



MERDEKA CORPORATE FINANCE LIMITED
领智企业融资有限公司

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21 January 2025

Gain Plus Holdings Limited

Unit 1323A, Level 13
Landmark North
39 Lung Sum Avenue
Sheung Shui
the New Territories, Hong Kong

Attention: The Board of Directors

Dear Sirs,

Re: Gain Plus Holdings Limited (the “Company”) – Mandatory conditional cash offer by Get Nice Securities Limited for and on behalf of Asia General Industries Limited (the “Offeror”) to acquire all the issued shares in the issued share of Gain Plus Holdings Limited (the “Company”) (other than those shares already owned or agreed to be acquired by the Offeror and the parties acting in concert with it)

We refer to the composite document to be jointly issued by the Company and the Offeror dated 21 January 2025 (the “**Composite Document**”) in connection with the mandatory conditional cash offer. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those defined in the Composite Document.

We, Merdeka Corporate Finance Limited, as the financial adviser to the Company, hereby confirm that we have given and have not withdrawn our written consent to the issue of the Composite Document with the inclusion therein of our recommendations, opinions, letter and/or references to our name in the form and context in which they respectively appear.

We hereby further consent to, and confirm that we have not withdrawn our written consent to, this letter being made available for inspection as described in the section headed “12. Documents on Display” in Appendix III to the Composite Document.

Yours faithfully
For and on behalf of
Merdeka Corporate Finance Limited

A handwritten signature in black ink, consisting of several overlapping, sweeping strokes that form a stylized, somewhat abstract shape. The signature is positioned above a horizontal line.

Wallace So
Managing Director