

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

RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 OCTOBER 2020

The board of directors (the “**Board**”) of SinoCloud Group Limited (the “**Company**”) wishes to announce the following:

- (1) Pursuant to Rule 704(15) of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist (“**Catalist Rules**”), at the Annual General Meeting (“**AGM**”) of the Company held by way of electronic means on 30 October 2020, all resolutions relating to the matters as set out in the notice of AGM dated 7 October 2020 were put to the meeting and all resolutions were duly passed on a poll vote by shareholders of the Company via proxy voting.
- (2) The poll voting was carried out in accordance with the procedures as set out in the Company’s announcement dated 7 October 2020 titled “Letter to Shareholders on Alternative Arrangements for the Conduct of the AGM”.
- (3) The results of the poll on each of the resolutions are as attached.
- (4) T S Tay Public Accounting Corporation was appointed as scrutineer for the purposes of the poll.
- (5) As Special Resolution 6 was passed at the AGM, Ordinary Resolution 7 was not relevant.

Statement pursuant to Rule 704(7) of the Catalist Rules

Ordinary Resolution 2 – Re-election of Mr Chau King Fai as a Director of the Company

Mr Chau King Fai, who was re-elected as a Director of the Company at the AGM, remains as a member of the Audit Committee, the Nominating Committee and the Remuneration Committee. The Board considers Mr Chau to be independent for the purpose of Rule 704(7) of the Catalist Rules.

Retirement of Director

Ms Chu Yin Ling, Karen (“**Ms Chu**”) who was an Executive Director, retired as a Director of the Company at the conclusion of the AGM under Bye-Law 104 of the Company’s Bye-Laws.

Details on the cessation of Ms Chu as a Director of the Company as required under Rule 704(6) of the Catalist Rules have been announced by the Company on 29 October 2020.

The Board would like to record its appreciation to Ms Chu for her dedication and invaluable contributions in her capacity as a Director of the Company. Ms Chu will remain as the Chief Financial Officer and the Company’s Secretary.

Details of parties who are required to abstain from voting on any resolution(s)

Ordinary Resolution 8 – Authority for the Directors of the Company to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan (“PSP”)

The following parties, who are eligible to participate in the PSP as at the date of the AGM, did not vote or have abstained from voting on Ordinary Resolution 8:

Name	Number of shares held in own name and/or name of nominee(s)
<u>Directors</u>	
Ms Chu Yin Ling, Karen	19,000,000
Mr Chan Andrew Wai Men	457,671,000
Mr Luk Siu Fung, Mark	494,092,992
Mr Wan Ngar Yin, David	70,200,000
Mr Alexander Shlaen	69,944,000

By Order of the Board

Chan Andrew Wai Men
Chairman and Chief Executive Officer
30 October 2020

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 Singapore Exchange Securities Trading Limited (“SGX-ST”) Listing Manual Section B: Rules of Catalist.

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.



TS TAY Public Accounting Corporation

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

Annual General Meeting
Held on 30 October 2020

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 the resolutions put to the meeting as follows:-

SUMMARY RESULTS OF POLL

No	Resolution details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
			Number of Shares	As a percentage of total number of votes for and against the resolution (%)	Number of Shares	As a percentage of total number of votes for and against the resolution (%)
1	Ordinary resolution: Adoption of the Directors' Statement and Audited Financial Statements for the financial year ended 30 June 2020, together with the Independent Auditor's Report thereon	6,307,357,092	6,307,357,092	100.00%	0	0.00%
2	Ordinary resolution: Re-election of Mr Chau King Fai as a Director of the Company	6,307,357,092	6,307,357,092	100.00%	0	0.00%
3	Ordinary resolution: Re-election of Mr Luk Siu Fung, Mark as a Director of the Company	5,813,264,100	5,813,264,100	100.00%	0	0.00%
4	Ordinary resolution: Approval of the payment of Directors' fees of HK\$360,000 for the financial year ending 30 June 2021, to be paid quarterly in arrears	6,307,357,092	6,307,357,092	100.00%	0	0.00%
5	Ordinary resolution: 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	6,307,357,092	6,307,357,092	100.00%	0	0.00%
6	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 <i>pro rata</i> issues	6,307,357,092	6,307,357,092	100.00%	0	0.00%
7	In the event Resolution 6 is not approved, Ordinary resolution: 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 <i>pro rata</i> issues	6,307,357,092	6,307,357,092	100.00%	0	0.00%
8	Ordinary resolution: Authority to grant awards and allot and issue shares under the SinoCloud Group Limited Performance Share Plan	5,378,493,100	5,378,493,100	100.00%	0	0.00%

Yours faithfully,

TS TAY PAZ



Signed

Scrutineer Firm: T S Tay Public Accounting Corporation

Date: 30 October 2020