

**SINOCLOUD GROUP LIMITED**  
**(FORMERLY KNOWN AS ARMARDA GROUP LIMITED)**

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

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**DESPATCH OF CIRCULAR AND NOTICE OF SPECIAL GENERAL MEETING**

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The board of directors (the “**Board**” or “**Directors**”) of SinoCloud Group Limited (the “**Company**”) refers to the announcements dated 15 March 2015, 14 July 2015 and 30 July 2015 (collectively, the “**Announcements**”) in relation to the sale and purchase agreement as well as the first and second supplemental sale and purchase agreements (collectively, the “**Agreement**”) entered into by the Company's wholly-owned subsidiary, Armarda Holdings Limited (the “**Purchaser**”) with Zhang Dai, Xu Yong, Bi Wei Na and Xu Yu Chi (each a “**Vendor**” and collectively, the “**Vendors**”), for the proposed acquisition of up to 63.0% of the equity interest in SinoCloud 01 Limited.

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

The Board wishes to announce that it is convening a special general meeting (the “**SGM**”) to be held on 10 September 2015 at 4.30 p.m. (Singapore time) at Room 302, Level 3, 32 Maxwell Road #03-01, Singapore 069115, for the purpose of seeking Shareholders’ approval for the following:

- (1) the proposed acquisition of 63% equity interests in SinoCloud 01 Limited (the “**Proposed Acquisition**”); and
- (2) the proposed issue and allotment of 2,000,000,000 consideration shares at an issue price of S\$0.005 each to the Vendors, as part satisfaction of the purchase consideration for the Proposed Acquisition (the “**Proposed Issuance**”).

A circular to Shareholders dated 24 August 2015 (the “**Circular**”) containing, *inter alia*, information relating to the Proposed Acquisition and the Proposed Issuance, as well as the Notice of SGM, has been despatched on 24 August 2015. A copy of the Circular is also attached together with this announcement.

A copy of the Notice of SGM will be announced separately today.

Any Shareholder who has 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

**BY THE ORDER OF THE BOARD**

**Chan Andrew Wai Men**  
**Executive Director and Chairman**

24 August 2015

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*This announcement has been prepared by the Company and its contents have been reviewed by the Company's sponsor ("**Sponsor**"), Canaccord Genuity Singapore Pte. Ltd., for compliance with the relevant rules of the Singapore Exchange Securities Trading Limited ("**SGX-ST**"). 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 and Head of Continuing Sponsorship, Canaccord Genuity Singapore Pte. Ltd. at 77 Robinson Road #21-02 Singapore 068896, telephone (65) 6854 6160.*