4 June 2015

*To the Independent Securities Holders*

Dear Sir or Madam,

**CONDITIONAL MANDATORY CASH OFFERS BY GET NICE SECURITIES FOR AND ON BEHALF OF THE OFFEROR TO ACQUIRE ALL THE ISSUED SHARES AND THE OUTSTANDING WARRANTS OF ENVIRO ENERGY INTERNATIONAL HOLDINGS LIMITED (OTHER THAN THOSE ALREADY OWNED BY OR AGREED TO BE ACQUIRED BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH IT) AND TO CANCEL ALL THE OUTSTANDING OPTIONS OF ENVIRO ENERGY INTERNATIONAL HOLDINGS LIMITED**

## INTRODUCTION

We refer to this Composite Document dated 4 June 2015 jointly issued by or on behalf of the Offeror and the Company of which this letter forms part. Terms used in this letter shall have the same meanings as those defined in this Composite Document unless the context otherwise requires.

We have been appointed as members of the Independent Board Committee to consider the Offers and to make a recommendation to you as to whether, in our opinion, the terms of the Offers are fair and reasonable so far as the Independent Securities Holders are concerned and as to acceptance thereof.

Opus Capital Limited has been appointed as the Independent Financial Adviser to advise us in respect of the terms of the Offers and as to acceptance thereof. Details of its advice and the principal factors taken into consideration by it in arriving at its advice and recommendation are set out in the letter from the Independent Financial Adviser in this Composite Document.

We also wish to draw your attention to the letter from the Board, the letter from Get Nice Securities and the additional information set out in the appendices to this Composite Document.

**RECOMMENDATION**

Having taken into account the terms of the terms of the Offers and the advice and recommendation from the Independent Financial Adviser, we are of the opinion that the terms of the Offers are fair and reasonable so far as the Independent Securities Holders are concerned and therefore we recommend the Independent Securities Holders to accept the Offers.

Independent Shareholders are reminded to carefully monitor the market price and liquidity of the Shares during the Offer Period and consider selling their Shares in the open market during the Offer Period, where possible, rather than accepting the Share Offer, if the net proceeds from the sale of such Shares in the open market would exceed the net amount receivable under the Share Offer. Warrantholders and Optionholders should likewise consider exercising their Warrants and Options (as the case may be) in accordance with the terms of the Warrants and the Share Option Schemes (as the case may be) and selling in the market the Shares issued to them, if the net proceeds from the sale of such Shares in the open market would exceed the net amount receivable under the Warrant Offers and the Option Offer(s) (as the case may be). Optionholders should note that the Options (to the extent not exercised) may be exercised after the Offers have become or are declared unconditional prior to the expiry date of the relevant Options. Optionholders may exercise such Options (to the extent not exercised and though the Option period has not come into effect during the Offers) at any time within 14 days after the date on which the Offers have become or are declared unconditional to its full extent or to the extent specified in such notice.

Notwithstanding our recommendation, the Independent Securities Holders are strongly advised that the decision to realise or to hold your investment in the Shares, Warrants and Options is subject to individual circumstances and investment objectives and they should consider carefully the terms of the Offers. If in doubt, the Independent Securities Holders should consult their own professional advisers for professional advice. Furthermore, the Independent Securities Holders who wish to accept the Offers are recommended to read carefully the procedures for accepting the Offers as detailed in this Composite Document.

Yours faithfully,
For and on behalf of
Independent Board Committee of
**Enviro Energy International Holdings Limited**

**Mr. David Tsoi**
*Independent non-executive Director*

**Mr. Lo Chi Kit**
*Independent non-executive Director*

**Mr. Tam Hang Chuen**
*Independent non-executive Director*

## RECOMMENDATION

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| **Mr. David Tsoi** | **Mr. Lo Chi Kit** | **Mr. Tam Hang Chuen** |
| *Independent non-executive Director* | *Independent non-executive Director* | *Independent non-executive Director* |

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