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TITAN INVO TECHNOLOGY LIMITED

泰坦智華科技有限公司

(formerly known as TUS International Limited 啟迪國際有限公司)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 872)

**INSIDE INFORMATION
LAPSE OF
CONNECTED TRANSACTION IN RELATION TO
PROPOSED VARIATION TO TERMS AND CONDITIONS OF
CONVERTIBLE BONDS
AND
PROPOSED RIGHTS ISSUE**

This announcement is made by Titan Invo Technology Limited (the “**Company**”) pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the SFO (Cap. 571 of the Laws of Hong Kong).

Reference is made to (i) the circular (the “**Circular**”) incorporating the notice (the “**Notice**”) of the extraordinary general meeting (the “**EGM**”) of the Company dated 5 January 2022; (ii) the clarification announcement of the Company dated 17 January 2022; (iii) the announcement of the Company in relation to the proposed adjournment of the EGM dated 26 January 2022 (the “**Adjournment Announcement**”); and (iv) the announcement of the voting result for adjournment of the EGM dated 28 January 2022. Unless otherwise stated, capitalised terms used herein shall have the same meaning as those defined in the Circular or the Adjournment Announcement, as applicable.

The Company regrets to announce that, despite continuous effort made by the Board, the Company has been unable to obtain all the necessary consents or waivers, or indication to grant the consents or waivers which are required under Variation Condition (vi) as disclosed in the section headed “2. THE PROPOSED VARIATION– Variation Conditions” in the Board Letter by 5:00 p.m. on the Variation Long Stop Date (being 8 February 2022 as indicated in the section headed “Expected Timetable” of the Circular). As Variation Condition (vi) has not been fulfilled or waived on or before the Variation Long Stop Date, the Deed of Variation and Undertakings lapsed accordingly. Since the Proposed Variation having come into effect is one of the Rights Issue Conditions, the Rights Issue will not become unconditional as a result of the lapse of the Deed of Variation and Undertakings and, consequentially, also lapsed. The Company decided not to proceed to postpone the timetable for the Proposed Variation and the Rights Issue in order to avoid the issue of the New Conversion Shares during the blackout period of the Company as previously proposed and disclosed in the Adjournment Announcement which, if implemented, would extend the Variation Long Stop Date to a later date as a result because the Board does not expect that all relevant consent(s) or waiver(s) would be granted in the foreseeable future.

As the Rights Issue will not proceed, the Board will explore other fund raising alternatives. As at the date of this announcement, there is no concrete plan in this regard.

Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Titan Invo Technology Limited
Ma Chi Kong Karl
Chairman

Hong Kong, 8 February 2022

As at the date of this announcement, the Board comprises Mr. Hu Bo who is executive Director, Mr. Ma Chi Kong Karl (Chairman) and Mr. Tsang Ling Biu Gilbert who are non-executive Directors, and Hon. Quat Elizabeth (JP), Dr. Koong Hing Yeung Victor and Mr. Lee Kwok Tung Louis who are independent non-executive Directors.

The Directors jointly and severally accept full responsibility for accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.