



中国科技产业集团有限公司
CHINA TECHNOLOGY INDUSTRY GROUP LIMITED

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8111)

10 October 2025

To the Independent Shareholders,

Dear Sir/Madam,

**CONTINUING CONNECTED TRANSACTIONS
IN RESPECT OF
THE OPERATION AND MAINTENANCE SERVICES CONTRACT**

We refer to the circular of the Company dated 10 October 2025 (the “**Circular**”) to the Shareholders, of which this letter forms part. Capitalised terms used in this letter have the same meanings as defined in the Circular unless the context otherwise requires.

We have been appointed by the Board as members to form the Independent Board Committee and to advise you (i) whether the terms of the Operation and Maintenance Services Contract and the related Annual Caps of the underlying transactions contemplated thereunder, are fair and reasonable; (ii) whether the transactions contemplated under the Operation and Maintenance Services Contract are on normal commercial terms or better and in the ordinary and usual course of business of the Group; (iii) whether the transactions contemplated under the Operation and Maintenance Services Contract are in the interests of the Company and the Shareholders as a whole; and (iv) how the Independent Shareholders should vote in respect of the relevant resolutions to be proposed at the EGM.

Capital 9 Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders as to whether the terms of the Operation and Maintenance Services Contract and the continuing connected transactions contemplated thereunder and the Annual Caps are fair and reasonable so far as the Independent Shareholders are concerned, whether such terms are in the interests of the Company and the Shareholders as a whole. Details of the Independent Financial Adviser’s advice, together with the principal factors taken into consideration in arriving at such advice, are set out on pages 28 to 40 of the Circular.

We wish to draw your attention to the letter from the Board set out on pages 5 to 25 of the Circular and the additional information set out in the appendix of the Circular.

Having taken into account (i) the terms and conditions of the Operation and Maintenance Services Contract; and (ii) the advice and recommendations of the Independent Financial Adviser as set out from pages 28 to 30 of the Circular, we are of the opinion that the terms of the Operation and Maintenance Services Contract and the continuing connected transactions contemplated thereunder are entered into after arm's length negotiation in the ordinary course of businesses of the Group on normal commercial terms or better and the Annual Caps are fair and reasonable so far as the Independent Shareholders are concerned, and are in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolution to be proposed at the EGM to approve the Operation and Maintenance Services Contract and the continuing connected transactions contemplated thereunder and the Annual Caps.

Yours faithfully,
Independent Board Committee
China Technology Industry Group Limited



Mr. Cheung Ting Kin
*Independent non-executive
Director*

Ms. Ma Xingqin
*Independent non-executive
Director*

Mr. Qiao Wencai
*Independent non-executive
Director*

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