

STRICTLY PRIVATE & CONFIDENTIAL

29 November 2021

China 21st Century Education Group Limited

31/F, Tower Two, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

Dear Sirs,

**MAJOR AND CONNECTED TRANSACTION
ACQUISITION OF PROPERTIES**

We hereby consent and confirm that we have not withdrawn our consent to the issue by China 21st Century Education Group Limited of the circular (the “Circular”) dated 29 November 2021 in respect of the captioned matter with the inclusion therein of our letter dated 29 November 2021 and the references to our name and our letter in the form and context in which they appear.

We further consent to this letter being made available for inspection and published as described in the section headed “11. DOCUMENTS ON DISPLAY” in Appendix V to the Circular.

Except as stated above, our said letter is not to be quoted or referred to, in whole or in part, nor shall our said letter or this consent letter be used for any other purpose, without our prior written consent.

Yours faithfully,
For and on behalf of
Gram Capital Limited



Graham Lam
Managing Director