



環球戰略集團有限公司

GLOBAL STRATEGIC GROUP LIMITED

環球戰略集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8007)

27 May 2025

To the Independent Shareholders

Dear Sirs,

**PROPOSED RIGHTS ISSUE ON THE BASIS OF
FOUR (4) RIGHTS SHARES
FOR EVERY ONE (1) CONSOLIDATED SHARE HELD ON
THE RECORD DATE ON A NON-FULLY UNDERWRITTEN BASIS**

We refer to the circular of the Company dated 27 May 2025 (the “**Circular**”), of which this letter forms part. Terms defined in the Circular have the same meanings when used in this letter, unless the context otherwise requires.

We have been appointed by the Board as the members of the Independent Board Committee to advise the Independent Shareholders as to whether the terms of the Rights Issue and the transactions contemplated thereunder are fair and reasonable and are in the interests of the Company and the Shareholders as a whole, and to advise the Independent Shareholders as to voting at the EGM.

Rainbow Capital (HK) Limited has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders as to whether the terms of the Rights Issue and the transactions contemplated thereunder are fair and reasonable. Details of its recommendation, together with the principal factors and reasons taken into consideration in arriving at such recommendation, are set out on pages IFA-1 to IFA-30 of the Circular.

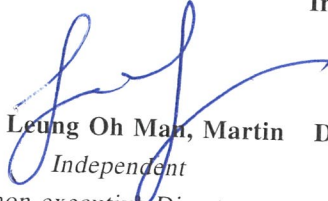
We wish to draw your attention to the letter from the Board, the letter from the Independent Financial Adviser and additional information in Appendix III as set out in the Circular.

Having considered the terms of the Rights Issue and the transactions contemplated thereunder, and having taken into account the advice from the Independent Financial Adviser, we are of the opinion that the Rights Issue and the transactions contemplated thereunder are on normal commercial terms, fair and reasonable insofar as the Company and the Independent Shareholders are concerned, and in the interests of the Company and the Shareholders as a whole.

Yours faithfully,

For and on behalf of the

Independent Board Committee


Mr. Leung Oh Man, Martin
Independent
non-executive Director

Dr. Chung Ling Cheong Dicky
Independent
non-executive Director

Dr. Cheng Chak Ho
Independent
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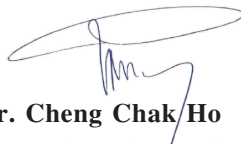
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