



红日资本有限公司

RED SUN CAPITAL LIMITED

1 November 2024

Virtual Mind Holding Company Limited

Room 2511-15, 25/F,
Peninsula Tower,
538 Castle Peak Road,
Cheung Sha Wan,
Kowloon, Hong Kong

Attention: The Board of Directors

Dear Sirs,

Re: Virtual Mind Holding Company Limited (the “Company”, together with its subsidiaries, the “Group”) – Proposed Share Consolidation and Connected transactions in relation to (1) subscription of new shares under specific mandate; and (2) sale and purchase of shares

We refer to the circular dated 1 November 2024 issued by the Company in connection with the captioned matter (the “Circular”). Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Circular.

As at the Latest Practicable Date,

- (i) we did not have any shareholding 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 Shares, convertible securities, warrants, options or derivatives which carry voting rights in any member of the Group; and
- (ii) we did not have any interest, either directly or indirectly, in any assets which have been since 31 December 2023 (being the date to which the latest published audited consolidated financial statements of the Company were made up) acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group.

We have given and confirmed that we have not withdrawn our written consent to the issue of the Circular with the inclusion therein of our letter, report, advice, opinion and/or references to our name in the form and context in which they respectively appear.

Yours faithfully,

For and on behalf of
Red Sun Capital Limited

Robert Siu
Managing Director