

**Skymission Group Holdings Limited**  
**天任集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*  
**(Stock code: 1429)**

13 February 2026

*To the Independent Shareholders,*

Dear Sir or Madam,

**MANDATORY UNCONDITIONAL CASH OFFER BY  
SOLARSTONE CAPITAL LIMITED FOR AND ON BEHALF OF  
DACHENG INTERNATIONAL HOLDINGS LIMITED  
TO ACQUIRE ALL THE ISSUED SHARES OF  
SKYMISSION GROUP HOLDINGS LIMITED  
(OTHER THAN THOSE ALREADY OWNED AND/OR  
AGREED TO BE ACQUIRED BY  
DACHENG INTERNATIONAL HOLDINGS LIMITED  
AND/OR PARTIES ACTING IN CONCERT WITH IT)**

**INTRODUCTION**

We refer to the Composite Document issued jointly by the Offeror and the Company dated 13 February 2026 of which this letter forms part. Unless the context requires otherwise, capitalised terms used in this letter shall have the same meanings as those defined in the Composite Document.

We have been appointed by the Board to form the Independent Board Committee to consider and to advise the Independent Shareholders as to whether, in our opinion, the Offer is, or is not, fair and reasonable and to make a recommendation as to the acceptance of the Offer.

Rainbow Capital has been appointed as the Independent Financial Adviser, with our approval, to advise us in respect of whether the Offer is, or is not, fair and reasonable and as to its acceptance. Details of its advice and recommendations, together with the principal factors and reasons which it has considered before arriving at such recommendations, are set out in the section headed “Letter from the Independent Financial Adviser” in this Composite Document.

We also wish to draw your attention to the “Letter from SolarStone Capital” and the “Letter from the Board” as set out in the Composite Document as well as the additional information set out in the appendices to the Composite Document.

## **RECOMMENDATIONS**

Having considered the terms of the Offer and the advice from the Independent Financial Adviser, in particular the factors, reasons and recommendations as set out in its letter in the Composite Document, we concur with the view of the Independent Financial Adviser and consider that the Offer is fair and reasonable as far as the Independent Shareholders are concerned. Accordingly, we recommend the Independent Shareholders to accept the Offer.

Notwithstanding our recommendation, the Independent Shareholders are recommended to read the full text of the “Letter from the Independent Financial Adviser” on pages 26 to 46 of the Composite Document. In any case, the Independent Shareholders are strongly advised that the decision to realise or to hold their investments is subject to individual circumstances and investment objectives. If in doubt, the Independent Shareholders should consult their own professional advisers for advice. Furthermore, the Independent Shareholders who wish to accept the Offer are recommended to read carefully the procedures for accepting the Offer as detailed in Appendix I to this Composite Document and the accompanying Form of Acceptance.

Yours faithfully,  
For and on behalf of the  
Independent Board Committee of  
Skymission Group Holdings Limited



**Mr. Yau Sheung Hang**  
*Non-executive  
Director*



**Mr. Tang Tsz Tsun**  
*Independent  
non-executive  
Director*

**Ms. Wu Kin Yi**  
*Independent  
non-executive  
Director*



**Mr. Lei Nelson**  
*Independent  
non-executive  
Director*