

STRICTLY PRIVATE & CONFIDENTIAL

30 November 2020

CIMC-TianDa Holdings Company Limited

Units A-B, 16 Floor
China Oversea Building
No 139 Hennessy Road
Wanchai, Hong Kong

Dear Sirs,

**(1) PROPOSAL FOR THE PRIVATISATION OF CIMC-TIANDA HOLDINGS
COMPANY LIMITED BY THE JOINT OFFERORS BY WAY OF A SCHEME OF
ARRANGEMENT (UNDER SECTION 86 OF THE COMPANIES LAW);
(2) PROPOSED WITHDRAWAL OF LISTING OF CIMC-TIANDA HOLDINGS
COMPANY LIMITED; AND
(3) SPECIAL DEAL RELATING TO ROLLOVER ARRANGEMENT**

We hereby consent and confirm that we have not withdrawn our consent to the issue by CIMC-TianDa Holdings Company Limited of the scheme document (the “**Scheme Document**”) dated 30 November 2020 in respect of the captioned matter with the inclusion therein of our letter dated 30 November 2020 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 public inspection as described in the section headed “Documents available for inspection” in Appendix II to the Scheme Document.

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