## VINCO © 業 高 金 融 有 限 公 司 VINCO FINANCIAL LIMITED

UNIT 2602, 26/F, THE CENTER, 99 QUEEN'S ROAD CENTRAL, HONG KONG

28 March 2025

**Oriental Payment Group Holdings Limited** 

Room 5, 17/F 80 Gloucester Road Wanchai Hong Kong

Dear Sirs/Madams,

Re: Oriental Payment Group Holdings Limited (Stock Code: 8613) (the "Company", together with its subsidiaries, the "Group")

- Connected Transaction in relation to the Proposed Fourth Amendments to the terms and conditions of the Convertible Bonds

We refer to the circular of the Company on the captioned matters dated 28 March 2025 (the "Circular"). Capitalised terms used herein shall have the same meaning as defined in the Circular unless otherwise stated.

In relation to our engagement as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders, we hereby give our consent and confirm that we have not withdrawn our consent to the issue of the Circular with the inclusion therein of our letter of advice ("IFA Letter") and references to our name and logo in the form and context in which they are included.

We further confirm that, as at the Latest Practicable Date:

- (a) we did not have any shareholding in 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 any securities in any member of the Group; and
- (b) we did not have any direct or indirect interest, in the promotion of, or in any assets which have been, since 31 March 2024 (being the date to which the latest published audited accounts of the Group were made up), acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group.

Yours faithfully,

For and on behalf of

Vinco Financial Limited

**Alister Chung** *Managing Director*