



民銀資本有限公司
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CMBC INTERNATIONAL CAPITAL LIMITED
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BY POST AND BY EMAIL

STRICTLY PRIVATE AND CONFIDENTIAL

11 September, 2024

The board of directors
Wanguo Gold Group Limited
Unit 1, 28/F
Singa Commercial Centre
144-151 Connaught Road West
Hong Kong

Dear Sirr,

Re: Wanguo Gold Group Limited (Stock Code: 3939)(formerly known as Wanguo International Mining Group Limited)(the “Company”, together with its subsidiaries, the “Group”) – Disclosable and connected transaction – Acquisition of 20.22% interest in the Target Company and Issue of Consideration Shares under Specific Mandate – Confirmation Letter

We refer to the circular of the Company dated 11 September 2024 in respect of the captioned transaction (the “Circular”). Capitalised terms used herein have the same meaning as defined in the Circular unless otherwise specified.

CMBC International Capital Limited, being the independent financial advisor to the independent board committee and independent shareholders of the Company (“CMBC”), has given and has not withdrawn its written consent to the issue of the Circular with inclusion of its letter and/or opinion or the references to its name, in the form and context in which it appears.

As at the Latest Practicable Date, CMBC did not have any direct or indirect interest in any assets which had been acquired, disposed of by, or leased to, or were proposed to be acquired or disposed of by, or leased to, any member of the Group since 31 December 2023, being the date of which the latest published audited consolidated financial statements of the Company were made up; and did not any shareholding in any member of the Group and did not 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.

Yours faithfully,
For and on behalf of
CMBC International Capital Limited

Authorised signature

Name: *Holim Mak*

Title: *Executive Director, Investment Banking Division*