



## SOMERLEY CAPITAL LIMITED

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The Board of Directors  
**CPMC Holdings Limited**  
33<sup>rd</sup> Floor, COFCO Tower,  
262 Gloucester Road,  
Causeway Bay,  
Hong Kong

20 December 2024

Dear Sirs,

**VOLUNTARY GENERAL CASH OFFER BY CHINA SECURITIES (INTERNATIONAL)  
CORPORATE FINANCE COMPANY LIMITED ON BEHALF OF HUARUI FENGQUAN  
DEVELOPMENT LIMITED TO ACQUIRE ALL OF THE ISSUED SHARES IN THE  
COMPANY (OTHER THAN THOSE ALREADY OWNED BY OR TO BE ACQUIRED BY  
HUARUI FENGQUAN DEVELOPMENT LIMITED AND PARTIES ACTING IN  
CONCERT WITH IT)**

We refer to the composite offer and response document jointly issued by Huarui Fengquan Development Limited and CPMC Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on even date in relation to, among others, the captioned matters (the “**Huarui Offer Document**”). Capitalised terms used in this letter shall have the same meanings as those defined in the Huarui Offer Document, unless the context requires otherwise.

We, acting as the Huarui Offer Independent Financial Adviser to the Huarui Offer Independent Board Committee, hereby confirm that:

- (i) as of the Latest Practicable Date, we have no shareholding, direct or indirect, in any member of the Group or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group;
- (ii) as of the Latest Practicable Date, we have no interest, direct or indirect, in any assets which have been since 31 December 2023, the date up to which the latest published audited financial statements of the Group were made up, acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group; and
- (iii) we have given and have not withdrawn our written consent to the issue of the Huarui Offer Document with the inclusion of our letter of advice, and references to our names in the form and context in which they appear.

We further consent to our letter of advice and this letter to be made available for public inspection as described in the paragraph headed “11. DOCUMENTS ON DISPLAY” in Appendix IV to the Huarui Offer Document.



Yours faithfully,  
for and on behalf of  
**SOMERLEY CAPITAL LIMITED**

  
Lyan Tam  
Director

  
Calvin Leung  
Director