

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

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**RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JULY 2017**

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The board of directors (the “**Board**”) of SinoCloud Group Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that pursuant to Rule 704(15) of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (“**Catalist Rules**”), all resolutions relating to the matters as set out in the Notice of Annual General Meeting (“**AGM**”) dated 5 July 2017 and put to vote at the AGM held on Friday, 28 July 2017, were duly passed by way of poll by shareholders of the Company (“**Shareholders**”).

The results of the poll on each of the resolutions (as confirmed by T S Tay Public Accounting Corporation who acted as scrutineer for the conduct of the poll at the AGM) are attached to this announcement.

As Special Resolution 6 was passed by Shareholders at the AGM, Ordinary Resolution 7 was not relevant.

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

***Resolution 2(b) – Re-election of Mr Alexander Shlaen as a Director of the Company***

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

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

***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”)***

Pursuant to Rule 858 of the Catalist Rules, Shareholders who are eligible to participate in the PSP must abstain from voting on the respective resolutions relating to the PSP.

As such, the following Directors and employees of the Group, who are eligible to participate in the PSP as at the date of the AGM, have abstained from voting on Resolution 8:

<b>Name</b>	<b>Number of shares held in own name and/or name of nominee(s)</b>
<u>Directors</u>	
Mr Chan Andrew Wai Men	457,671,000
Mr Luk Chung Po, Terence	36,000,000
Mr Zhang Dai	260,000,000
Ms Chu Yin Ling, Karen	19,000,000
Mr Lee Joo Hai	6,000,000
Mr Phuah Lian Heng	5,000,000
<u>Employees of the Group</u>	
Ms Bi Wei Na	350,000,000
Mr Xu Yong	650,000,000

By Order of the Board

Chan Andrew Wai Men  
Chairman and Chief Executive Officer  
28 July 2017

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*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"), for compliance with the Singapore Exchange Securities Trading Limited ("SGX-ST") Listing Manual Section B: Rules of Catalyst. 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.*