

12 May 2014

Suite 3711, 37/F., Tower Two, Times Square
1 Matheson Street, Causeway Bay, Hong Kong
香港铜锣湾勿地臣街 1 号时代广场二座 37 楼 3711 室

The Board of Directors
Sunlink International Holdings Limited
Suite 1502, 15th Floor
Great Eagle Centre, 23 Harbour Road
Wanchai, Hong Kong

Dear Sirs,

**UNCONDITIONAL MANDATORY CASH OFFER BY
GET NICE SECURITIES LIMITED
ON BEHALF OF
RICH PRO INVESTMENTS LIMITED
TO ACQUIRE ALL THE ISSUED SHARES
(OTHER THAN THOSE ALREADY OWNED BY RICH PRO INVESTMENTS LIMITED
AND PARTIES ACTING IN CONCERT WITH IT)
OF SUNLINK INTERNATIONAL HOLDINGS LIMITED**

We, Veda Capital Limited, refer to the composite offer and response document dated 12 May 2014 jointly issued by the Company and the Offeror to the Shareholders (the “**Composite Document**”). Capitalized terms used in this letter shall have the same meanings as those defined in the Composite Document.

We would like to confirm the following:

1. we are a licensed corporation to carry out Type 6 (advising on corporate finance) regulated activity under the SFO; and
2. as at the Latest Practicable Date, we did not have any shareholding, direct or indirect, 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 in any member of the Group, nor did we have any direct or indirect interest in any assets which had been, since 31 December 2013, being the date of the latest published audited consolidated financial statements of the Company were made up, acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group.

We have hereby given and have not withdrawn our written consent to the issue of the Composite Document with the inclusion therein of our advices, letter, report and/or references to our name in the form and context in which they respectively appear.

Yours faithfully
For and on behalf of
Veda Capital Limited


Julisa Fong
Managing Director