

The Board of Directors
Guangdong – Hong Kong Greater Bay Area Holdings Limited (the “Company”)
Unit 916, 9/F China Merchants Tower
Shun Tak Centre
168–200 Connaught Road Central
Hong Kong

30 September 2025

Dear Sirs,

Re: (i) Major transaction in relation to the acquisition of the entire issued share capital in the target company involving the issue of consideration shares under specific mandate; and (ii) application for whitewash waiver (the “Transaction”)

We refer to the circular of the Company dated 30 September 2025 (the “**Circular**”) in connection with the Transaction. Capitalised terms used in this letter shall have the same meaning as those defined in the Circular unless otherwise specified.

We hereby give our consent, and confirm that we have not withdrawn our written consent, to the issue of the Circular with the inclusion of our letter or opinion and references to our name (including our qualifications) in the form and context in which they respectively appear in the Circular.

We also confirm that as at the Latest Practicable Date, we (i) did not have any shareholding, directly or indirectly, in any member of the Group or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group; and (ii) did not have any direct or indirect interest in any material assets which have been acquired since 31 December 2024 (being the date to which the latest published audited consolidated accounts of the Company were made up), 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.

We hereby consent to this letter and our letters being made available for display as described in the Circular.

Yours faithfully,
For and on behalf of
Rainbow Capital (HK) Limited



Danny Leung
Managing Director