

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

SPECIAL GENERAL MEETING - DEPOSITOR PROXY FORM

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 18 January 2023 (the "**Cut Off Date**") as our proxy to vote for us on our behalf at the Special General Meeting of the Company to be held by way of electronic means on Friday, 20 January 2023 at 11.00 a.m. (Singapore time) and at any adjournment thereof (the "**SGM**")

Name of Depositor(s): _____ Address: _____ _____ _____	<table border="1" style="width: 100%; border-collapse: collapse;"><tr><td style="padding: 2px;">Number of Depositor(s) Shares</td></tr><tr><td style="height: 20px;"></td></tr></table>	Number of Depositor(s) Shares	
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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 person(s) (the "**Appointee(s)**") whose details are given in Part II(a) and (b), provided that such details have been verified in Part V by the affixing of the seal or signature of or on behalf of the Depositor(s) named in Part I, and on the basis that such Appointee(s) are authorised to vote in respect of the proportion of the shareholding referred to in Part II or if no proportions are so reflected, in respect of the whole of the said shareholding

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

and/or (delete as appropriate)

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or if no person is named, the Chairman of the SGM as my/our proxy to vote for me/us on my/our behalf at the SGM.

The Appointee(s) or the Chairman of the SGM as proxy, is/are hereby directed to vote for or against, or abstain from voting on, the resolutions to be proposed at the SGM as indicated hereunder. In the absence of specific directions in respect of a resolution, the appointment of the Appointee(s) or the Chairman of the SGM 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.


No.	Ordinary Resolution	For	Against	Abstain
1	The Share Consolidation Resolution			
2	The Rights Issue Resolution			
3	The Controlling Interest Resolution			
4	The Convertible Bond Agreement Variation Resolution			

Dated this 5th day of January 2023

IV The Central Depository (Pte) Limited



Signature of Director

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO APPOINT AN APPOINTEE(S) UNDER PART II OR THE CHAIRMAN OF THE SGM AS PROXY			
For individual: Signature of Direct Account Holder	For corporation: Signature of Director Signature of Director/Secretary		
	<div style="display: inline-block; text-align: center;"> Common seal</div>		

IMPORTANT: PLEASE READ NOTES OVERLEAF

Important

- (1) The SGM 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 and/or voting at the SGM, are set out in the accompanying Company's Letter to Shareholders dated 5 January 2023 (the "**Letter**"), which has been uploaded together with the Notice of SGM dated 5 January 2023 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 SGM dated 5 January 2023 in respect of the SGM.
- (3) This Depositor Proxy Form for the SGM 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).
- (4) Investors who hold shares under the Supplementary Retirement Scheme ("**SRS Investors**") and who wish to vote at the SGM should approach their SRS operators to submit their votes at least seven (7) working days before the date of the SGM (i.e. by **5.00 p.m. on 10 January 2023**). SRS Investors should not make use of this Depositor Proxy Form.
- (5) Please read the notes below which contain instructions on, *inter alia*, the appointment of person(s) as a Depositor(s)' proxy to attend, speak and vote on his/her/its behalf at the SGM.

Notes

- Part II
- (1) The Company will be conducting the SGM via electronic means and there will not be a physical meeting. As such, a Depositor(s) will not be able to attend the SGM in person.
 - (2) A Depositor(s) who is a natural person need not submit this Depositor Proxy Form if he/she is attending the SGM. A Depositor(s) may appoint not more than two Appointees, who shall be natural persons, or the Chairman of the SGM, to attend and vote in his/her/its place as proxy/proxies for CDP in respect of his/her/its shareholding by completing Part II (a) and/or (b).
 - (3) Where a Depositor(s) is a corporation and wishes to be represented at the SGM, it must appoint an Appointee(s) or the Chairman of the SGM to attend and vote as proxy(ies) for CDP at the SGM in respect of its shareholding.
 - (4) A Depositor(s) who wishes to appoint more than one Appointee must specify the proportion of his/her/its shares to be represented by each Appointee. If no such proportion is specified, the Appointee whose name appears first shall be deemed to carry 100 per cent of the shareholding of the Depositor(s) and the Appointee whose name appears second shall be deemed to be appointed in the alternate.
- Part III
- Please indicate with an "X" in the appropriate box against each resolution how you wish the Appointee(s) or the Chairman of the SGM as proxy to vote. If this Depositor Proxy Form is deposited without specific directions in respect of a resolution, the appointment of the Appointee(s) or the Chairman of the SGM as proxy for that resolution will be treated as invalid.
- Part V
- (1) This Depositor Proxy Form appointing the Appointee(s) or the Chairman of the SGM 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, be submitted:
 - (i) via email to the Company's Singapore Share Transfer Agent, M & C Services Private Limited, at gpb@mncsingapore.com; or
 - (ii) via the online process through the pre-registration website at the URL <https://conveneagm.sg/sinocloudsgm>.

in each case, **by 11.00 a.m. on 18 January 2023** (being not less than forty-eight (48) hours before the time appointed for the holding of the SGM).

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 or via the online process through the pre-registration website.

The Company strongly encourages Depositor(s) to submit completed proxy forms electronically.

- (2) This Depositor Proxy Form appointing the Appointee(s) or the Chairman of the SGM 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 SGM. 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 SGM dated 5 January 2023.