



國富浩華（香港）會計師事務所有限公司
Crowe (HK) CPA Limited
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PRIVATE AND CONFIDENTIAL

Our Ref: ZCH0189

30 April 2026

Zhongshen Jianye Holding Limited
Room 1204, 12/F
C C Wu Building
302-308 Hennessy Road
Wan Chai
Hong Kong

Dear Sirs and Madams

**Zhongshen Jianye Holding Limited (the “Company”)
and its subsidiaries (collectively referred to as the “Group”)**

We, Crowe (HK) CPA Limited, acting as the reporting accountant to the Company, refer to the circular of the Company dated 30 April 2026 (the “**Circular**”) in relation to the Rights Issue (as defined in the Circular).

We hereby give, and confirm that we have not withdrawn, our consent to the issue of the Circular with the inclusion of our advice, copies of our reports, letters, opinions or summaries of opinions (as the case may be) and the references to our name and logo included therein in the form and context in which they are respectively included in the Circular.

We hereby irrevocably and unconditionally confirm that as at the Latest Practicable Date (as defined in the Circular), we:

- (a) were not beneficially interested in the share capital of any member of the Group directly or indirectly, nor did we have 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
- (b) did not have any direct or indirect interest in any assets which had since 31 December 2025 (being the date to which the latest published audited financial statements of the Company were made up) been acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group.

We also hereby consent to a copy of this consent letter being made available for inspection as described in the paragraph headed “Documents on Display” in Appendix III to the Circular.

Yours faithfully
For and on behalf of
Crowe (HK) CPA Limited

Chiu Lung Sang
Partner

BY EMAIL

Zhongshen Jianye Holding Limited
Room 1204, 12/F
C C Wu Building
302–308 Hennessy Road
Wan Chai, Hong Kong

Attention: The Board of Directors

30 April 2026

Dear Sir or Madam,

Re: Zhongshen Jianye Holding Limited (the “Company”, together with its subsidiaries, the “Group”) – Proposed rights issue on the basis of two (2) rights shares for every one (1) share held on the record date on a non-underwritten basis (the “Transaction”)

We refer to the circular of the Company dated 30 April 2026 (the “Circular”) in relation to, among others, the Transaction. Unless otherwise specified, capitalised terms used in this letter shall have the same meanings as defined in the Circular.

We hereby give, and confirm that we have not withdrawn, our written consent to the issue of the Circular with the inclusion of our letter and references to our name in the form and context in which it appears.

We hereby confirm that as at the Latest Practicable Date, we (i) did not have any shareholding interest in any member of the Group or the 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) were not interested, directly or indirectly, in any assets which have been acquired or disposed of by or leased to any member of the Group, or which are proposed to be acquired or disposed of by or leased to any member of the Group since 31 December 2025, being the date to which the latest published audited accounts of the Company were made up.

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



Name: Danny Leung
Title: Managing Director