

Our Ref: WS/NMSCL/VSD/2025

13 February 2026

**PRIVATE & CONFIDENTIAL**

The Board of Directors  
North Mining Shares Company Limited  
Room 2004-05, 20/F  
Kwan Chart Tower  
6 Tonnochy Road  
Wan Chai, Hong Kong

Attn: The Board of Directors

Dear Sirs,

**North Mining Share Company Limited (the “Company”)  
and its subsidiaries (collectively referred to as the “Group”)  
Independent reporting accountants’ assurance report on the  
compilation of Unaudited Pro Forma Financial Information of the Remaining Group**

We have completed our assurance engagement to report on the compilation of unaudited pro forma financial information of North Mining Shares Company Limited (the “Company”) and its subsidiaries (collectively the “Group”) by the directors for illustrative purposes only. The unaudited pro forma financial information consists of the unaudited pro forma statement of financial position as at 30 June 2025, the unaudited pro forma statement of profit or loss and other comprehensive income for the year ended 31 December 2024, the unaudited pro forma statement of cash flow for the year ended 31 December 2024, and related notes as set out in Appendix III of the circular dated 13 February 2026 (the “Circular”) issued by the Company (the “Unaudited Pro Forma Financial Information”) in connection with the proposed disposal of the entire issued share capital of Jiulong Investment (Shanghai) Company Limited (hereinafter referred to as the “Target Company”) (the “Transaction”).

The Unaudited Pro Forma Financial Information has been compiled by the directors to illustrate the impact of the Transaction on the Group’s financial position as at 30 June 2025 as if the Transaction had taken place at 30 June 2025, and the Group’s financial performance and cash flows for the year ended 31 December 2024 as if the Transaction had taken place at 1 January 2024. As part of this process, information about the Group’s financial position has been extracted by the directors from the Group’s interim financial statement for the six months ended 30 June 2025, on which interim report has been published. The Group’s financial performance and cash flows has been extracted by the directors from the Group’s financial statements for the year ended 31 December 2024, on which annual report has been published.

## **Directors' Responsibility for the Pro Forma Financial Information**

The directors are responsible for compiling the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules") and with reference to Accounting Guideline ("AG") 7 Preparation of Pro Forma Financial Information for Inclusion in Investment Circulars issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

## **Our Independence and Quality Management**

We have complied with the independence and other ethical requirements of the Code of Ethics for Professional Accountants issued by the HKICPA, which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior.

The firm applies Hong Kong Standard on Quality Management 1 Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

## **Reporting Accountant's Responsibilities**

Our responsibility is to express an opinion, as required by paragraph 4.29(7) of the Listing Rules, on the Unaudited Pro Forma Financial Information and to report our opinion to you. We do not accept any responsibility for any reports previously given by us on any financial information used in the compilation of the Unaudited Pro Forma Financial Information beyond that owed to those to whom those reports were addressed by us at the dates of their issue.

We conducted our engagement in accordance with Hong Kong Standard on Assurance Engagements 3420, Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus, issued by the HKICPA. This standard requires that the reporting accountant plan and perform procedures to obtain reasonable assurance about whether the directors have compiled the Unaudited Pro Forma Financial Information in accordance with paragraph 4.29 of the Listing Rules and with reference to AG 7 issued by the HKICPA.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the pro forma financial information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Unaudited Pro Forma Financial Information.

The purpose of Unaudited Pro Forma Financial Information included in the Circular is solely to illustrate the impact of the Transaction on unadjusted financial information of the Group as if the Transaction had been undertaken at an earlier date selected for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the Transaction would have been as presented.



A reasonable assurance engagement to report on whether the Unaudited Pro Forma Financial Information has been properly compiled on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the Unaudited Pro Forma Financial Information provide a reasonable basis for presenting the significant effects directly attributable to the Transaction, and to obtain sufficient appropriate evidence about whether:

- The related pro forma adjustments give appropriate effect to those criteria; and
- The Unaudited Pro Forma Financial Information reflects the proper application of those adjustments to the unadjusted financial information.

The procedures selected depend on the reporting accountant's judgment, having regard to the reporting accountant's understanding of the nature of the Group, the event or transaction in respect of which the Unaudited Pro Forma Financial Information has been compiled, and other relevant engagement circumstances.

The engagement also involves evaluating the overall presentation of the Unaudited Pro Forma Financial Information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Opinion

In our opinion:

- (a) the Unaudited Pro Forma Financial Information has been properly compiled on the basis stated;
- (b) such basis is consistent with the accounting policies of the Group; and
- (c) the adjustments are appropriate for the purposes of the Unaudited Pro Forma Financial Information as disclosed pursuant to paragraph 4.29(1) of the Listing Rules.

Suya WWC CPA Limited  
Certified Public Accountants

Chung King Ho  
Practising Certificate Number: P06894

Hong Kong, 13 February 2026

c.c. The Stock Exchange of Hong Kong Limited