

## SUNSURIA BERHAD (“SUNSURIA” OR THE “COMPANY”)

### PROPOSED ACQUISITION OF 1,776.63 ACRES OF LEASEHOLD LANDS BY TAPAH LAND DEVELOPMENT SDN. BHD., AN INDIRECT SUBSIDIARY OF THE COMPANY

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#### 1. INTRODUCTION

The Board of Directors of Sunsuria Berhad (“Sunsuria” or “the Company”) wishes to announce that Tapah Land Development Sdn. Bhd. (“TLDSB” or “the Purchaser”), a 65%-owned subsidiary of Sunsuria Everrich Sdn. Bhd., which in turn is a 53%-owned subsidiary of Sunsuria Symphony Sdn. Bhd., which in turn is a wholly-owned subsidiary of the Company, had on 2 December 2022 entered into three (3) Sale & Purchase Agreements (“SPA”) with Symphony Hills Sdn. Bhd. (“the Vendor”), for the proposed acquisition of seventeen (17) pieces of leasehold lands, situated in Mukim Batang Padang and Mukim Bidor, both in the District of Batang Padang, State of Perak, measuring approximately 1,776.63 acres (“the Lands”) for a total purchase consideration of RM75,520,075.10 (“Purchase Consideration”) (hereinafter referred to as “the Proposed Acquisition”).

#### 2. DETAILS OF THE PROPOSED ACQUISITION

##### 2.1 Information on the Vendor

SHSB is a private company limited by shares incorporated in Malaysia on 22 June 1995 under the Companies Act 1965 with its registered address at Level U6, Block C5, Solaris Dutamas, No.1, Jalan Dutamas 1, 50480 Kuala Lumpur.

The principal nature of business of SHSB is property development, land trading and investment holding. The present issued share capital of SHSB is RM484,958,180.00 comprising of 11,278,917 Ordinary Shares. SHSB is a wholly-owned subsidiary of Bandar Nusajaya Development Sdn. Bhd., which in turn is a wholly-owned subsidiary of UEM Land Berhad, which in turn is a wholly-owned subsidiary of UEM Sunrise Berhad.

The current Directors of the Vendor are Mr. Wong Koon Keng, Mr. Liong Kok Kit and Mr. Siew Chee Seng.

##### 2.2 Information on the Purchaser

TLDSB, a 65%-owned subsidiary of Sunsuria Everrich Sdn. Bhd., which in turn is a 53%-owned subsidiary of Sunsuria Symphony Sdn. Bhd., which in turn is a wholly-owned subsidiary of the Company is a private company limited by shares incorporated in Malaysia on 17 May 2022 under the Companies Act 2016 with its registered address at Suite 8 Main Tower Sunsuria Avenue, Persiaran Mahogani, Kota Damansara PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan.

The principal business activity of TLDSB is property development. The present issued share capital of TLDSB is RM100.00 comprising of 100 Ordinary Shares.

As at the date of this announcement, the directors of TLDSB are Mr Wong Chiew Meng and Ms Ter Leong Ping whilst the shareholders of TLDSB and their corresponding shareholdings are as follows:

Shareholders	Number of shares held in TLDSB	%
Sunsuria Everrich Sdn. Bhd.	65	65%
Multifield Ventures Sdn. Bhd.	35	35%
Total	100	100%

Multifield Ventures Sdn. Bhd. is a wholly-owned subsidiary of Multifield Development Sdn.

Bhd., which in turn is an indirect wholly-owned subsidiary of Multifield International Holdings Ltd, a public company currently listed on the Hong Kong Stock Exchange.

### 2.3 Information on the Lands

The Lands consist of seventeen (17) pieces of leasehold lands located in Mukim Batang Padang and Mukim Bidor, both in the District of Batang Padang, State of Perak. The Lands are currently agriculture land but zoned for mixed residential and commercial. The location map of the Lands is set out in Schedule 1 of this Announcement.

The Lands are presently not charged to any financial institutions. Four (4) parcels of the Lands are affected by a group of indigenous people's settlement. The size of the area affected is approximately 42.9 acres ("Affected Area"). The total consideration for the Lands is calculated based on the consideration of the Lands nett off the Affected Area. The other parts of the Lands at present are being harvested for palm oil and cash crops..

The Lands will be acquired on an "as is where is" basis with vacant possession (save and except for the Affected Area) and free from encumbrances subject to the conditions now or presently expressed on the register document of title and at the price and the terms and conditions as set out in the SPA.

### **3. LIABILITIES TO BE ASSUMED**

Save for the cost and expenses to be incurred by the Purchaser in relation to the SPA, there are no other liabilities (including contingent liabilities and guarantees) to be assumed by Sunsuria and its subsidiaries ("Sunsuria Group" or the "Group") arising from the Proposed Acquisition.

### **4. RATIONALE OF THE PROPOSED ACQUISITION AND PROSPECTS OF THE LAND**

The Proposed Acquisition represents an opportunity for Sunsuria Group to expand its existing property development activities to the District of Batang Padang, Perak and to tap into a new area of west coast Malaysia.

The Proposed Acquisition will increase the development land banks of Sunsuria Group and will enable the Group to leverage on its successful business model of providing affordable and quality landed properties.

### **5. BASIS AND JUSTIFICATION FOR THE PURCHASE CONSIDERATION**

The Purchase Consideration is derived at based on "willing buyer-willing seller" basis negotiated by the parties, after taking into consideration the potential development of the Lands, as well as comparative latest transacted prices in the surrounding areas. No valuation was carried out on the said Lands.

### **6. SOURCE OF FUNDING AND ESTIMATED FINANCIAL COMMITMENTS**

Save for the Purchase Consideration and working capital requirements for the future development of the Lands to be incurred by TLDSB, the Board does not foresee any other material financial commitments to be incurred by the Group pursuant to the Proposed Acquisition. The associated development costs for the Lands are expected to be funded by the shareholders of TLDSB via a combination of bank borrowings and/or internally generated funds from the respective shareholders of TLDSB, the quantum of which will only be determined at a later stage after taking into consideration amongst others the eventual amount of bank borrowings procured by TLDSB and finalisation of the development costs for the Land.

## **7. EFFECTS OF THE PROPOSED ACQUISITION**

The Proposed Acquisition will not have any effect on the share capital and substantial shareholders' shareholding of the Company as the Proposed Acquisition does not involve issuance of new ordinary shares in the Company.

The Proposed Acquisition is not expected to have any material effect on the earnings and net assets of Sunsuria Group for the financial year ending 30 September 2023. The Proposed Acquisition is expected to contribute positively to the future earnings of the Group when the proposed development of the Lands come onstream subsequently.

The effect of the Proposed Acquisition on the gearing of Sunsuria Group will be dependent on the eventual funding mix for the future development of the Lands.

## **8. APPROVALS REQUIRED**

The Proposed Acquisition is conditional upon fulfilment of the conditions precedent as set out in the SPA and is not subject to the approval of the shareholders of Sunsuria.

The future development of the Lands is subject to the approval of the relevant authorities.

## **9. ESTIMATED TIME FRAME FOR COMPLETION**

Barring any unforeseen circumstances, the Proposed Acquisition is expected to be completed within twelve (12) months from the date of the SPA.

## **10. HIGHEST PERCENTAGE RATIO**

The highest percentage ratio applicable to the Proposed Acquisition pursuant to Paragraph 10.02(g) of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad is 2.5%.

## **11. INTEREST OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM**

Save as disclosed below, none of the directors and/or major shareholders of Sunsuria Group and/or persons connected with them have any interests, direct or indirect, in the Proposed Acquisition.

## **12. DIRECTORS' STATEMENT**

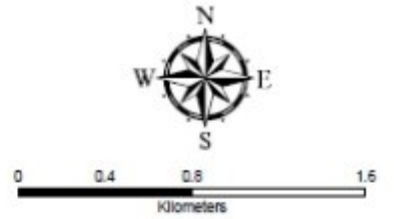
Having considered all aspects of the Proposed Acquisition, the Board is of the opinion that the Proposed Acquisition is fair and reasonable and in the best interest of the Company.

## **13. DOCUMENTS FOR INSPECTION**

The SPA are available for inspection at the registered office of Sunsuria at Suite 8, Main Tower, Sunsuria Avenue, Persiaran Mahogani, Kota Damansara, PJU 5, 47810 Petaling Jaya, Selangor Darul Ehsan from Mondays to Fridays (except public holidays) for a period of three (3) months from the date of this announcement.

This announcement is dated 2 December 2022.

# Schedule 1 - Location Map of the Lands



### Legend :

-  Affected Area
-  Lands
-  Universiti Teknologi Mara (UiTM)
-  Road Reserved
-  River
-  KTM Railway

Source: Bar, Menteri, Geotek, Menteri Geotek, KEMAJLISAN, UEM, UEM, KEMAJLISAN, KEMAJLISAN, and the GIS User Community.