

10 February 2023

Emperor International Holdings Limited
28th Floor, Emperor Group Centre
288 Hennessy Road
Wanchai, Hong Kong
Attention: The board of directors

Dear Sirs,

Re: Major and Connected Transaction: Disposal of entire equity interest in Target Company (the “Transaction”)

We refer to the circular of the Company dated 10 February 2023 in respect of the Transaction (the “**Circular**”). Capitalized terms used in this letter shall have the same meanings as defined in the Circular.

As at the Latest Practicable Date, Octal Capital Limited did not have (i) any shareholding in any member of the Group or any right (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 any member of the Group; and (ii) any direct or indirect interest in any assets which had, since 31 March 2022 (being the date to which the latest published audited consolidated financial statements of the Company were made up), been acquired or disposed of by or leased to or are proposed to be acquired or disposed of by or leased to any member of the Group.

Octal Capital Limited has given and has not withdrawn its written consent to the issue of the Circular with the inclusion therein of its letter and the references to its name in the form and context in which they respectively appear.

We further consent to this letter being made available for public display as described in the paragraph headed “10. Documents on Display” in the Appendix III to the Circular.

Yours faithfully,
For and on behalf of
Octal Capital Limited



Alan Fung
Managing Director