



10 January 2025

Hatcher Group Limited (the “Company”)
21/F, Low Block
Grand Millennium Plaza
181 Queen's Road
Central
Hong Kong

Attention: Board of Directors

**(1) PROPOSED RIGHTS ISSUE ON THE BASIS OF THREE (3)
RIGHTS SHARES FOR EVERY ONE (1) SHARE
HELD ON THE RECORD DATE;
(2) CONNECTED TRANSACTIONS IN RELATION TO THE UNDERWRITING
AGREEMENT;
(3) APPLICATION FOR WHITEWASH WAIVER;
AND
(4) PROPOSED SUBSCRIPTION OF CONVERTIBLE BONDS UNDER
SPECIFIC MANDATE**

Dear Sirs,

We refer to the circular of the Company dated 10 January 2025 (the “Circular”) to be issued to the shareholders of the Company in connection with the captioned transactions. Defined terms used herein shall have the same meanings as those contained in the Circular. We hereby give and have not withdrawn our consent to the issue of the Circular with the inclusion of a copy of our letter of advice dated 10 January 2025 given to the Independent Board Committee and the Independent Shareholders and the references to our name and logo in the form and context in which it appears.

We also confirm that:

- (i) we or our respective holding companies or subsidiaries do not have any interest or have not dealt in the securities of the Company;
- (ii) we do not have any direct or indirect interests in any assets which have been, since 30 September 2024 (being the date which the latest published audited consolidated accounts of the Group were made up), acquired or disposed of by or leased to any members of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group; and
- (iii) we do not have any shareholding in the Company or any member of the Group or any rights (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any shares, convertible securities, warrants, options or derivatives which carry voting rights in the Company or any member of the Group.

Yours faithfully,
For and on behalf of
Pelican Financial Limited

A handwritten signature in blue ink, consisting of a large, stylized 'C' followed by a few short, horizontal strokes.

Charles Li
Managing Director