

8 September 2023


The Directors
China Merchants Land Limited
Room 2603 to 2606, 26/F
China Merchants Tower, Shun Tak Centre
Nos. 168–200 Connaught Road Central
Hong Kong

Dear Sirs,

We refer to the circular dated 8 September 2023 (the "Circular") issued by China Merchants Land Limited (the "Company") in connection with the proposed capital contribution into Xi'an Shanglin Huayuan Real Estate Co., Ltd. (the "Project Company") for 99% of its equity interest, a copy proof of which is attached and initialled by us on its front cover for the purpose of identification.

We hereby consent to the inclusion of our accountants' report on historical financial information of the Project Company and our independent reporting accountants' assurance report on the compilation of unaudited pro forma financial information of the company and its subsidiaries, both dated 8 September 2023 in the Circular, and the references to our name in the form and context in which they are included.

Yours faithfully,



8 September 2023

The Directors
China Merchants Land Limited
Room 2603 to 2606, 26/F
China Merchants Tower, Shun Tak Centre
Nos. 168–200 Connaught Road Central
Hong Kong

Dear Sirs,

CHINA MERCHANTS LAND LIMITED (THE “COMPANY”)

We refer to the circular of the Company dated 8 September 2023 (the “Circular”) in connection with the proposed capital contribution into Xi’an Shanglin Huayuan Real Estate Co., Ltd. (the “Project Company”) for 99% of its equity interest. Unless the context otherwise requires, capitalized terms used in this letter shall have the same meanings as defined in the Circular.

Having made reasonable enquiries within our firm, we inform you that:

1. we do not hold any shareholding in the Company or any of its subsidiaries or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities of the Company or any of its subsidiaries; and
2. we do not have any direct or indirect interest in any assets which have been, since the date to which the latest published audited financial statements of the Company were made up, acquired or disposed of by or leased to, or which are proposed to be acquired or disposed of by or leased to, the Company or any of its subsidiaries or the Project Company.

Yours faithfully,

