



瓏盛資本有限公司
Draco Capital Limited

Draco Capital Limited
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Sheung Wan, Hong Kong

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15 November 2021

The Board of Directors
Synergy Group Holdings International Limited
15th Floor
Chinachem Century Tower
178 Gloucester Road
Wan Chai
Hong Kong

Dear Sirs,

Re: (1) CONNECTED TRANSACTION – ISSUE OF SUBSCRIPTION SHARES TO A CONNECTED PERSON; (2) CONNECTED TRANSACTION – ISSUE OF CONVERSION SHARES TO CONNECTED PERSONS; (3) ISSUE OF SETTLEMENT SHARES; AND (4) APPLICATION FOR WHITEWASH WAIVER

We refer to the circular (the “**Circular**”) of Synergy Group Holdings International Limited (the “**Company**”) dated 15 November 2021 in respect of the captioned matter. Unless otherwise stated, capitalized terms used herein should have same meaning as those defined in the Circular.

We hereby give and have not withdrawn our written consent to the issue of the Circular with the copy of our letter of advice set out in the section headed “Letter from the Independent Financial Adviser” in the Circular and references to our name in the form and context in which they respectively appear therein.

We also hereby consent to copies of this letter being made available for inspection as described in the paragraph headed “15. DOCUMENTS AVAILABLE FOR INSPECTION” in Appendix II to the Circular.

We further confirm that, as at the Latest Practicable Date,

- (i) we did not have any shareholding, directly or indirectly, in any member of the Group nor had any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any members of the Group; and
- (ii) we did not have any direct or indirect interest in any assets which have been acquired or disposed of or leased to any member of the Group, or which are proposed to be acquired or disposed of by or leased to any member of the Group since 31 March 2021 (being the date to which the latest published audited accounts of the Group were made up).

Yours faithfully,
For and on behalf of
Draco Capital Limited



Kevin Choi
Managing Director



Ivan Chan
Director