

SINOCLOUD GROUP LIMITED
(Company Registration No. 34050)
(Incorporated In Bermuda)

**LETTER TO SHAREHOLDERS ON ALTERNATIVE ARRANGEMENTS FOR THE
2021 ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 29 OCTOBER 2021**

Dear shareholders of SinoCloud Group Limited (the “**Company**”),

This letter is circulated together with and forms part of the Company’s Notice of Annual General Meeting dated 13 October 2021 (the “**Notice of AGM**”) in respect of the upcoming 2021 Annual General Meeting of the Company scheduled to be held by way of electronic means on Friday, 29 October 2021 at 10.30 a.m. (Singapore time) (the “**AGM**”).

The Company refers to:

- (1) the COVID-19 (Temporary Measures) Act 2020 which enables the Minister for Law by order to prescribe alternative arrangements for listed companies in Singapore to, *inter alia*, conduct general meetings, either wholly or partly, by electronic communication, video conferencing, teleconferencing or other electronic means;
- (2) the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “**COVID-19 Order**”) which sets out the alternative arrangements in respect of, *inter alia*, general meetings of companies; and
- (3) the joint statement by the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation of 13 April 2020 (and subsequently updated on 27 April 2020, 22 June 2020 and 1 October 2020) which provides additional guidance on the conduct of general meetings amid the evolving COVID-19 situation.

The Company wishes to inform shareholders that the Company will be conducting the AGM by way of electronic means pursuant to the COVID-19 Order, and will not be arranging for a physical meeting. The Company will arrange for (i) a “live” audio-visual webcast of the AGM, which allows shareholders to view the proceedings of the AGM contemporaneously (“**LIVE WEBCAST**”) and (ii) a “live” audio-only stream, which allows shareholders to listen to the proceedings of the AGM contemporaneously (“**LIVE AUDIO STREAM**”). Shareholders can ONLY participate in the AGM via LIVE WEBCAST or LIVE AUDIO STREAM (collectively, the “**electronic means**”).

PRE-REGISTRATION OF AGM

- 1 For shareholders who would like to view the proceedings of the AGM via LIVE WEBCAST or listen to the proceedings of the AGM through LIVE AUDIO STREAM, shareholders will need to pre-register online at the URL <https://conveneagm.sg/sinocloud2021>, **no later than 10.30 a.m. on 26 October 2021** (being not less than seventy-two (72) hours before the time appointed for holding the AGM) (the “**Registration Deadline**”), to create an account and to enable the Company to verify the shareholders’ status.
- 2 Authenticated shareholders will receive an email confirmation by 10.30 a.m. on 28 October 2021, and will be able to access the LIVE WEBCAST and/or the LIVE AUDIO STREAM using the account created.
- 3 Shareholders **MUST NOT** share their account created to access the LIVE WEBCAST and/or LIVE AUDIO STREAM with other persons who are not shareholders and who are not entitled to attend the AGM. This is also to avoid any technical disruptions or overload to the LIVE WEBCAST and the LIVE AUDIO STREAM.

- 4 Investors who hold shares under the Supplementary Retirement Scheme (“**SRS Investors**”) should approach their SRS operators to participate in the AGM via electronic means.
- 5 Shareholders who register by the Registration Deadline but do not receive an email response by 10.30 a.m. on 28 October 2021 should contact the Company’s Singapore Share Transfer Agent, M & C Services Private Limited, at +65 6228 0529 or at gpb@mncsingapore.com for assistance.

DOCUMENTS FOR THE AGM

Documents relating to the business of the AGM, which comprise the Company’s 2021 Annual Report for the financial year ended 30 June 2021 as well as the Notice of AGM and the Proxy Forms (Shareholder Proxy Form and Depositor Proxy Form), have been published on SGXNet and the Company’s website at the URL <https://www.sinocloudgroup.com> on 13 October 2021. Printed copies of these documents will NOT be despatched to shareholders.

SUBMISSION OF QUESTIONS

- 1 **Shareholders will not be able to ask questions during the AGM via electronic means, and therefore it is important for shareholders to submit their questions in advance of the AGM.**
- 2 Shareholders may submit any questions they may have in advance in relation to any resolution set out in the Notice of AGM **by 10.30 a.m. on 26 October 2021** via email to enquiry@sinocloudgroup.com, stating their questions and provide their particulars as follows:
 - (a) Full name (for individuals)/Company name (for corporates) as per CDP/SRS account records;
 - (b) NRIC or passport number (for individuals) / Company registration number (for corporates);
 - (c) Contact number; and
 - (d) Email address.
- 3 The Company will provide responses to substantial queries and relevant comments from shareholders relating to the agenda of the AGM prior to, or at, the AGM via electronic means. The Company will also address any subsequent clarifications sought, or follow-up questions, prior to, or at, the AGM in respect of substantial and relevant matters. The responses from the board of directors of the Company (the “**Board**”) and management of the Company shall thereafter be published on SGXNet and the Company’s website at the URL <https://www.sinocloudgroup.com>, together with the minutes of the AGM, within one (1) month after the AGM.
- 4 SRS Investors should approach their SRS operators to submit their questions in relation to any resolution set out in the Notice of AGM prior to the AGM and have their substantial queries and relevant comments answered.

PROXY VOTING

- 1 **Voting at the AGM is by proxy ONLY. Please note that shareholders will not be able to vote through the LIVE WEBCAST or LIVE AUDIO STREAM and can only vote with their proxy forms (Shareholder Proxy Form and Depositor Proxy Form) which are required to be submitted in accordance with the instructions on the respective proxy forms.**
- 2 Shareholders who wish to vote on any or all of the resolutions at the AGM must appoint the Chairman of the AGM as their proxy by completing the proxy form (Shareholder Proxy Form or Depositor Proxy Form) for the AGM. Shareholders should specifically indicate how they wish to vote for or against, or abstain from voting on, the resolutions set out in the Notice of AGM.

- 3 The instrument appointing the Chairman of the AGM as proxy 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, via email to the Company's Singapore Share Transfer Agent, M & C Services Private Limited, at gpb@mncsingapore.com,
- in either case, **by 10.30 a.m. on 27 October 2021** (being not less than forty-eight (48) hours before the time appointed for the holding of the AGM).
- 4 In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for shareholders to submit completed proxy forms by post, the Company strongly encourages shareholders to submit completed proxy forms electronically via email.
- 5 SRS Investors 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 19 October 2021**).

In view of the evolving COVID-19 situation, the Company reserves the right to take such further precautionary measures as may be appropriate up to the date of the AGM, including any precautionary measures required or recommended by the government or any regulatory bodies, in order to curb the spread of COVID-19. Shareholders should continually check for announcements by the Company for updates on the AGM on SGXNet or at the Company's website at the URL <https://www.sinocloudgroup.com>.

Yours faithfully
For and on behalf of the Board of
SinoCloud Group Limited

Chan Andrew Wai Men
Executive Chairman
13 October 2021

This letter has been prepared by the Company and its contents have been reviewed by the Company's sponsor, ZICO Capital Pte. Ltd. (the "Sponsor"), in accordance with Rule 226(2)(b) of the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst.

This letter has not been examined or approved by the SGX-ST and the SGX-ST assumes no responsibility for the contents of this letter, including the correctness of any of the statements or opinions made or reports contained in this letter.

The contact person for the Sponsor is Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road, #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.