SINOCLOUD GROUP LIMITED

(Company Registration No.: 34050)
(Incorporated in Bermuda on 13 August 2003)

PROPOSED CONSOLIDATION OF EVERY ONE HUNDRED (100) EXISTING ORDINARY SHARES IN THE CAPITAL OF THE COMPANY INTO ONE (1) ORDINARY SHARE IN THE CAPITAL OF THE COMPANY ("SHARE CONSOLIDATION")

– **NOTICE OF NEW RECORD DATE**

---

*Unless otherwise defined, all capitalised terms and references used herein shall bear the same meanings ascribed to them in the circular to shareholders of the Company dated 5 January 2023 in relation to, inter alia, the Share Consolidation ("**Circular**").*

1. INTRODUCTION

1.1 The board of directors ("**Board**") of SinoCloud Group Limited ("**Company**") refers to the Company's announcements dated 30 September 2022, 17 March 2023, and 21 March 2023, as well as the Circular in relation to, *inter alia*, the Share Consolidation.

1.2 The Share Consolidation, amongst others, had been approved by Shareholders at the SGM held by way of electronic means on 20 January 2023.

1.3 Further to the Company's announcement dated 21 March 2023 on the withdrawal of the notice of record date for the Share Consolidation as announced on 17 March 2023, the Board is pleased to announce that, in connection with the Share Consolidation, the Company has applied for and obtained a new International Securities Identification Number (ISIN) from the Bermuda Stock Exchange.

2. NOTICE OF NEW RECORD DATE FOR THE SHARE CONSOLIDATION

2.1 **NOTICE IS HEREBY GIVEN** that since the new ISIN for the Company has been obtained from the Bermuda Stock Exchange, Register of Members and the share transfer books of the Company will be closed at 5:00 p.m. on **5 April 2023** (the "**Record Date**") for the purposes of determining the entitlements of Shareholders to the Consolidated Shares under the Share Consolidation.

2.2 Pursuant to the Share Consolidation, every one hundred (100) existing issued ordinary shares (the "**Existing Shares**") registered in the name, or standing to the credit of the Securities Account, of each Shareholder or Depositor (as the case may be) as at the Record Date will be consolidated into one (1) Consolidated Share, fractional entitlements to be disregarded.

3. THE SHARE CONSOLIDATION

3.1 The Share Consolidation shall be effective from 9:00 a.m. on the Market Day immediately following the Record Date, being **6 April 2023** (the "**Share Consolidation Effective Date**").

3.2 Each Consolidated Share will rank *pari passu* in all respects with each other. Trading in the Consolidated Shares on the Catalist of the SGX-ST will be in board lots of one hundred (100) Consolidated Shares and shall begin from 9:00 a.m. on **4 April 2023** (the "**Effective Trading Date**"). Please refer to paragraph 5.1 below for more information.

3.3 Shareholders should note that the number of Consolidated Shares which they will be entitled to pursuant to the Share Consolidation, based on their holdings of Existing Shares as at the Record Date, will be rounded down to the nearest whole Consolidated Share and any fractions of a Consolidated Share arising from the Share Consolidation will be disregarded. All fractional entitlements arising from the implementation of the Share Consolidation will be aggregated and/or dealt with in such manner as the Directors may, in its absolute discretion, deem fit in the interests of the Company, including (i) aggregating and cancelling the same, or (ii) aggregating and selling the same and retaining the net proceeds for the benefit of the Company.

3.4 Affected Shareholders will not be paid for any fractions of a Consolidated Share which are cancelled and not issued.

3.5 Shareholders whose shareholdings, as at the Record Date, is less than one hundred (100) Existing Shares, should note that the Share Consolidation will result in such Shareholders no longer be Shareholders upon completion of the Share Consolidation.

4. SHARE CERTIFICATES

4.1 Deposit of Old Share Certificates with CDP

Shareholders who hold physical share certificates in respect of the Existing Shares in their own names (the "**Old Share Certificates**"), and who wish to deposit the same with CDP and have their Consolidated Shares credited to their Securities Accounts maintained with CDP, must deposit their Old Share Certificates with CDP, together with duly executed instruments of transfer in favour of CDP, no later than twelve (12) Market Days prior to the Record Date. After the Record Date, CDP will not accept any Old Share Certificates for deposit.

After the Record Date, CDP will only accept the deposit of physical share certificates in respect of the Consolidated Shares (the "**New Share Certificates**"). Shareholders who wish to deposit their New Share Certificates with CDP after the Record Date must first deliver their Old Share Certificates to the Share Transfer Agent, M & C Services Private Limited at 112 Robinson Road, #05-01, Singapore 068902 for cancellation and issuance of New Share Certificates in replacement thereof as described below.

4.2. Issue of New Share Certificates

Shareholders who have deposited their Old Share Certificates with CDP at least twelve (12) Market Days prior to the Record Date need not take any action. The Company will make arrangements with CDP to effect the exchange for New Share Certificates pursuant to the Share Consolidation.

Shareholders who have not deposited their Old Share Certificates as aforesaid or who do not wish to deposit their Old Share Certificates with CDP are advised to deliver all their Old Share Certificates to the Share Transfer Agent, M & C Services Private Limited at 112 Robinson Road,

#05-01, Singapore 068902, as soon as possible and preferably, not later than five (5) Market Days after they have been notified of the Record Date for cancellation and issuance of New Share Certificates in replacement thereof. No receipt will be issued by the Share Transfer Agent upon receipt of any Old Share Certificates. The New Share Certificates will be sent by ordinary mail to the registered addresses of the relevant Shareholders at their own risk within ten (10) Market Days from the Record Date or the date of receipt of the Old Share Certificates, whichever is the later.

Shareholders should note that the New Share Certificates will not be issued to Shareholders unless their Old Share Certificates have already been tendered to the Share Transfer Agent for cancellation.

Shareholders should notify the Share Transfer Agent if they have lost any of their Old Share Certificates or if there is any change in their respective addresses from those reflected in the Register of Members.

4.3. Share Certificates not valid for settlement of trades on the Catalist of the SGX-ST

Shareholders who hold Old Share Certificates are reminded that their Old Share Certificates are not valid for settlement of trading in the Consolidated Shares on the Catalist of the SGX-ST, as the Shares are traded under a book-entry (scripless) settlement system, but their Old Share Certificates will continue to be accepted by the Share Transfer Agent for cancellation and issue of New Share Certificates in replacement thereof for an indefinite period. The New Share Certificates will not be valid for delivery for trades done on the Catalist of the SGX-ST although they will continue to be *prima facie* evidence of legal title to the Consolidated Shares.

5. TRADING ARRANGEMENTS FOR THE CONSOLIDATED SHARES AND ODD LOTS

5.1 Trading arrangements for the Consolidated Shares

With effect from 9:00 a.m. on the Effective Trading Date, trading in the Shares on the Catalist of the SGX-ST will be in board lots of one hundred (100) Consolidated Shares. Accordingly, every one hundred (100) Existing Shares as at 5:00 p.m. on the Market Day immediately preceding the Effective Trading Date will represent one (1) Consolidated Share with effect from 9:00 a.m. on the Share Consolidation Effective Date. Trading in the Existing Shares on the Catalist of the SGX-ST will cease after 5:00 p.m. on the Market Day immediately preceding the Effective Trading Date.

5.2 Trading arrangements for odd lots

Fractions of a Consolidated Share arising from the Share Consolidation will be aggregated and dealt with in such manner as the Directors may, in their absolute discretion, deem fit in the interests of the Company, including (a) disregarding the fractional entitlements, or (b) aggregating and selling the same and retaining the net proceeds for the benefit of the Company. The Existing Shares are currently traded in board lots of hundred (100) Existing Shares on the Catalist of the SGX-ST. After completion of the Share Consolidation, the Securities Accounts maintained with CDP may be credited with odd lots of Consolidated Shares (that is, lots other than board lots of hundred (100) Consolidated Shares).

Shareholders who receive odd lots of Consolidated Shares pursuant to the Share Consolidation and who wish to trade in such odd lots may trade with a minimum size of one (1) Consolidated Share on the SGX-ST Unit Share Market. The SGX-ST Unit Share Market will enable trading in odd lots in any quantity less than one (1) board lot of the underlying shares. As odd lots of Consolidated Shares may be traded on the SGX-ST Unit Share Market, no separate arrangement will be made for the trading of such odd lots.

Shareholders should note that the market for trading of such odd lots of Consolidated Shares may be illiquid and they may have to bear disproportionate transaction costs in trading their Consolidated Shares on the SGX-ST Unit Share Market. Shareholders who wish to trade their Consolidated Shares on the SGX-ST Unit Share Market should consult their stockbroker, bank manager, solicitor, accountant, tax adviser or other professional advisers.

6. INDICATIVE TIMETABLE

The table below sets out the indicative timetable for the Share Consolidation:

Expected Time and Date	**Event**
9:00 a.m. on 4 April 2023	Effective Trading Date
5:00 p.m. on 5 April 2023	Record Date
9:00 a.m. on 6 April 2023	Share Consolidation Effective Date

7. CONTACT INFORMATION

The address of the Share Transfer Agent of the Company is as follows:

M&C Services Private Limited
112 Robinson Road
#05-01
Singapore 068902

The address of CDP is as follows:

The Central Depository (Pte) Limited
11 North Buona Vista Drive
#06-07 The Metropolis Tower 2
Singapore 138589

BY ORDER OF THE BOARD

Chan Andrew Wai Men
Executive Chairman

28 March 2023

*This announcement 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 Catalist Rules.*

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

The contact person for the Sponsor is Mr Alex Tan, Chief Executive Officer, ZICO Capital Pte. Ltd. at 77 Robinson Road, #06-03 Robinson 77, Singapore 068896, telephone (65) 6636 4201.