

Date: 27 January 2016

KEE Holdings Company Limited
Unit B, 16/F YHC Tower,
No. 1 Sheung Yuet Road,
Kowloon Bay,
Kowloon, Hong Kong
Attn: The Board of Directors

Dear Sirs,

Company: KEE Holdings Company Limited (the "Company", together with its subsidiaries, the "Group")
Subject: Response Document
Transaction: Mandatory unconditional cash offers by China International Capital Corporation Hong Kong Securities Limited on behalf of Glory Emperor Trading Limited for all the issued Shares in (other than those already owned or agreed to be acquired by Glory Emperor Trading Limited and parties acting in concert with it) and to cancel all outstanding Share Options of KEE Holdings Company Limited

We refer to the response document (the "Response Document") of the Company dated 27 January 2016 in respect of the captioned matter.

We confirm that we have given and have not withdrawn our consent to the issue of the Response Document with the inclusion therein of our opinion and the references to our name and our opinion in the form and context in which they are respectively included in the Response Document.

We further confirm that, as at the Latest Practicable Date (as defined in the Response Document):


- (a) we did not have any shareholding in the Company or any of its subsidiaries and 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; and
- (b) we did not have any direct or indirect interest in any assets which have been, since 31 December 2014 (the date to which the latest published audited consolidated financial statements 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 also hereby give our consent to our letter and this letter being made available for public inspection as described in Appendix II to the Response Document.

Yours faithfully,
For and on behalf of
Hills & Co. (君道律师事务所)





Mr. Edward Yau
Partner & Chief Lawyer

