

The following is the text of a letter, summary of values and valuation certificate prepared for the purpose of incorporation in this prospectus and received from Grant Sherman Appraisal Limited, an independent valuer, in connection with their valuations as at 31 March 2010 of the properties of our Group.



Room 1701, 17/F
Jubilee Centre
18 Fenwick Street
Wanchai
Hong Kong

29 June 2010

The Directors
Convoy Financial Services Holdings Limited
34/F., One Island East
18 Westlands Road
Island East
Hong Kong

Dear Sirs,

In accordance with your instructions to value the property interests leased by Convoy Financial Services Holdings Limited (the “**Company**”) and/or its subsidiaries (hereinafter together referred to as the “**Group**”) in Hong Kong, we confirm that we have made relevant enquiries and obtained such further information as we consider necessary for the purpose of providing you with our opinion of the market value of the properties as at 31 March 2010.

Our valuation is our opinion of market value which we would define as intended to mean the estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm’s length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

We have valued the property interests by comparison approach assuming sale in their existing state with the benefit of vacant possession and by making reference to comparable sales evidences as available in the relevant market.

For the property interests which are leased by the Group in Hong Kong, we are of the opinion that no commercial value attribute to the Group due mainly to the short term nature or the prohibition against assignment or sub-letting or otherwise due to the lack of substantial profit rents.

In valuing the property interests, we have complied with all the requirements contained in Chapter 5 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and The HKIS Valuation Standards on Properties (1st Edition 2005) published by The Hong Kong Institute of Surveyors.

Our valuations have been made on the assumption that the owner sells the property interests on the market in their existing state without the benefit of a deferred terms contract, leaseback, joint venture, management agreement or any similar arrangement which would serve to affect the property values.

No allowance has been made in our valuation for any charge, mortgage or amount owing on the property nor for any expenses or taxation which may be incurred in effecting a sale. It is assumed that the property is free from encumbrances, restrictions and outgoings of an onerous nature which could affect its values.

In valuing the property interests, we have assumed that the owner has free and uninterrupted rights to use the property for the whole of the unexpired term as granted and is entitled to transfer the property with the residual term without payment of any further premium to the government authorities or any third parties.

We have assumed that all consents, approvals and licenses from relevant government authorities for the property have been granted without any onerous conditions or undue time delay which might affect its value. It is assumed that all applicable zoning and use regulations and restrictions have been complied with unless nonconformity has been stated, defined, and considered in the appraisal report.

We have caused land searches at the Urban Land Registry. However, we have not scrutinised the original title documents. In the course of our valuation, we have relied on a considerable extent on information provided by the Company on such matters as statutory notices, easements, tenure, occupation, floor areas, identification of the property and all other relevant matters. We have had no reason to doubt the truth and accuracy of the information provided to us by the Companies which is material to the valuation. We were also advised by the Company that no material facts have been omitted from the information supplied. All documents have been used as reference only. All dimensions, measurements and areas are approximations only. No on-site measurements have been taken.

We have inspected the exterior and, where possible, the interior of the properties in respect of which we have been provided with such information as we have required for the purpose of our valuations. However, no structural survey has been carried out and it was not possible to inspect the wood work and other parts of the structures which were covered, unexposed or inaccessible. We are therefore, unable to report that the property is free of rot, infestation or any structural defects. No tests have been carried out on any of the building services.

Unless otherwise specified, all amounts are denominated in Hong Kong Dollars.

We enclose herewith the summary of valuations and valuation certificates.

Respectfully submitted,
For and on behalf of
GRANT SHERMAN APPRAISAL LIMITED

Peggy Y.Y. Lai
MRICS MHKIS RPS(GP)
Associate Director
Real Estate Group

Note:

Ms. Peggy Y.Y. Lai is a member of the Royal Institution of Chartered Surveyors, a member of the Hong Kong Institute of Surveyors and Registered Professional Surveyors in the General Practice Section, who has over 5 years experience in the valuation of properties in Hong Kong, the PRC and the Asian Region.

SUMMARY OF VALUATION

Property interests leased by the Group in Hong Kong

<u>Property</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
1. 1 st Floor (including the ground floor entrance and escalators E4 and E5) Li Po Chun Chambers No. 189 Des Voeux Road Central Hong Kong	No commercial value
2. 7 th Floor Li Po Chun Chambers No. 189 Des Voeux Road Central Hong Kong	No commercial value
3. 32 nd Floor One Island East No. 18 Westlands Road Island East Hong Kong	No commercial value
4. 33 rd and 34 th Floors One Island East 18 Westlands Road Island East Hong Kong	No commercial value
5. Unit No.05 on 12/F Eastern Centre No. 1065 King's Road Hong Kong	No commercial value
6. G/F with Garden, 1 st and 2 nd Floors & Roof No. 138A Sai Keng Tai Po New Territories	No commercial value
7. Flat A on 8 th Floor New Wealth Mansion Nos. 68, 70 & 72 Wharf Road Hong Kong	No commercial value
<hr/>	
Grand Total: No Commercial Value	

VALUATION CERTIFICATE

Property interests leased by the Group in Hong Kong

	<u>Property</u>	<u>Description and Tenure</u>	<u>Particulars of Occupancy</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
1.	1 st Floor (including the ground floor entrance and escalators E4 and E5) Li Po Chun Chambers No. 189 Des Voeux Road Central Hong Kong	<p>The property comprises whole of 1st floor and portion of G/F of a 26 -storey commercial building plus a basement level completed in about 1995.</p> <p>The total gross floor area of the property is approximately 929 sq.m. (10,000 sq.ft.)</p> <p>The Remaining Portion of Marine Lot Nos. 512 and 513 are held under a Government Lease for a term of 999 years commencing from 22 May 1902.</p> <p>The total government rent payable the above lots is HK\$302 per annum.</p>	<p>The property is leased to the Group by an independent third party for a term commencing from 1 May 2007 to 30 April 2011 at a monthly rental of HK\$554,771 (exclusive of rates, air-conditioning charges, management charges and other outgoings) with an option to renewed for a further term of 3 years.</p> <p>The property is occupied by the Group for shop and ancillary accommodation (financial business).</p>	No commercial value

VALUATION CERTIFICATE

<u>Property</u>	<u>Description and Tenure</u>	<u>Particulars of Occupancy</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
2. 7 th Floor Li Po Chun Chambers No. 189 Des Voeux Road Central Hong Kong	<p>The property comprises whole of 7th floor of a 26 -storey commercial building plus a basement level completed in about 1995.</p> <p>The total gross floor area of the property is approximately 887 sq.m. (9,551 sq.ft.)</p> <p>The Remaining Portion of Marine Lot Nos. 512 and 513 are held under a Government Lease for a term of 999 years commencing from 22 May 1902.</p> <p>The total government rent payable for the above lots is HK\$302 per annum.</p>	<p>The property is leased to the Group by an independent third party for a term commencing from 1 July 2007 to 30 April 2011 at a monthly rental of HK\$321,869 (exclusive of rates, air-conditioning charges, management charges and other outgoings)) with an option to renew for a further term of 3 years.</p> <p>The property is occupied by the Group for office use.</p>	No commercial value

VALUATION CERTIFICATE

Property	Description and Tenure	Particulars of Occupancy	Market Value as at 31 March 2010 (HK\$)
3. 32 nd Floor One Island East 18 Westlands Road Island East Hong Kong	<p>The property comprises whole of 32nd floor of a 68-storey commercial building plus 2 basement levels. It was completed in about 2008.</p> <p>The lettable area of the property is approximately 1,981 sq.m. (21,323 sq.ft.)</p> <p>Sub-Sections 5 and 6 of Section C of Quarry Bay Marine Lot No. 1 and Section D of Quarry Bay Inland Lot No. 15 are held under a Government Lease for a term of 999 years commencing from 2 February 1882.</p> <p>Sections F and G of Quarry Bay Marine Lot No. 2 and the Extension thereto are held under a Government Lease for a term of 999 years commencing from 18 April 1900.</p> <p>The total government rent payable for the above lots is HK193 per annum.</p>	<p>The property is leased to the Group by an independent third party for a term commencing from 1 February 2009 to 31 January 2013 at a monthly rental of HK\$637,132 (exclusive of rates, air-conditioning charges, management charges and other outgoings) and is subject to a rent review for each period of 36 months.</p> <p>The property is occupied by the Group for office use.</p>	No commercial value

VALUATION CERTIFICATE

4.	<u>Property</u>	<u>Description and Tenure</u>	<u>Particulars of Occupancy</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
	33 rd and 34 th Floors One Island East 18 Westlands Road Island East Hong Kong	<p>The property comprises whole of 33rd and 34th floors of a 68-storey commercial building plus 2 basement levels. It was completed in about 2008.</p> <p>The total lettable area of the property is approximately 3,953 sq.m. (42,549 sq.ft.)</p> <p>Sub-Sections 5 and 6 of Section C of Quarry Bay Marine Lot No. 1 and Section D of Quarry Bay Inland Lot No. 15 are held under a Government Lease for a term of 999 years commencing from 2 February 1882.</p> <p>Sections F and G of Quarry Bay Marine Lot No. 2 and the Extension thereto are held under a Government Lease for a term of 999 years commencing from 18 April 1900.</p> <p>The total government rent payable for the above lots is HK\$193 per annum.</p>	<p>The property is leased to the Group by an independent third party for a term of 53 months commencing from 1 September 2008 to 31 January 2013 at a monthly rental of HK\$1,271,365 (exclusive of rates, air-conditioning charges, management charges and other outgoings) and is subject to a rent review for each period of 36 months.</p> <p>The property is occupied by the Group for office use.</p>	No commercial value

VALUATION CERTIFICATE

<u>Property</u>	<u>Description and Tenure</u>	<u>Particulars of Occupancy</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
5. Unit No.05 on 12/F Eastern Centre No. 1065 King's Road Hong Kong	<p>The property comprises a workshop unit on 12th floor of a 22-storey industrial building plus 2 basement levels. It was completed in about 1985.</p> <p>The total gross floor area of the property is approximately 244.9 sq.m. (2,636 sq.ft.)</p> <p>Sub-Section 1 of Section E of Quarry Bay Marine Lot No. 2 and the Extension thereto is held under a Government Lease for a term of 999 years commencing from 18 April 1900.</p> <p>Sub-Section 1 of Section C of Quarry Bay Inland Lot No. 15 is held under a Government Lease for a term 999 years commencing from 2 February 1882.</p> <p>The government rent payable for the above lots is HK\$180 per annum.</p>	<p>The property is leased to the Group by an independent third party for a term commencing from 1 November 2008 to 31 October 2010 at a monthly rental of HK\$32,000 (inclusive of government rent, rates and management fees) with an option to renew for a further term of 2 years.</p> <p>The property is occupied by the Group for storage purpose.</p>	No commercial value

Notes:

- The property is subject to a legal charge (the "Legal Charge") in favour of Hang Seng Bank Limited (the "Mortgagee") by Memorial No. UB6467118 on 31 October 1995. According to the information from the Company, it is uncertain as to whether the Mortgagee's prior consent has been obtained before entering into the tenancy agreement made between Winstar Investment Limited and the Company dated 1 November 2008 (the "TA"). The Company understand that in the event that the Mortgagee's prior consent has not been obtained before entering into the TA, the TA is void as against the Mortgagee and its successors in title and the Mortgagee can treat Convoy Financial Services Limited ("CFS"), the tenant of the property and a subsidiary of the Company, as trespasser and exercise its right to take possession of the property.
- The Company understands that the TA which has an option to renew has not been registered in the Land Registry and failure to register the option may, under Section 3(2) of the Land Registration Ordinance (Chapter 128, Laws of Hong Kong), prevent its operation as against any subsequent bona fide purchaser or mortgagee for valuable consideration of the property and CFS may lose the right to exercise the option to renew the term of the TA to such subsequent bona fide purchaser or mortgagee. However, CFS is not subject to any penalty or fine by any governmental authority due to the failure to register the TA.

VALUATION CERTIFICATE

<u>Property</u>	<u>Description and Tenure</u>	<u>Particulars of Occupancy</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
6. G/F with Garden, 1 st and 2 nd Floors & Roof No. 138A Sai Keng Tai Po New Territories	<p>The property comprises whole block of a 3-storey village type house completed in about 2007.</p> <p>The total gross floor area of the property is approximately 195 sq.m. (2,100 sq.ft.) with garden area of about 93 sq.m. (1,000 sq.ft.)</p> <p>The Remaining Portion of Section A of Lot No. 329 in D.D. 209 is held under a Government Lease for a term of 75 years renewable for 24 years commencing from 7 July 1898 and statutorily extended to 30 June, 2047.</p> <p>The government rent payable for Lot No. 329 in DD 209 is HK\$0.33 per annum.</p>	<p>The property is leased to the Group by three independent third parties for a term commencing from 10 December 2008 to 9 December 2010 at a monthly rental of HK\$31,500 (exclusive of other charges.)</p> <p>The property is occupied by the Group for residential use.</p>	No commercial value

Note: The tenancy agreement made between Wong Ying Kit, Ng Geoffrey Chuk-Ho and Poon Kit Ling and Convoy Financial Services Limited (a subsidiary of the Company) dated 23 November 2008 in respect of the property was cancelled as from 23 June 2010.

VALUATION CERTIFICATE

<u>Property</u>	<u>Description and Tenure</u>	<u>Particulars of Occupancy</u>	<u>Market Value as at 31 March 2010 (HK\$)</u>
7. Flat A on 8 th Floor New Wealth Mansion Nos. 68, 70 & 72 Wharf Road Hong Kong	<p>The property comprises a residential unit on 8th floor of a 24-storey residential building with shops on ground floor. The building was completed in about 1991.</p> <p>The gross floor area of the property is approximately 45.34 sq.m. (488 sq.ft.)</p> <p>Inland Lot Nos. 6870, 6868 and 6869 are held under a Government Lease for a term of 75 years renewable for 75 years commencing from 5 September 1921.</p> <p>The government rent payable is HK\$2,880 per annum.</p>	<p>The property is leased to the Group by an independent third party for a term commencing from 15 September 2009 to 14 September 2011 at a monthly rental of HK\$8,200 inclusive of government rent, rates and management fees.</p> <p>The property is occupied by the Group for residential use.</p>	No commercial value