

4 January 2023

The Directors
Lingbao Gold Group Holdings Limited
Hangu Road and Jingshan Road Intersection
Lingbao, Henan Province
The PRC

Dear Sirs,

Re: Lingbao Gold Group Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) – Extension of Validity Period of Shareholders’ Resolutions and Grant of Authorization to the Designated Director(s) or Company Secretary(ies) of the Company to Handle All Matters Relating to the Subscription and Issuance of Shares under Specific Mandate

We, Octal Capital Limited, refer to the circular of the Company dated 4 January 2023 in respect of the Extension Resolutions (the “Circular”). Capitalized terms used in this letter shall have the same meanings as defined in the Circular.

We hereby give, and have not withdrawn, our written consent to the issue of the Circular with inclusion of our letter (the “Letter”) and opinions and the references to our name in the form and context in which they are included.

As at the Latest Practicable Date, we (i) had no shareholding interest in any member of the Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities of any member of the Group; and (ii) had no interest, directly or indirectly, in any assets which had since 31 December 2021 (being the date to which the latest published audited financial statements of the Group were made up) been acquired or disposed of by or leased to any member of the Group or which were proposed to be acquired or disposed of by or leased to any member of the Group.

We hereby consent the Letter and this letter being made available on display as described in the section headed “6. Documents on Display” in the Appendix to the Circular.

Yours faithfully,
For and on behalf of
Octal Capital Limited



Alan Fung
Managing Director