

6 November 2023

The Directors
Lianhua Supermarket Holdings Co., Ltd.
Room 713, 7th Floor
No. 1258 Zhen Guang Road
Pu Tuo District, Shanghai
The People's Republic of China

Dear Sirs,

Lianhua Supermarket Holdings Co., Ltd. (the "Company")

Directors' Statement of Sufficiency of Working Capital

We refer to the board memorandum dated 6 November 2023 which has been prepared by the directors of the Company in connection with their statement relating to the sufficiency of working capital of the Company and its subsidiaries (collectively referred to as the "Group") (the "Statement") contained in section headed Working Capital in the circular dated 6 November 2023 issued in connection with the proposed very substantial acquisition, connected transaction and continuing connected transactions (the "Circular"). Copies of the board memorandum and extracts of the Circular, for which the directors of the Company are solely responsible, are attached hereto as Appendices 1 and 2, respectively, and stamped by us solely for the purpose of identification.

Directors' Responsibilities

The Company's directors are solely responsible for the Statement and the board memorandum, including the working capital forecast therein, in support of the Statement.

Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the "Code of Ethics for Professional Accountants" issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA"), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

Our firm applies Hong Kong Standard on Quality Management (HKSQM) 1 "Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements" issued by the HKICPA, which requires the firm to design, implement and operate a system of quality management including policies and procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Reporting Accountants' Responsibilities

Our responsibility is to express an opinion on the Statement and to report our opinion to you.

We conducted our engagement in accordance with the terms of our engagement letter dated [*] October 2023 and Hong Kong Standard on Investment Circular Reporting Engagements 500 "Reporting on Profit Forecasts, Statements of Sufficiency of Working Capital and Statements of Indebtedness" and with reference to Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" issued by the HKICPA. Those standards require that we plan and perform our work to obtain reasonable assurance as to whether the Company's directors have made the Statement, in the form and context in which it is made, after due and careful enquiry. Our work was limited primarily to making inquiries of the Group's management, considering the analyses and assumptions on which the working capital forecast is based and applying analytical procedures to financial data in the working capital forecast. It is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing issued by the HKICPA. Accordingly, we do not express an audit opinion.

Opinion

On the basis of our procedures, we report that:

- a) in our opinion, the Statement has been made by the directors of the Company after due and careful enquiry; and
- b) no facilities are shown to be required by the Group's working capital forecast.

Other Matters

Without qualifying our opinion, we draw your attention to the sensitivity factors set out in Section VIII of the board memorandum.

Furthermore, the Statement is based on the Group's forecasts and estimation of future transactions and cash flows and other assumptions about the future. Actual cash flows are likely to be different from those estimated or forecast since anticipated events frequently do not occur as expected and unforeseen events may arise, and their impact on estimates and forecasts may be material.

We make no representation regarding the sufficiency for your purposes of the aforementioned procedures.

Intended Users and Purpose

This letter has been prepared in connection with the proposed very substantial acquisition, connected transaction and continuing connected transactions. It should not be relied upon by any party for any other purpose and we expressly disclaim any liability or duty to any party in this respect. It should not be disclosed, referred to or quoted in whole or in part without our prior written consent, nor is it to be filed with or referred to in whole or in part in the Circular or any other document.

Yours faithfully,



Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong

c.c. The Stock Exchange of Hong Kong Limited

WORKING CAPITAL

(Extracted from Page I-2 in the Circular)

The Directors are of the opinion that, after taking into account of the Group's internal resources, cash flow from operations and also the effect of the proposed transactions as set out in this Circular, the Company will have sufficient working capital to satisfy its present requirements, that is, for at least the next twelve months from the date of this Circular in the absence of unforeseen circumstances.