



SOMERLEY CAPITAL LIMITED

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

13 August 2024

Dear Sirs,

**CONDITIONAL VOLUNTARY GENERAL CASH OFFER BY
SHENWAN HONGYUAN CAPITAL (H.K.) LIMITED ON BEHALF OF
CHAMPION HOLDING (BVI) CO., LTD TO ACQUIRE ALL THE
ISSUED SHARES OF CPMC HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED OR AGREED TO BE
ACQUIRED BY THE OFFEROR OR PARTIES ACTING IN CONCERT WITH IT)**

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

We, acting as the Independent Financial Adviser to the Independent Board Committee of the Company, 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- (iii) we have given and have not withdrawn our written consent to the issue of the Response Document with the inclusion of our letter of advice and references to our names in the form and context in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 II to the Response Document.



Yours faithfully,
for and on behalf of
SOMERLEY CAPITAL LIMITED


Lyan Tam
Director


Calvin Leung
Director