

14 March 2022

The Directors  
23rd Floor  
China Evergrande Centre  
38 Gloucester Road  
Wan Chai  
Hong Kong

Dear Sirs/Madams,

**China Ruyi Holdings Limited (the "Company", together with its subsidiaries, the "Group")**

**Connected transaction involving proposed issue of new shares to substantial shareholder under specific mandate (the "Proposed Transaction")**

We refer to the circular of the Company dated 14 March 2022 (the "Circular") to its shareholders in relation to the Proposed Transaction.

Terms used in this letter shall have the same meanings as used in the Circular.

We hereby consent, and confirm that we have not withdrawn our consent to the issue of the Circular with the inclusion therein of our letter to the Independent Board Committee and the Independent Shareholders of the Company of even date or the references to our name in the form and context in which it appears.

We also confirm that:

- (i). we have no shareholding, direct or indirect, in any member of the Group or 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). we do not have any interest, direct or indirect, in any assets which have, since 31 December 2020 (being the date to which the latest published audited consolidated financial statements of the Group were made up) and up to the Latest Practicable Date, been acquired or disposed of by or leased to, any member of the Group or which are, as at the Latest Practicable Date, proposed to be acquired or disposed of by or leased to, any member of the Group.

Yours faithfully,

For and on behalf of  
**Maxa Capital Limited**



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Name: Sammy Leung  
Title: Managing Director