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GoFintech Quantum Innovation Limited
國富量子創新有限公司

(formerly known as GoFintech Innovation Limited 國富創新有限公司)
(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 290)

Website: https://290.com.hk

26 November 2025

To the Independent Shareholders

Dear Sir or Madam,

CONNECTED TRANSACTION – LOAN CAPITALISATION INVOLVING THE ISSUE OF NEW SHARES UNDER SPECIFIC MANDATE

We refer to the circular dated 26 November 2025 issued by the Company (the "**Circular**"), of which this letter forms part. Terms used in this letter shall bear the same meanings as given to them in the Circular unless the context otherwise requires.

We have been appointed as members of the Independent Board Committee to consider the Loan Capitalisation Agreement and the transactions contemplated thereunder, together with the allotment and issue of the Capitalisation Shares under the Specific Mandate and to advise the Independent Shareholders as to the fairness and reasonableness of the aforesaid matters, and to recommend how the Independent Shareholders should vote at the EGM. Draco Capital Limited has been appointed as the Independent Financial Advisor to advise the Independent Board Committee and the Independent Shareholders in this regard.

We wish to draw your attention to the letter from the Board, as set out on pages 5 to 22 of the Circular, and the letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders which contains its advice to us in respect of the

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Loan Capitalisation Agreement and the transactions contemplated thereunder, together with the allotment and issue of the Capitalisation Shares under the Specific Mandate, as set out on pages IFA-1 to IFA-33 of the Circular.

Having taken into account the (i) terms of the Loan Capitalisation Agreement and the transactions contemplated thereunder, together with the allotment and issue of the Capitalisation Shares under the Specific Mandate; and (ii) the factors referred to in the "Letter from Independent Financial Adviser" in the Circular, we are of the opinion that despite the entering into of the Loan Capitalisation Agreement was not in the ordinary and usual course of business of the Company, the terms of the Loan Capitalisation Agreement and the transactions contemplated thereunder are (i) fair and reasonable so far as the Shareholders (including the Independent Shareholders) are concerned; (ii) on normal commercial terms; and (iii) in the interests of the Group and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the ordinary resolution to be proposed at the EGM to approve the Loan Capitalisation Agreement and the transactions contemplated thereunder, together with the allotment and issue of the Capitalisation Shares under the Specific Mandate.

Yours faithfully,
the Independent Board Committee

Signed by:
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Mr. CHIU Kung Chik
Independent non-executive Director

签署人：
C078C5B40A1D493...
Ms. LUI Mei Ka
Independent non-executive Director

签署人：
ED51726EE17E412...
Dr. LIANG Jinxiang
Independent non-executive Director