

19 July 2024
The Board of Directors
China XLX Fertiliser Ltd.
Xinxiang Economic Development Zone
Henan Province
The PRC

Dear Sirs,

Re: **China XLX Fertiliser Ltd. (the "Company")**
Major Transaction in Relation to the Disposal of Target Equity

We refer to the circular issued by the Company dated 19 July 2024 in relation to the captioned matter (the "Circular"). Capitalised terms used herein shall have the same meanings as those defined in the Circular unless otherwise stated.

We hereby consent and confirm that we have not withdrawn our consent to the issue of the Circular with the inclusion therein of our valuation report or extract thereof in respect of the valuation of the Target Equity; and all references thereto of our name and qualifications in the Circular, in the form and context in which they are included in the Circular.

In addition, we confirm that as at the date hereof, that:

- (i) As at the Latest Practicable Date, we were not interested beneficially, directly or indirectly, in the shares in any member of the Group and did not have any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for shares in any member of the Group; and
- (ii) As at the Latest Practicable Date, we did not have any direct or indirect interest in any assets which have been acquired or disposed of by or leased to the Group or are proposed to be acquired or disposed of or leased to the Group since 31 December 2023, being the date up to which the latest published audited consolidated accounts of the Company were made up.

Yours faithfully
For and on behalf of
Zhongshenghua Asset Appraisal Co., Ltd

