

2 December 2022

The Board of Directors and the Liquidators
China U-Ton Future Space Industrial Group Holdings Ltd.(In Liquidation)
Unit B, 12/F
Hang Seng Causeway Bay Building
28 Yee Wo Street
Causeway Bay
Hong Kong

Dear Sirs,

**(1) RESTRUCTURING AGREEMENT IN RELATION TO
THE PROPOSED RESTRUCTURING INVOLVING
(I) CAPITAL REORGANIZATION;
(II) SUBSCRIPTION;
(III) GROUP REORGANIZATION;
(IV) PLACING;
(V) HONG KONG SCHEME;
(VI) PRC DEBT ARRANGEMENT; AND
(VII) RESUMPTION;
(2) APPLICATION FOR WHITEWASH WAIVER; AND
(3) SPECIAL DEAL**

We refer to the circular issued by China U-Ton Future Space Industrial Group Holdings Ltd. (In Liquidation) dated 2 December 2022 (the “**Circular**”) in relation to the captioned matter. Unless otherwise defined herein, terms used in this letter shall have the same meanings as defined in the Circular.

We hereby confirm that we have given our consent and have not withdrawn our consent to the issue of the Circular with the inclusion therein of our letter to the Independent Board Committee and the Independent Shareholders dated 2 December 2022 (the “**IFA Letter**”) and references to our name and/or logo in the form and context in which they appear in the Circular.

We also hereby confirm that as at the Latest Practicable Date, INCUB Corporate Finance Limited

- (i) was not beneficially interested in the share capital of any member of the Group;
- (ii) did not have 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
- (iii) did not have any interest, either directly or indirectly, in any asset which had been acquired or disposed of by or leased to any member of the Group or which were proposed to be acquired or disposed of by or leased to any member of the Group since 31 December 2021 (being the date to which the latest published audited consolidated financial statements of the Company were made up).

We hereby further consent to the IFA Letter and this letter being made available for inspection as described in the section headed "Documents Available for Inspection" in Appendix III to the Circular.

Yours faithfully,
For and on behalf of
INCUCorporate Finance Limited

A handwritten signature in blue ink, appearing to be 'Gina Leung', with a large loop at the start and a horizontal stroke at the end.

Gina Leung
Managing Director
Encl.