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## CONNECTED TRANSACTION

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### FULLY EXEMPT CONNECTED TRANSACTION

The Company [has] entered into a loan agreement with CMB International Asset Management Limited and AAC Mgmt Holding Ltd, each a connected person of the Company, with respect to the Loan Facility. Upon the Listing, the Loan Facility will be regarded as a continuing connected transaction of the Company.

#### Description of the Loan Facility

The Company (as borrower) entered into a loan agreement dated [●] 2022 with CMB International Asset Management Limited and AAC Mgmt Holding Ltd in relation to a [HK\$10,000,000] unsecured loan facility. The Loan Facility is interest free for which no security is provided by the Company as borrower and on normal commercial terms or better (for the Company). No part of the Loan Facility can be converted into any Shares, Warrants or other securities of the Company.

As at the date of this offering circular the Loan Facility has not been drawn down. Further details of the Loan Facility are set out in “*Financial Information – Loan Facility*”.

#### Listing Rules Implications

CMB International Asset Management Limited and AAC Mgmt Holding Ltd are the Promoters and are connected persons of the Company. The Loan Facility constitutes financial assistance provided by a connected person for the benefit of the Company on normal commercial terms or better to the Company where no security over the assets of the Company is granted and would, upon the Listing, be exempt from the reporting, annual review, announcement and independent shareholders’ approval requirements pursuant to Rule 14A.90 of the Listing Rules.