

25 September 2024

Private and confidential

The Board of Directors
Guan Chao Holdings Limited
Room 5705, 57/F, The Center,
99 Queen's Road Central,
Hong Kong

Dear Sirs,

**Re: Guan Chao Holdings Limited (the "Company")
and its subsidiaries (collectively referred to as the "Group")
Consent letter – Rights Issue (the "Rights Issue")**

We refer to the circular of the Company dated 25 September 2024 (the "Circular") in respect of the Rights Issue. Terms used herein shall have the same meanings as defined in the Circular unless stated otherwise.

We hereby give and have not withdrawn our consent to the issue of the Circular with the inclusion therein of our report and all references to our name included thereto in the form and context in which they respectively appear in the Circular.

We confirm that, as at the Latest Practicable Date, we did not have any shareholding interest in any member of the Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of the Group.

We further confirm that, as at the Latest Practicable Date, we were not interested, directly or indirectly, in any assets which have been acquired or disposed of by or leased to any members of the Group, or which are proposed to be acquired or disposed of by or leased to any member of the Group since 31 December 2023, being the date to which the latest published audited accounts of the Company were made up.

We also consent to this letter and copy of our report being made available for inspection as described in Appendix III of the Circular.

Yours faithfully,



Elite Partners CPA Limited
Certified Public Accountants
Hong Kong