



McMillan Woods

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McMillan Woods (Hong Kong) CPA Limited

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長青

(香港)會計師事務所有限公司

香港灣仔駱克道 188 號
兆安中心 24 樓

Our Ref.: VH/JL/C80871/2024/0656

25 November 2024

The Board of Directors
Gaodi Holdings Limited
Level 35, Infinitus Plaza,
199 Des Voeux Road Central,
Sheung Wan, Hong Kong

Dear Sirs,

Gaodi Holdings Limited (the “Company”) and its subsidiaries (hereinafter collectively referred to as the “Group”)

We refer to the unaudited pro forma statement of adjusted consolidated net tangible assets (the “Unaudited Pro Forma Financial Information”) of the Group as at 30 June 2024 as set out in Appendix II of the prospectus of the Company to be dated 25 November 2024 (the “Prospectus”) in relation to the rights issue of the Company.

We hereby consent, and confirm that we have not withdrawn our consent, to the issue of the Prospectus with the inclusion of our report (the “Report”) on the Unaudited Pro Forma Financial Information and references to our name in the form and context in which they are included.

We also confirm that we do not have (a) any shareholding in the Company or any of its subsidiaries, or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in the Company or any of its subsidiaries, and (b) any interest, direct or indirect, in any assets which have been acquired or disposed of by or leased to the Group, or are proposed to be acquired or disposed of by or leased to the Group.

We hereby consent to the Report and this letter being made available as documents on display as described in Appendix II to the Prospectus.

Yours faithfully,

McMillan Woods (Hong Kong) CPA Limited

Certified Public Accountants

Hong Kong