

# SINOCLOUD GROUP LIMITED

(Company Registration No. 34050)  
(Incorporated In Bermuda)

## 2023 ANNUAL 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 27 October 2023 (the “Cut Off Date”) as our proxy to vote for us on our behalf at the 2023 Annual General Meeting of the Company to be held at 137 Cecil Street, Cecil Building #04-01 Singapore 069537 on Monday, 30 October 2023 at 11.00 a.m. (Singapore time) and at any adjournment thereof (the “AGM”)

I

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 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

II

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

and/or (delete as appropriate)

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

The Appointee(s) or the Chairman of the AGM as proxy, is/are 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, the Appointee(s) or the Chairman of the AGM as proxy may vote or abstain as he/she/they deem(s) fit on any of the below resolutions and on any other matter arising at the AGM.

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

III

No.	Ordinary Resolution	For	Against	Abstain
<b>Ordinary Business</b>				
1	Adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2023, 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 Ng Kwan Ming Francis as a Director of the Company			
4	Approval of the payment of Directors' fees of HK\$240,000 for the financial year ending 30 June 2024, to be paid quarterly in arrears			
5	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			
<b>Special Business</b>				
6	Authority to allot and issue shares in the capital of the Company			
7	Authority to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan			

Dated this 13<sup>th</sup> day of October 2023

IV

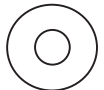
The Central Depository (Pte) Limited



Signature of Director

V

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO APPOINT AN APPOINTEE(S) UNDER PART II OR THE CHAIRMAN OF THE AGM AS PROXY

For Individual:  Signature of Direct Account Holder	For Corporation:  Signature of Director	Signature of Director/Secretary	 Common Seal
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IMPORTANT: PLEASE READ NOTES OVERLEAF

## Important

- (1) The AGM will be held, in a wholly physical format, at 137 Cecil Street, Cecil Building #04-01 Singapore 069537 on Monday, 30 October 2023 at 11.00 a.m. (Singapore time). There will be no option for shareholders to participate virtually.
- (2) 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 18 October 2023**). SRS Investors should not make use of this Depositor Proxy Form.
- (3) 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 AGM.

## Notes

- Part II
- (1) A Depositor(s) who is a natural person need not submit this Depositor Proxy Form if he/she is attending the AGM in person. A Depositor(s) may appoint not more than two Appointees, who shall be natural persons or the Chairman of the AGM, 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).
  - (2) Where a Depositor(s) is a corporation and wishes to be represented at the AGM, it must appoint an Appointee(s) or the Chairman of the AGM to attend and vote as proxy(ies) for CDP at the AGM in respect of its shareholding.
  - (3) 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 AGM 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 AGM 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 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, be submitted via email to the Company’s Singapore Share Transfer Agent, M & C Services Private Limited, at [gpb@mncsingapore.com](mailto:gpb@mncsingapore.com),

in each case, **by 11.00 a.m. on 28 October 2023** (being not less than forty-eight (48) hours before the time appointed for the holding of the AGM).

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 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**
- (1) Completion and return of this Depositor Proxy Form by a Depositor shall not prevent him/her from attending and voting in person at the AGM as proxy of CDP if he/she subsequently wishes to do so.
  - (2) 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 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 2023.