does not fall within all the situations in paragraphs 4.3 and 4.4 of Practice Note 10A, in particular paragraphs 4.3(b) and 4.4(b) which relates to the acquisition of a profitable asset by a loss-making issuer, and the Company had, through its sponsor, submitted a Consultation letter to the SGX-ST on the applicability of Rule 1014 in respect of the Proposed Acquisition.
- 2.2. The Board wishes to update that following the Consultation, the SGX-ST has informed that the Proposed Acquisition should be classified as a "major transaction" pursuant to paragraph 4.6 of Practice Note 10A, as the transaction does not fall strictly within all the situations set out in paragraphs 4.3 and 4.4 of Practice Note 10A. The Proposed Acquisition will therefore be made conditional upon approval by Shareholders in a general meeting of the Company to be convened.
- 2.3. For the avoidance of doubt, the above does not affect the SSA which has already provided for the obtaining of such approvals as one of the Conditions Precedent. Please refer to paragraph 3.10(c) of the Announcement in this regard. Shareholders should refer to the Announcement for further details regarding the Proposed Acquisition.
- 2.4. There is no change to the relative figures computed on the basis of Rule 1006 and the computation of the financial effects of the Proposed Acquisition which were previously disclosed in the Announcement.

3. CAUTIONARY STATEMENT

Shareholders and potential investors should note that the Proposed Acquisition is subject to the fulfilment of, among others, the Condition Precedents set out in paragraph 3.10 of the Announcement. Accordingly, Shareholders should exercise caution when trading in the shares

of the Company. Persons who are in doubt as to the action they should take should consult their legal, financial, tax or other professional advisers.

4. EGM AND CIRCULAR TO SHAREHOLDERS

As mentioned in paragraph 2.2 of this announcement above, the Company will seek the approval of Shareholders for the Proposed Acquisition and the Proposed Business Diversification at an extraordinary general meeting to be convened ("**EGM**") in due course. A circular containing further details of the Proposed Acquisition and the Proposed Business Diversification, and enclosing a notice of EGM in connection therewith will be despatched to Shareholders in due course.

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 Proposed Acquisition, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this announcement misleading. Where information in the 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.

BY ORDER OF THE BOARD

Huang Jyun-Ruei
Chief Executive Officer
7 October 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.
