T S TAY Public Accounting Corporation
鄭展松會計有限公司

1 Sophia Road #05-14/16
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Website: www.tstay.com.sg
Co. Regn. No. 201002810E

SINOCLOUD GROUP LIMITED
Company Registration No. 34050

Annual General Meeting
Held on 27 July 2018

SCRUTINEERS' CERTIFICATE

To: The Chairman
Sinocloud Group Limited

Dear Sirs,

As Scrutineers appointed for the purpose of the poll taken at the Annual General Meeting of the Company, we certify that the results of the poll in respect of:-

SUMMARY RESULTS OF POLL

No	Ordinary resolutions	Total number of shares represented by votes for and against	FOR		AGAINST	
			Number of Shares	%	Number of Shares	%
1	Ordinary resolution: Adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 31 March 2018 together with the Independent Auditor's Report thereon	7,521,434,275	7,521,254,275	100.00%	180,000	0.00%
2(a)	Ordinary resolution: Re-election of Ms Chu Yin Ling, Karen as a director of the Company	7,521,434,275	7,521,254,275	100.00%	180,000	0.00%
2(b)	Ordinary resolution: Re-election of Mr Lee Joo Hai as a director of the Company	7,521,434,275	7,521,254,275	100.00%	180,000	0.00%
3	Ordinary resolution: Approval of the Company's payment of directors' fees of S$196,000 for the financial year ending 31 March 2019, to be paid quarterly in arrears	7,521,434,275	7,457,024,275	99.14%	64,410,000	0.86%
4	Ordinary resolution: Re-appointment of RT LLP as auditors of the Company and to authorise the Directors to fix their remuneration	7,521,434,275	7,457,054,275	99.14%	64,380,000	0.86%
5	Special resolution: Authority to allot and issue shares and make or grant instruments that might or would require shares to be issued, with no sub-limit for non pro rata issues	7,521,434,275	7,452,024,275	99.08%	69,410,000	0.92%
6	Ordinary resolution: In the event Resolution 5 is not approved, authority to allot and issue shares and make or grant instruments that might or would require shares to be issued, with a sub-limit for non pro rata issues	5,847,571,132	5,778,161,132	98.81%	69,410,000	1.19%
7	Ordinary resolution: Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	2,327,212,132	2,257,802,132	97.02%	69,410,000	2.98%

Yours faithfully,

TsTayPAC

T S TAY PUBLIC ACCOUNTING CORPORATION ★ SINGAPORE

Signed
Scrutineer Firm: T S Tay Public Accounting Corporation

CENTRAL MANAGEMENT SERVICES PTE LTD ★ SINGAPORE

Signed
Polling Agent: Central Management Services Pte Ltd

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To: The Chairman
Sinocloud Group Limited

Dear Sirs,

Details of parties who were required to abstain from voting on any resolutions(s):

No	Details of Party(ies)	Resolution number and details	Number of shares held in own name and/or name of nominee(s)
1	Mr Alexander Shlaen	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	69,944,000
2	Mr Zhang Dai	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	2,900,000,000
3	Ms Chu Yin Ling, Karen	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	19,000,000
4	Mr Lee Joo Hai	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	6,000,000
5	Mr Phuah Lian Heng	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	5,000,000
6	Ms Bi Wei Na	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	506,250,000
7	Mr Xu Yong	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	730,357,143
8	Mr Chan Andrew Wai Men	**Resolution 7** Authority for the directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	957,671,000

Yours faithfully,

T S TAY PUBLIC ACCOUNTING CORPORATION SINGAPORE

Signed
Scrutineer Firm: T S Tay Public Accounting Corporation

CENTRAL MANAGEMENT SERVICES (PTE) LTD SINGAPORE

Signed
Polling Agent: Central Management Services Pte Ltd