

29 May 2026

To the Independent Shareholders

Dear Sir or Madam,

**(1) CONTINUING CONNECTED TRANSACTIONS
FRAMEWORK AGREEMENT IN RELATION TO
PROVISION OF PLATFORM SERVICES
AND VIRTUAL ASSET TRADES;
AND
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**


We refer to the circular of the Company dated 29 May 2026 (the “**Circular**”) of which this letter forms part. Capitalised terms used in this letter shall have the same meanings as defined in the Circular unless the context otherwise requires.

We have been appointed by the Board as members to form the Independent Board Committee to consider the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps) and to advise the Independent Shareholders as to whether the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps) are fair and reasonable, on normal commercial terms or better, in the ordinary and usual course of business of the Group and in the interests of the Company and its Shareholders as a whole, and as to how the Independent Shareholders should vote on the proposed resolution(s) to approve the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps) at the EGM.

Messis Capital has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this regard. Details of the letter of advice from the Independent Financial Adviser, together with the principal factors taken into consideration in arriving at such advice, are set out on pages 27 to 49 of the Circular. Your attention is also drawn to the letter from the Board set out on pages 6 to 24 of the Circular and the additional information set out in the appendix to the Circular.

Having taken into account the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps), and the advice from the Independent Financial Adviser, we consider that the Framework Agreement (as amended by the Supplemental Framework Agreement) was entered into on normal commercial terms and in the ordinary and usual course of business of the Group, and that the terms of the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps) are fair and reasonable so far as the Independent Shareholders are concerned, and in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolutions at the EGM to approve the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps).

Yours faithfully,
For and on behalf of
the Independent Board Committee



Prof. Pong Kam Keung Mr. Siu Man Ho Simon Mr. Choi Tan Yee Ms. Lam Lam Nixie

Independent Non-executive Directors

Having taken into account the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps), and the advice from the Independent Financial Adviser, we consider that the Framework Agreement (as amended by the Supplemental Framework Agreement) was entered into on normal commercial terms and in the ordinary and usual course of business of the Group, and that the terms of the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps) are fair and reasonable so far as the Independent Shareholders are concerned, and in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolutions at the EGM to approve the Framework Agreement (as amended by the Supplemental Framework Agreement) and the transactions contemplated thereunder (including the revised annual caps).

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