

Our Ref.: MLO/DS/X80565/2022/0173

30 December 2022

The Board of Directors
China Zenith Chemical Group Limited
Room 4007, 40/F,
China Resources Building,
26 Harbour Road,
Wanchai, Hong Kong

Dear Sirs,

China Zenith Chemical Group Limited (the “Company”) and its subsidiaries (hereinafter collectively referred to as the “Group”)

We refer to the statement of unaudited pro forma adjusted consolidated net tangible liabilities (the “**Unaudited Pro Forma Financial Information**”) of the Group as at 30 June 2022 as set out in Appendix II of the prospectus of the Company to be dated 30 December 2022 (the “**Prospectus**”) in relation to the rights issue of the Company.

We hereby consent, and confirm that we have not withdrawn our consent, to the issue of the Prospectus with the inclusion of our report on the Unaudited Pro Forma Financial Information and references to our name in the form and context in which they are included.

We also confirm that we do not have (a) 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 in the Company or any of its subsidiaries, and (b) any interest, direct or indirect, in any assets which have been acquired or disposed of by or leased to the Group, or are proposed to be acquired or disposed of by or leased to the Group.

Yours faithfully,



McMillan Woods (Hong Kong) CPA Limited
Certified Public Accountants
Hong Kong