



京西重工國際有限公司
BEIJINGWEST INDUSTRIES INTERNATIONAL LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2339)

23 November 2021

To the Independent Shareholders

Dear Sir or Madam,

**REVISION OF EXISTING ANNUAL CAP FOR
CONTINUING CONNECTED TRANSACTIONS**

We refer to the circular of the Company to the Shareholders dated 23 November 2021 (the “Circular”), in which this letter forms part. Unless the context requires otherwise, capitalised terms used in this letter will have the same meanings as defined in the Circular unless the context otherwise requires.

We have been appointed by the Board as the Independent Board Committee to advise the Independent Shareholders on whether the Revised Cap under the Supplemental Agreement is fair and reasonable so far as the Independent Shareholders are concerned and in the interests of the Group and the Shareholders as a whole.

We wish to draw your attention to the letter of advice from Alpha Financial Group Limited as set out on pages 13 to 24 of the Circular and the letter from the Board as set out on pages 3 to 11 of the Circular.

Having considered the Revised Cap under the Supplemental Agreement, the situation of the Company, the factors and reasons considered by Alpha Financial Group Limited and its opinion as stated in its letter of advice, we consider that the Sales under the Revised Cap of the Supplemental Agreement are being carried out on normal commercial terms and in the ordinary and usual course of business of the Group, the terms of which are fair and reasonable so far as the Independent Shareholders are concerned and the transactions are in the interests of the Group and the Shareholders as a whole. Accordingly, we recommend the Independent

Shareholders to vote in favour of the ordinary resolution proposed to approve the Supplemental Agreement and Revised Cap in relation thereto.

Yours faithfully,
For and on behalf of
The Independent Board Committee of
BeijingWest Industries International Limited



**Mr. Tam King Ching,
Kenny**
*Independent Non-
executive Director*


**Mr. Yip Kin Man,
Raymond**
*Independent Non-
executive Director*

Mr. Chan Pat Lam
*Independent Non-
executive Director*

Shareholders to vote in favour of the ordinary resolution proposed to approve the Supplemental Agreement and Revised Cap in relation thereto.

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