

25 October 2023

DL Holdings Group Limited

Unit 2902, Vertical Square
28 Heung Yip Road
Wong Chuk Hang
Hong Kong

Dear Sirs/Madams,

Re: DL Holdings Group Limited (Stock Code: 1709)

(the "Company", together with its subsidiaries, the "Group")

- **Discloseable and connected transaction in relation to acquisition of remaining equity interest in DL Family Office (HK) Limited involving the issue of Promissory Note**

We refer to the circular of the Company on the captioned matters dated 25 October 2023 (the "**Circular**"). Capitalised terms used herein shall have the same meaning as defined in the Circular unless otherwise stated.

In relation to our engagement as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders, we hereby give our consent and confirm that we have not withdrawn our consent to the issue of the Circular with the inclusion therein of our letter of advice ("**IFA Letter**") and references to our name and logo in the form and context in which they are included.


We further confirm that, as at the Latest Practicable Date:

- (a) we did not have any beneficial interest in the share capital of any member of the Group nor did we have any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for any securities in any member of the Group; and
- (b) we did not have any direct or indirect interest, or in any assets which have been, since 31 March 2023 (being the date to which the latest published audited accounts of the Group were made up), acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group.

We hereby also give our consent to and confirm that this letter being made available on display as described in "Appendix II General Information – 9. EXPERT AND CONSENT" to the Circular.

Yours faithfully,

For and on behalf of
Vinco Financial Limited



Alister Chung
Managing Director