



7 November 2024

Board of directors
China Wantian Holdings Limited

Suite 2106, 21/F
Exchange Tower
33 Wang Chiu Road
Kowloon Bay
Hong Kong

Dear Sirs,

China Wantian Holdings Limited (1854.HK) (the “Company”)

Discloseable and connected transactions in relation to (1) proposed disposal of subsidiaries; and (2) proposed leaseback of properties (the “Subject Matter”)

We, Zijng Capital Limited, refer to the references made according to the opinion of our firm and our letter to the independent board committee and the independent shareholders of the Company (“**Our Letter**”) in the circular of the Company dated 7 November 2024 (the “**Circular**”) in respect of the Subject Matter. Unless otherwise stated herein, capitalised terms used herein shall have the same meanings as those defined in the Circular.

We hereby give our consent to and confirm that we have not withdrawn our written consent to the issue of the Circular with the inclusion of our advice, letter, report and/or summary of our opinions and references to our name and logo in the form and context in which they are included.

We hereby confirm that as at the Latest Practicable Date, we were not beneficially interested in the share capital of any member of the Group nor did we have any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group.

We also confirm that as at the Latest Practicable Date, we did not have any direct or indirect interest in any assets which had since 31 December 2023 (being the date to which the latest published audited financial statements of the Group were made up) been acquired or disposed of by or lease to any members of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group.

We hereby consent this letter and Our Letter being made available for inspected as described in the Appendix to the Circular.

Yours faithfully,
For and on behalf of
Zijing Capital Limited


Dr. Laurent Leung
Managing Director