



**SOMERLEY CAPITAL LIMITED**

20/F., China Building, 29 Queen's Road Central, Hong Kong

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**CIMC Vehicles (Group) Co., Ltd.**

No. 2 Gangwan Avenue, Shekou

Nanshan District, Shenzhen

Guangdong, the PRC

27 March 2024

Dear Sirs,

**(1) CONDITIONAL CASH OFFER BY UBS ON BEHALF OF  
CIMC VEHICLES (GROUP) CO., LTD. TO BUY-BACK ALL THE ISSUED H SHARES  
(OTHER THAN THOSE HELD BY CIMC GROUP AND ITS CONCERT PARTIES)  
AT HK\$7.5 PER H SHARE;**

**AND**

**(2) PROPOSED VOLUNTARY WITHDRAWAL OF LISTING OF THE H SHARES OF  
CIMC VEHICLES (GROUP) CO., LTD. FROM  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

We refer to the offer document issued by CIMC Vehicles (Group) Co., Ltd. dated 27 March 2024 in relation to, among other things, the captioned matters (the "**Offer Document**"). Capitalised terms used in this letter shall have the same meanings as those defined in the Offer Document, unless the context requires otherwise.

We, Somerley Capital Limited, as the independent financial adviser to the Independent H Shareholders in respect of the H Share Buy-back Offer and the Voluntary Withdrawal of Listing, hereby confirm that we have given and have not withdrawn our written consent to the issue of the Offer Document with the inclusion therein of our letter as set out in the section headed "*Letter from Somerley*" (the "**Letter from Somerley**"), our opinions, and the references to our name, opinions, advice, logo and qualifications in the form and context in which they respectively appear in the Offer Document.

We hereby further consent to, and confirm that we have not withdrawn our consent to, the Letter from Somerley and this letter being made available for public inspection as described in the paragraph headed "*12. Documents on Display*" in Appendix IV to the Offer Document.

Yours faithfully,  
for and on behalf of  
**Somerley Capital Limited**

Name: Jenny Leung  
Position: Director