

# SINOCLLOUD GROUP LIMITED

(Company Registration No. 34050)

(Incorporated In Bermuda)

## 2023 ANNUAL GENERAL MEETING - SHAREHOLDER PROXY FORM

I/We \_\_\_\_\_ NRIC/Passport/Company Registration No. \_\_\_\_\_

of \_\_\_\_\_  
being a shareholder(s) of SinoCloud Group Limited (the “Company”) hereby appoint

Name	Address	Email Address	NRIC/ Passport Number	Proportion of Shareholdings (%)

and/or (delete as appropriate)

Name	Address	Email Address	NRIC/ Passport Number	Proportion of Shareholdings (%)

or if no person is named, the Chairman of the AGM, as my/our proxy(ies) to attend, speak and vote for me/us on my/our behalf at the 2023 Annual General Meeting of the Company to be held at 137 Cecil Street, Cecil Building #04-01 Singapore 069537 on Monday, 30 October 2023 at 11.00 a.m. (Singapore time) and at any adjournment thereof (the “AGM”). The proxy(ies) is/are hereby directed to vote for or against, or abstain from voting on, the resolutions to be proposed at the AGM as indicated hereunder. In the absence of specific directions, the proxy(ies) may vote or abstain as he/she/they deem(s) fit on any of the below resolutions and on any other matter arising at the AGM.

(Please indicate with an “X” within the relevant box to vote for or against, or abstain from voting, in respect of the resolutions to be proposed at the AGM as indicated hereunder.)

No.	Ordinary Resolution	For	Against	Abstain
<b>Ordinary Business</b>				
1	Adoption of the Directors’ Statement and Audited Financial Statements for the financial year ended 30 June 2023, together with the Independent Auditor’s Report thereon			
2	Re-election of Mr Chan Andrew Wai Men as a Director of the Company			
3	Re-election of Mr Ng Kwan Ming Francis as a Director of the Company			
4	Approval of the payment of Directors’ fees of HK\$240,000 for the financial year ending 30 June 2024, to be paid quarterly in arrears			
5	Re-appointment of Crowe Horwath First Trust LLP as the Auditors of the Company and to authorise Directors of the Company to fix their remuneration			
<b>Special Business</b>				
6	Authority to allot and issue shares in the capital of the Company			
7	Authority to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Total Number of Shares Held

\_\_\_\_\_  
Signature(s) of Shareholder(s) or Common Seal

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

## Important

- (1) The AGM will be held, in a wholly physical format, at 137 Cecil Street, Cecil Building #04-01 Singapore 069537 on Monday, 30 October 2023 at 11.00 a.m. (Singapore time). There will be no option for shareholders to participate virtually.
- (2) Investors who hold shares under the Supplementary Retirement Scheme (“**SRS Investors**”) and who wish to vote at the AGM should approach their SRS operators to submit their votes at least seven (7) working days before the date of the AGM (i.e. by **5.00 p.m. on 18 October 2023**). SRS Investors should not make use of this Shareholder Proxy Form.
- (3) Please read the notes below which contain instructions on, *inter alia*, the appointment of person(s) as a shareholder’s proxy to attend, speak and vote on his/her/its behalf at the AGM.

## Notes

- (1) Please insert the total number of shares held by you. If no number is inserted, this Shareholder Proxy Form shall be deemed to relate to all the shares held by you.
- (2) A shareholder who is entitled to attend and vote at the AGM but who is not able to attend the AGM is entitled to appoint a proxy to attend and vote in his/her/its stead. A shareholder who is the holder of two or more shares may appoint not more than two proxies and where a shareholder appoints two proxies, he/she/it shall specify the proportion of his/her/its shareholding to be represented by each proxy. If no such proportion is specified, the proxy whose name appears first shall be deemed to carry 100 per cent of the shareholding of the shareholder and the proxy whose name appears second shall be deemed to be appointed in the alternate. A proxy need not be a shareholder.
- (3) This Shareholder Proxy Form appointing a proxy(ies) must be submitted to the Company in the following manner:
  - (a) if submitted by post, be lodged with the Company’s Singapore Share Transfer Agent, M & C Services Private Limited, at 112 Robinson Road, #05-01, Singapore 068902; or
  - (b) if submitted electronically, be submitted via email to the Company’s Singapore Share Transfer Agent, M & C Services Private Limited, at [gpb@mncsingapore.com](mailto:gpb@mncsingapore.com),

in each case, **by 11.00 a.m. on 28 October 2023** (being not less than forty-eight (48) hours before the time appointed for the holding of the AGM).

The Company strongly encourages shareholders to submit completed proxy forms electronically.

- (4) This Shareholder Proxy Form appointing a proxy(ies) must be signed by the shareholder or his/her/its attorney duly authorised in writing. In the case of joint holders, all joint holders must sign this Shareholder Proxy Form. If the shareholder is a corporation, this Shareholder Proxy Form must be executed either under seal or under the hand of an officer or attorney duly authorised in writing. The power of attorney or other authority, if any, under which this Shareholder Proxy Form is signed or a notarially certified copy of that power or authority must be attached to this Shareholder Proxy Form.
- (5) A corporation which is a shareholder may by resolution of its directors or other governing body authorise such person as it thinks fit to act as its corporate representative at the AGM.
- (6) Completion and return of this Shareholder Proxy Form by a shareholder shall not prevent the shareholder from attending and voting in person at the AGM if the shareholder subsequently wishes to do so, in place of the shareholder’s proxy/proxies.

## General

The Company shall be entitled to reject any Shareholder Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the shareholder are not ascertainable from the instructions of the shareholder specified on any Shareholder Proxy Form. It is the shareholder’s responsibility to ensure that this Shareholder Proxy Form is properly completed. Any decision to reject this Shareholder Proxy Form will be final and binding and neither the Company, CDP nor M & C Services Private Limited accepts any responsibility for the consequences of such a decision.

## Personal Data Privacy

By submitting this Shareholder Proxy Form, the shareholder accepts and agrees to the personal data privacy terms set out in the notice of AGM dated 13 October 2023.