



SOMERLEY CAPITAL LIMITED

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

Telephone: 2869 9090 Fax: 2526 2032 E-Mail: somerley@somerley.com.hk

Titan Invo Technology Limited

Room 707-711, 7/F,

TusPark Workhub,

118 Wai Yip Street, Kwun Tong

Hong Kong

5 January 2022

Dear Sirs,

CIRCULAR RELATING TO
(1) CONNECTED TRANSACTION IN RELATION TO
PROPOSED VARIATION TO TERMS AND CONDITIONS OF
CONVERTIBLE BONDS;
(2) PROPOSED ISSUE OF NEW SHARES UPON CONVERSION OF
CONVERTIBLE BONDS UNDER SPECIFIC MANDATE;
(3) PROPOSED RIGHTS ISSUE ON THE BASIS OF ONE RIGHTS SHARE
FOR EVERY TWO EXISTING SHARES HELD ON THE RECORD DATE
AT HK\$0.07 PER RIGHTS SHARE; AND
(4) APPLICATION FOR WHITEWASH WAIVER;

We refer to the circular issued by Titan Invo Technology Limited dated 5 January 2022 (the “Circular”) in connection with the captioned matters. Unless otherwise defined, terms used herein shall have the same meanings as those defined or referred to in the Circular.

We hereby give our written consent and confirm that we have not withdrawn our written consent to the issue of the Circular with the reference to our name in the form and context in which they respectively appear in the Circular.

We hereby further consent to this letter being made available as described in the section headed “17. DOCUMENTS ON DISPLAY” in Appendix II to the Circular.

We also confirm that as at the Latest Practicable Date, we:

- (a) did not have any shareholding, directly or indirectly, in any member of the Group or any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group; and
- (b) did not have any direct or indirect interest in any assets which had been acquired or disposed of by or leased to any member of the Group, or were proposed to be acquired or disposed of by or leased to any member of the Group, since 31 December 2020, being the date to which the latest published audited consolidated financial statements of the Group were made up.



For and on behalf of
SOMERLEY CAPITAL LIMITED

A handwritten signature in black ink, appearing to read 'Clifford Cheng', written over a horizontal line.

Clifford Cheng
Director