

**BY EMAIL**

The Board of Directors  
Major Holdings Limited  
Suite 1507, Tower 2, Silvercord,  
30 Canton Road, Tsim Sha Tsui,  
Kowloon, Hong Kong

12 January 2024

Dear Sirs,

**Re: Major Holdings Limited (the “Company”) –  
(1) Proposed rights issue on the basis of wwo (2) rights shares for every three (3) consolidated shares held on the record date; (2) connected transaction in relation to the underwriting agreement; (3) application for whitewash waiver (collectively, the “Transactions”)**

We refer to the circular of the Company dated 12 January 2024 (the “**Circular**”) in connection with the Transactions. Capitalised terms used in this letter shall have the same meaning as those defined in the Circular unless otherwise specified.

We hereby give our consent, and confirm that we have not withdrawn our written consent, to the issue of the Circular with the inclusion of our letter or opinion addressed to the Independent Board Committee and the Independent Shareholders (the “**IFA Letter**”) and references to our name in the form and context in which it appears in the Circular.

We also confirm that as at the Latest Practicable Date, we (i) did not have any shareholding, directly or indirectly, in any member of the Group or 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 (ii) did not have any direct or indirect interest in any assets which have been, since 31 March 2023 (being the date to which the latest published audited consolidated financial statements of the Group were made up), acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group.

We hereby consent to this letter and the IFA Letter being made available for public inspection as described in the Circular.

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



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Larry Choi  
Managing Director