



環球數碼

GLOBAL DIGITAL CREATIONS HOLDINGS LIMITED

環球數碼創意控股有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock Code: 8271)

20 January 2026

To the Independent Shareholders

Dear Sir or Madam,

**MAJOR AND CONTINUING CONNECTED TRANSACTIONS
RENEWAL OF FINANCE SERVICES AGREEMENT**

We refer to the circular of the Company dated 20 January 2026 (the “**Circular**”) of which this letter forms part. Capitalised terms used in this letter shall have the same meanings as defined in the Circular unless the context otherwise requires.

We have been appointed by the Board as members to form the Independent Board Committee to consider the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps) and to advise the Independent Shareholders as to whether the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps) are fair and reasonable, on normal commercial terms or better, in the ordinary and usual course of business of the Group and in the interests of the Company and its Shareholders as a whole, and as to how the Independent Shareholders should vote on the proposed resolution(s) to approve the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps) at the SGM.

First Global has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this regard. Details of the letter of advice from the Independent Financial Adviser, together with the principal factors taken into consideration in arriving at such advice, are set out on pages 18 to 35 of the Circular. Your attention is also drawn to the letter from the Board set out on pages 5 to 15 of the Circular and the additional information set out in the appendix to the Circular.

** For identification purpose only*

Having taken into account the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps), and the advice from the Independent Financial Adviser, we consider that the Finance Services Agreement was entered into on normal commercial terms and in the ordinary and usual course of business of the Group, and that the terms of the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps) are fair and reasonable so far as the Independent Shareholders are concerned, and in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolutions at the SGM to approve the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps).

Yours faithfully,
For and on behalf of
the Independent Board Committee



Mr. Lam Yiu Kin

Mr. Zheng Xiaodong

Ms. Wu Chunhua

Ms. Yang Siwei

Independent Non-executive Directors

Having taken into account the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps), and the advice from the Independent Financial Adviser, we consider that the Finance Services Agreement was entered into on normal commercial terms and in the ordinary and usual course of business of the Group, and that the terms of the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps) are fair and reasonable so far as the Independent Shareholders are concerned, and in the interests of the Company and the Shareholders as a whole. Accordingly, we recommend the Independent Shareholders to vote in favour of the resolutions at the SGM to approve the Finance Services Agreement and the transactions contemplated thereunder (including the annual caps).

Yours faithfully,
For and on behalf of
the Independent Board Committee



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Yours faithfully,
For and on behalf of
the Independent Board Committee



Mr. Lam Yiu Kin

Mr. Zheng Xiaodong

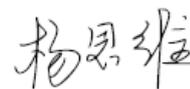
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Independent Non-executive Directors

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Yours faithfully,
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