



South China Capital Limited

南華融資有限公司

28/F., Bank of China Tower, No. 1 Garden Road, Central, Hong Kong.
Tel: 3196 6000

Strictly private and confidential

23 February 2024

The Directors
Wisdom Education International Holdings Company Limited
8/F Times Media Centre
No. 133 Wan Chai Road
Hong Kong

Dear Sirs,

**Wisdom Education International Holdings Company Limited (the “Company”)
Major and connected transactions (the “Transactions”)**

We refer to circular (the “Circular”) dated 23 February 2024 to be issued to the shareholders of the Company in respect of the Transactions. Terms in this letter shall have the same meanings as those defined in the Circular.

We hereby give, and have not withdrawn, our written consent to the issue of the Circular with the inclusion of our letters, reports, advice and/or references to our name, in the form and context in which they appear.

We also hereby confirm that, as at the Latest Practicable Date, South China Capital Limited (i) did not have any direct or indirect interest, in any member of the Group or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group; and (ii) did not have any direct or indirect interest in any assets which had been since 31 August 2023 (being the date to which the latest published audited financial statements of the Company were made up) acquired or disposed of by or leased to the Group, or were proposed to be acquired or disposed of by or leased to the Group..

Yours faithfully,
For and on behalf
South China Capital Limited

Felix Leung
Associate Director