



HANG SANG (SIU PO) INTERNATIONAL HOLDING COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3626)

26 May 2025

To the Independent Shareholders

Dear Sir or Madam,

**MANDATORY UNCONDITIONAL CASH OFFER BY
ALTUS INVESTMENTS LIMITED
ON BEHALF OF THE OFFEROR ACTING FOR AND ON
BEHALF OF WADE INVESTMENT SP1
TO ACQUIRE ALL THE ISSUED SHARES OF
HANG SANG (SIU PO) INTERNATIONAL HOLDING COMPANY LIMITED
(OTHER THAN THOSE SHARES
ALREADY OWNED AND/OR AGREED TO BE ACQUIRED BY
THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT)**

INTRODUCTION

We refer to the composite document (the “**Composite Document**”) dated 26 May 2025 jointly issued by the Company and the Offeror in relation to, among other things, the Offer, of which this letter forms part. Unless the context requires otherwise, terms used in this letter shall have the same meaning as given to them in the Composite Document.

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

BaoQiao Partners Capital Limited, being the Independent Financial Adviser, has been appointed by the Company with our approval, to advise us in respect of the Offer and, in particular, as to whether the Offer is or is not fair and reasonable and to make recommendation in respect of acceptance thereof pursuant to Rule 2.1 of the Takeovers Code. Details of its advice and recommendation, together with the principal factors and reasons which it has considered before arriving at such recommendation, are set out in the “Letter from the Independent Financial Adviser” as contained in the Composite Document.

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

RECOMMENDATION

Having considered the terms of the Offer and having taken into account the advice and recommendation of the Independent Financial Adviser and the principal factors and reasons taken into account in arriving at its recommendation, we consider that the Offer is fair and reasonable so far as the Independent Shareholders are concerned. Accordingly, we recommend that the Independent Shareholders to accept the Offer.

Notwithstanding our recommendation, the Independent Shareholders are strongly advised that the decision to accept the Offer or to hold your investment in the Shares is subject to individual circumstances and investment objectives. If in doubt, the Independent Shareholders should consult their own professional advisers for professional advice. Furthermore, the Independent Shareholders who wish to accept the Offer are recommended to read carefully the terms and procedures for acceptance of the Offer as detailed in the Composite Document and the accompanying Form of Acceptance.

Yours faithfully,

For and on behalf of the Independent Board Committee of
Hang Sang (Siu Po) International Holding Company Limited



Ms. Fung Po Yee

Independent non-executive Director

Dr. Sung Ting Yee

Independent non-executive Director

We also wish to draw your attention to the "Letter from Altus Capital", the "Letter from the Board" and the additional information set out in the appendices to the Composite Document.


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Yours faithfully,

For and on behalf of the Independent Board Committee of
Hang Sang (Siu Po) International Holding Company Limited

8/8/06


Ms. Fung Po Yee

Independent non-executive Director

Dr. Sung Ting Yee

Independent non-executive Director