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

**2021 ANNUAL GENERAL MEETING - DEPOSITOR PROXY FORM**

**The Company will be conducting the AGM (as defined below) via electronic means and there will not be a physical meeting. As such, a Depositor(s) (as defined below) will NOT be able to attend the AGM in person. A Depositor(s) (whether individual or corporate) must complete this Depositor Proxy Form to effect the appointment by CDP (as defined below) of the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM in respect of the Depositor(s) Shares (as defined below).**

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We, The Central Depository (Pte) Limited ("**CDP**"), being a shareholder of SinoCloud Group Limited (the "**Company**"), have appointed the person(s) whose name and particulars are set out in Part I below (the "**Depositor(s)**"), in respect of such number of shares (the "**Depositor(s) Shares**") set out against his/her/its name in the Depository Register maintained by CDP as at 27 October 2021 (the "**Cut Off Date**") as our proxy to vote for us on our behalf at the 2021 Annual General Meeting of the Company to be held by way of electronic means on Friday, 29 October 2021 at 10.30 a.m. (Singapore time) and at any adjournment thereof (the "**AGM**")

I

Name of Depositor(s): _____
Address:_____
_____
_____

| Number of Depositor(s) Shares |
|---|
| |

**OR** in the event the Company receives this Depositor Proxy Form which is:

(i) duly completed and signed/executed by the Depositor(s); and

(ii) submitted by the requisite time and date, and to the requisite office as indicated overleaf,

we hereby appoint the Chairman of the AGM, as our proxy to attend, speak and vote for us on our behalf at the AGM, provided that such details have been verified in Part IV by the affixing of the seal or signature of or on behalf of the person(s) named in Part I, and on the basis that the Chairman of the AGM is authorised to vote in respect of the number of Depositor(s) Shares reflected in Part I or if no number is so reflected, in respect of all of the Depositor(s) Shares held by the Depositor(s) as at the Cut Off Date. The Chairman of the AGM is 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 in respect of a resolution, the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

We further hereby authorise and direct the Company to accept this Depositor Proxy Form in respect of the Depositor(s) Shares.

II

| No. | Ordinary Resolution | For | Against | Abstain |
|---|---|---|---|---|
| **Ordinary Business** | | | | |
| 1 | Adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2021, 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 Alexander Shlaen as a Director of the Company | | | |
| 4 | Re-election of Mr Lam Chun Hei, Justin as a Director of the Company | | | |
| 5 | Approval of the payment of Directors' fees of HK$360,000 for the financial year ending 30 June 2022, to be paid quarterly in arrears | | | |
| 6 | 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 | | | |
| **Special Business** | | | | |
| 7 | Authority to allot and issue shares in the capital of the Company | | | |
| 8 | Authority to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan | | | |

Dated this 13th day of October 2021

III The Central Depository (Pte) Limited

_____
Signature of Director

IV

| TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO APPOINT THE CHAIRMAN OF THE AGM AS PROXY | | | |
|---|---|---|---|
| For individual: | For corporation: | | |
| _____ | _____ | _____ | |
| Signature of Direct Account Holder | Signature of Director | Signature of Director/Secretary | Common seal |

**IMPORTANT: PLEASE READ NOTES OVERLEAF**

**Important**

(1) The AGM will be held by way of electronic means pursuant to the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020.

(2) Alternative arrangements relating to, among others, attendance, submission of questions in advance and/or voting by proxy at the AGM, are set out in the accompanying Company's Letter to Shareholders dated 13 October 2021 (the "**Letter**"), which has been uploaded together with the Notice of AGM dated 13 October 2021 on SGXNet on the same day. The Letter may also be accessed at the Company's website at the URL https://www.sinocloudgroup.com. For the avoidance of doubt, the Letter is circulated together with and forms part of the Notice of AGM dated 13 October 2021 in respect of the AGM.

(3) 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 19 October 2021**). SRS Investors should not directly appoint the Chairman of the AGM as proxy to direct the vote.

(4) Please read the notes below which contain instructions on, *inter alia*, the appointment of the Chairman of the AGM as a Depositor(s)' proxy to attend, speak and vote on his/her/its behalf at the AGM.

**Notes**

Part I — The Company will be conducting the AGM via electronic means and there will not be a physical meeting. As such, a Depositor(s) will not be able to attend the AGM in person. A Depositor(s) (whether individual or corporate) must appoint the Chairman of the AGM as his/her/its proxy to attend, speak and vote on his/her/its behalf at the AGM if such Depositor(s) wishes to exercise his/her/its voting rights at the AGM. The Chairman of the AGM, as proxy, need not be a shareholder of the Company. This Depositor Proxy Form for the AGM may be accessed at the Company's website at the URL https://www.sinocloudgroup.com and will also be made available on SGXNet. A printed copy of this Depositor Proxy Form will NOT be despatched to Depositor(s).

Part II — Please indicate with an "X" in the appropriate box against each resolution how you wish the Chairman of the AGM to vote. If this Depositor Proxy Form is deposited without specific directions in respect of a resolution, the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

Part IV

(1) This Depositor Proxy Form 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).

A Depositor(s) who wishes to submit an instrument of proxy must first download, complete and sign the Depositor Proxy Form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

In view of the current COVID-19 situation and the related safe distancing measures which may make it difficult for Depositor(s) to submit completed proxy forms by post, the Company strongly encourages Depositor(s) to submit completed proxy forms electronically via email.

(2) This Depositor Proxy Form appointing the Chairman of the AGM as proxy must be signed by the Depositor(s) or his/her/its attorney duly authorised in writing. In the case of Joint Depositor(s), all Joint Depositor(s) must sign this Depositor Proxy Form. If the Depositor(s) is a corporation, this Depositor 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 Depositor Proxy Form is signed or a notarially certified copy of that power or authority must be attached to this Depositor Proxy Form.

**General** — The Company shall be entitled to reject any Depositor Proxy Form which is incomplete, improperly completed or illegible or where the true intentions of the Depositor(s) are not ascertainable from the instructions of the Depositor(s) specified on any Depositor Proxy Form. It is the Depositor(s)' responsibility to ensure that this Depositor Proxy Form is properly completed. In addition, the Company may reject any Depositor Proxy Form lodged if a Depositor(s) is not shown to have shares entered against his/her/its name in the Depository Register as at forty-eight (48) hours before the time appointed for holding the AGM. Any decision to reject this Depositor 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 Depositor Proxy Form, the Depositor(s) accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 13 October 2021.