



3 April 2025

The Board of Directors
Graphex Group Limited
11/F COFCO Tower
262 Gloucester Road
Causeway Bay
Hong Kong

Dear Sirs,

We refer to the prospectus to be issued by Graphex Group Limited (“the Company”) and dated 8 April 2025 (the “Prospectus”), in connection with the rights issue (the “Rights Issue”) on the basis of three rights issue shares (the “Rights Issue Shares”) for every one consolidated share (the “Consolidated Share”) of the Company at the subscription price of HK\$0.17 per Rights Issue Shares by issue of no more than 704,284,056 Rights Issue Shares (assuming there is no other change in the total number of issued Consolidated Shares on or before the date by reference to which entitlements to the Rights Issue will be determined, other than from the share consolidation becoming effective).

We hereby consent to and confirm that we have given and have not withdrawn our written consent to the inclusion of our independent accountants’ assurance report on the compilation of unaudited pro forma financial information of the Company and its subsidiaries as at 31 December 2024 to be dated 8 April 2025 (the “Report”) in the Prospectus, and the references to our name in the form and context in which they are included.

We hereby further consent and confirm that we have given and have not withdrawn our written consent to the Report to be displayed in the manner as set out in paragraph 16 of Appendix III to the Prospectus.

Yours faithfully,

AOGB CPA Limited
Certified Public Accountants
Hong Kong
3 April 2025

Ho Chun Shing
Practicing certificate number P07257