

STRICTLY PRIVATE & CONFIDENTIAL

31 May 2022

**First Tractor Company Limited**

No. 154 Jianshe Road

Luoyang

Henan Province

the PRC

Dear Sirs,

- (I) **DISCLOSEABLE AND CONNECTED TRANSACTION IN RELATION  
TO DISPOSAL OF TARGET ASSETS;**
- (II) **MAJOR AND CONNECTED TRANSACTION IN RELATION TO  
CAPITAL INCREASE IN SINOMACH FINANCE;**
- AND**
- (III) **DISCLOSEABLE TRANSACTION AND CONTINUING CONNECTED  
TRANSACTIONS IN RELATION TO THE DEPOSIT TRANSACTION**

We hereby consent and confirm that we have not withdrawn our consent to the issue by First Tractor Company Limited of the circular (the “Circular”) dated 31 May 2022 in respect of the captioned matter with the inclusion therein of our letter dated 31 May 2022 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 published as described in the section headed “10. DOCUMENTS ON DISPLAY” under the Appendix VII to the Circular.

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**



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**Graham Lam**  
*Managing Director*