SINOCLOUD GROUP LIMITED
(Incorporated in Bermuda on 13 August 2003)
(Company Registration No: 34050)

POTENTIAL MATERIAL DILUTION OF EFFECTIVE EQUITY INTEREST IN A PRINCIPAL SUBSIDIARY, GUIYANG ZHONGDIAN GAOXIN DIGITAL TECHNOLOGIES LIMITED - DESPATCH OF CIRCULAR AND NOTICE OF SPECIAL GENERAL MEETING

The board of directors (the "**Board**" or "**Directors**") of SinoCloud Group Limited (the "**Company**", and together with its subsidiaries, the "**Group**") refers to the Company's announcement dated 9 June 2017 ("**Announcement**") on the potential material dilution of effective interest in a principal subsidiary of the Group, Guiyang Zhongdian Gaoxin Digital Technologies Limited ("**Guiyang Zhongdian**").

Unless otherwise defined, all capitalised terms used herein shall bear the same meaning ascribed to them in the Announcement.

The Board wishes to announce that the Company will be convening a special general meeting ("**SGM**") to be held on 28 June 2017 at 2.30 p.m. (Singapore time) at Room 307, Level 3, 32 Maxwell Road #03-01 Maxwell Chambers, Singapore 069115, for the purpose of seeking Shareholders' approval for the Potential Dilution.

A circular to Shareholders dated 12 June 2017 (the "**Circular**") containing, *inter alia*, information relating to the Potential Dilution, as well as the Notice of SGM, has been despatched on 12 June 2017.

Shareholders who have not received the Circular within one (1) week from the date hereof may obtain a copy of the Circular from the Company's Singapore Share Transfer Agent at the following address:

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

An electronic copy of the Circular and the notice of SGM will be made available at the website of the SGX-ST at www.sgx.com. Shareholders are advised to read the Circular carefully.

BY THE ORDER OF THE BOARD

Chan Andrew Wai Men
Chairman and Chief Executive Officer

12 June 2017

This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), ZICO Capital Pte. Ltd., for compliance with the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist. The Sponsor has not independently verified the contents of this announcement.

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 Ms Alice Ng, Director of Continuing Sponsorship, ZICO Capital Pte. Ltd. at 8 Robinson Road #09-00 ASO Building, Singapore 048544, telephone (65) 6636 4201.