



RAINBOW CAPITAL (HK) LIMITED
溢博資本有限公司

STRICTLY PRIVATE & CONFIDENTIAL

Date: 2 December 2022

To: **AB Builders Group Limited**
10th Floor
Edf.Comercial I Tak
No. 126, Rua De Pequim
Macau
Attention: The Board of Directors

Copy to: The Listing Division
The Stock Exchange of Hong Kong Limited
12th Floor, Two Exchange Square,
8 Connaught Place,
Central, Hong Kong

Securities and Futures Commission
35/F, Cheung Kong Centre
2 Queen's Road Central,
Hong Kong

Dear Sirs,

**RE: DISCLOSEABLE AND CONNECTED TRANSACTION – ACQUISITION OF
THE ENTIRE EQUITY INTEREST OF THE TARGET COMPANY**

We refer to the circular of AB Builders Group Limited (the “**Company**”) dated 2 December 2022 (the “**Circular**”) in relation to the captioned subject. Unless otherwise specified, terms used herein shall have the same meaning as those defined in the Circular.

We are the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Acquisition and the transactions contemplated thereunder.

1. This confirmation is made in respect of the letter given by us which is included in the Circular.
2. We hereby confirm that, as at the Latest Practicable Date, we did not have any shareholding, either directly or indirectly, in any member of the Group.
3. We hereby confirm that, as at the Latest Practicable Date, we did not have any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group.

4. We hereby confirm that, as at the Latest Practicable Date, we did not have any interest, either directly or indirectly, in any assets which were proposed to be acquired or disposed of by or leased to any member of the Group since 31 December 2021 (the date to which the latest published audited financial statements of the Group were made up).
5. We hereby give and confirm that we have not withdrawn, our written consent to the issue of the Circular with the inclusion therein of our letter and/or references to our name, in the form and context in which it appears.
6. We hereby consent to a copy of this letter being made available for public inspection as described in the paragraph headed “Documents on display” in the Circular.

Yours faithfully,
For and on behalf of
Rainbow Capital (HK) Limited



Larry Choi
Managing Director