### SUPREME COURT OF THE STATE OF NEW YORK COUNTY OF NEW YORK: COMMERCIAL DIVISION

SONNY ST. JOHN, Individually and on Behalf of All Others Similarly Situated,

Similarly Situated,
Plaintiff.

CLOOPEN GROUP HOLDING LIMITED, CHANGXUN SUN, YIPENG LI, KUI ZHOU, QINGSHENG ZHENG, XIAODONG LIANG, ZI YANG, MING LIAO, FENG ZHU, LOK YAN HUI, JIANHONG ZHOU, CHING CHIU, COGENCY GLOBAL INC., COLLEEN A. DEVRIES, GOLDMAN SACHS (ASIA) L.L.C., CITIGROUP GLOBAL MARKETS INC., CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED,

TIGER BROKERS (NZ) LIMITED, and FUTU, INC.

Defendants.

\_\_\_\_\_

Index No. 652617/2021

Х

Part 53: Hon. Andrew Borrok

#### **PROOF OF CLAIM AND RELEASE**

#### A. GENERAL INSTRUCTIONS<sup>1</sup>

v.

- 1. To recover as a Settlement Class Member based on the claims in the action entitled St. John v. Cloopen Group Holding Limited, et al., Index No. 652617/2021 (the "State Action"); or in the related action captioned Dong v. Cloopen Group Holding Limited, et. al., Case No. 1:21-cv-10610-JGK (S.D.N.Y.) (the "Federal Action" and, collectively with the State Action, the "Actions"), you must complete and sign this Proof of Claim. If you fail to file a properly addressed Proof of Claim (as set forth in ¶3 below), your claim may be rejected and you may be precluded from any recovery from the Net Settlement Fund created in connection with the proposed Settlement.
  - 2. Submission of this Proof of Claim, however, does not ensure that you will share in the proceeds of the Settlement.
- 3. YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, **ON OR BEFORE FEBRUARY 14, 2024**, ADDRESSED AS FOLLOWS:

Cloopen Securities Litig. Claims Administrator c/o A.B. Data, Ltd. P.O. Box 173025 Milwaukee, WI 53217

Online Submissions: www.CloopenSecuritiesLitigation.com

<sup>&</sup>lt;sup>1</sup> This Proof of Claim and Release ("Proof of Claim") incorporates by reference the definitions in the Stipulation of Settlement ("Stipulation"), which can be obtained at www.CloopenSecuritiesLitigation.com.

If you are NOT a Settlement Class Member, as defined in the Notice of Proposed Settlement of Class Action ("Notice") and discussed below, DO NOT submit a Proof of Claim.

If you are a Settlement Class Member and you do not timely request exclusion, you are bound by the terms of any judgment entered in the State Action, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

#### **B. CLAIMANT IDENTIFICATION**

You are a member of the Settlement Class if you purchased or otherwise acquired American Depositary Shares ("ADS(s)") of Cloopen Group Holding Limited ("Cloopen" or the "Company") (NYSE ticker: RAAS) (a) pursuant or traceable to the F-1 registration statement (including all amendments made thereto) and related prospectus on Form 424B4 (collectively, the "Offering Documents") issued in connection with Cloopen's February 9, 2021 initial public stock offering (the "IPO" or "Offering"), and/or (b) purchased or otherwise acquired Cloopen ADSs between February 9, 2021 and May 10, 2021, inclusive (the "Class Period"), unless you are an excluded party under the terms of the Stipulation.

Use Part I of this form entitled "Claimant Information" to identify each purchaser or acquiror of record ("nominee") of the Cloopen ADSs that forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S) OF THE CLOOPEN ADSS UPON WHICH THIS CLAIM IS BASED, OR BY THEIR LEGAL REPRESENTATIVE.

Separate Claim Forms should be submitted for each separate legal entity (e.g. a claim from joint owners should not include separate transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions made solely in the individual's name). Conversely, a single Claim Form should be submitted on behalf of one legal entity including all transactions made by that entity on one Claim Form, no matter how many separate accounts that entity has (e.g., a corporation with multiple brokerage accounts should include all transactions made in all accounts on one Claim Form).

All joint purchasers or acquirers must sign this claim. Executors, administrators, guardians, conservators, and trustees must complete and sign this claim on behalf of persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

#### C. CLAIM FORM

Use Part II of this form, entitled "Schedule of Transactions in Cloopen ADSs," to supply all required details of your transaction(s) (including free transfers and deliveries) in, and holdings of, Cloopen ADSs. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On this schedule, provide, all of the requested information with respect to your holdings, purchases, acquisitions, and sales of Cloopen ADSs, whether such transactions resulted in a profit or a loss. Only Cloopen ADSs (a) purchased or otherwise acquired pursuant or traceable to the Offering Documents or (b) purchased during the Class Period (between February 9, 2021(the date of Cloopen's IPO) and May 10, 2021, inclusive) are eligible under the Settlement. However, sales of Cloopen ADSs during the period from February 9, 2021 through August 8, 2021 may be used for purposes of calculating your claim under the Plan of Allocation. Therefore, in order for the Claims Administrator to be able to balance and properly calculate your claim, the number of ADSs purchased, acquired or sold during the period February 9, 2021 through August 8, 2021, inclusive, must be provided. Failure to report all such transactions may result in the rejection of your claim.

In Part II of this form, list each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list. The date of covering a "short sale" is deemed to be the date of purchase of Cloopen ADSs. The date of a "short sale" is deemed to be the date of sale of Cloopen ADSs.

<sup>&</sup>lt;sup>2</sup> On March 3, 2023, there was a 1-for-3 reverse ADS split for Cloopen's ADS holders. This split is accounted for by the Claims Administrator. There is no need to make adjustments to account for this split when submitting your transaction information.

## COPIES OF BROKER CONFIRMATIONS OR OTHER DOCUMENTATION OF YOUR TRANSACTIONS IN CLOOPEN ADS SHOULD BE ATTACHED TO YOUR CLAIM. FAILURE TO PROVIDE THIS DOCUMENTATION COULD DELAY VERIFICATION OF YOUR CLAIM OR RESULT IN REJECTION OF YOUR CLAIM.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All such claimants MUST also submit a manually signed paper Proof of Claim, whether or not they also submit electronic copies. If you wish to submit your claim electronically, you must contact the Claims Administrator at info@CloopenSecuritiesLitigation.com or (866) 778-9470 to obtain the *mandatory* file layout. Any file not in accordance with the required electronic filing format will be subject to rejection. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data. Do not assume that your file has been received until you receive this email. If you do not receive such an email within 10 days of your submission, you should contact the electronic filing department at efiling@abdata.com to inquire about your file and confirm it was received.

Only one claim should be submitted for each separate legal entity (see §B above) and the complete name of the beneficial owner(s) of the securities must be entered where called for (see §B). Distribution payments must be made by check or electronic payment payable to the Authorized Claimant (beneficial account owner). No third-party filer may be the payee of any distribution payment check or electronic payment.

#### PROOF OF CLAIM AND RELEASE

St. John v. Cloopen Group Holding Limited, et al., Index No. 652617/2021 (N.Y. Sup. N.Y. Cnty.)

#### PART I: CLAIMANT INFORMATION

The Claims Administrator will use this information for all communications regarding this Claim Form. Please also note that, if eligible for payment, the check will be issued according to the information listed below. If this information changes, you MUST notify the Claims Administrator in writing at the address above. Complete names of all persons and entities must be provided.

Beneficial Owner's Name	e:					
Co-Beneficial Owner's N	Jame:					
Entity Name (if claimant	is not an individual):					
Representative or Custod	ian Name (if different fr	om Benefical O	wner(s) listed above):			
Address 1 (street name an	nd number):					
Address 2 (apartment, un	it, or box number):					
	,					
City	State	Zip Coo	de/Province	Country		
Last Four Digits of your	Social Security Number	or Taxpayer Ide	entification Number:			
Telephone Number (hom	e):		Telephone Number (v	vork):		
Email Address:						
Account Number (if filing	g for multiple accounts,	file a separate C	laim Form for each a	ecount):		
Claimant Account Type (	check appropriate box):					
☐ Individual (includes joint owner accounts)			☐ Pension Plan			
☐ Corporation			☐ Estate			
☐ IRA/401k ☐ Other (please specify):			☐ Trust			
- Surer (produce specify).						

#### PART II: SCHEDULE OF TRANSACTIONS IN CLOOPEN ADSS

A.	Purchases or acquisitions of Cloopen ADSs between February 9, 2021 and August 8, 2021, inclusive. <sup>3</sup> You must separately
	list below each and every purchase or acquisition (including free receipts) of Cloopen ADSs during this period. Include all ADSs
	purchased in Cloopen's initial public offering (such shares should be listed as purchased on February 9, 2021). You must also
	provide <i>copies</i> of documentation for all such purchases or acquisitions.

Trade Date(s) Month/Day/ Year (chronologically)	Number of ADSs Purchased or Acquired	Purchase Price Per ADS	Total Purchase or Acquisition Amount (excluding commissions, taxes, and fees)	Copies of proof of Purchase/ Acquisition Enclosed
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No

**B.** Sales of Cloopen ADSs between February 9, 2021 and August 8, 2021, inclusive. You must separately list below each and every sale or disposition (including free deliveries) of Cloopen ADSs during this period and provide copies of documentation of each such sale or disposition:

Trade Date(s) Month/ Day/ Year (chronologically)	Number of ADSs Sold	Sale Price Per ADS	Total Sale Amount (excluding commissions, taxes, and fees)	Copies of proof of Sale Enclosed
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No
/ /		\$	\$	☐ Yes ☐ No

C.	Number of Cloopen ADSs held at the close of trading on August 8, 2021:	
	Proo	f of Position Enclosed:  Yes No

IF YOU NEED MORE SPACE TO LIST ALL YOUR TRANSACTIONS, ATTACH EXTRA SCHEDULES IN THE SAME FORMAT. BE SURE TO PRINT THE BENEFICIAL OWNER'S FULL NAME AND LAST FOUR DIGITS OF THEIR SOCIAL SECURITY/TAXPAYER IDENTIFICATION NUMBER ON EACH ADDITIONAL PAGE. IF YOU ATTACH EXTRA SCHEDULES, CHECK THE BOX BELOW:

If you have attached additional schedules, check here  $\rightarrow \square$  Yes

<sup>&</sup>lt;sup>3</sup> Information requested with respect to the number of Cloopen ADSs purchased or acquired from February 9, 2021 through August 8, 2021 is needed to validate your claim; however, no Cloopen ADSs purchased on or after May 11, 2021 are eligible for any recovery under the Settlement (as they were purchased after the Class Period), and no Recognized Losses will be calculated or considered on such ADSs under the Plan of Allocation.

# YOU MUST READ AND SIGN THE RELEASE BELOW. FAILURE TO SIGN THE RELEASE MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.

#### IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I (We) submit this Proof of Claim under the terms of the Stipulation described in the Notice. I (We) also submit to the jurisdiction of the Supreme Court of the State of New York, County of New York: Commercial Division, with respect to my (our) claim as a Settlement Class Member and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions, or sales of Cloopen ADSs common stock during the Relevant Period and know of no other Person having done so on my (our) behalf.

#### V. RELEASE

- 1. I (We) hereby acknowledge full and complete satisfaction of, and do hereby fully, finally, and forever settle, release, and discharge from the Released Claims (as defined below) each and all of the Released Defendant Parties, defined below.
- 2. "Released Claims" means all claims, demands, rights, and causes of action, or liabilities of every nature and description, whether known or Unknown Claims (as defined below), whether arising under federal, state, local, common, statutory, administrative, or foreign law, or any other law, rule, or regulation, at law or in equity, whether fixed or contingent, whether foreseen or unforeseen, whether accrued or unaccrued, whether liquidated or unliquidated, whether matured or unmatured, whether direct, indirect, derivative, representative, class, or individual in nature that (a) Plaintiffs or any other member of the Settlement Class: (i) asserted in the State Action and/or the Federal Action or (ii) could have been asserted in any court or forum that arise out of or are based upon any of the allegations, transactions, facts, matters or occurrences, representations, or omissions involved, set forth, or referred to in the State Action and/or the Federal Action; and (b) relate in any way, directly or indirectly, to or arise from the purchase or acquisition of Cloopen ADSs pursuant and/or traceable to the Registration Statement or between the period of February 9, 2021 and May 10, 2021, inclusive ("Plaintiffs' Released Claims"). Plaintiffs' Released Claims shall not include (i) any claims relating to the enforcement of the Settlements; or (ii) any claims of any person or entity who or which submits a request for exclusion from the Settlement Class that is accepted by the State Court.
- 3. "Released Defendant Parties" means (i) each and every Defendant<sup>4</sup>, (ii) each of their respective immediate family members (for individuals) and each of their direct or indirect parent entities, subsidiaries, related entities and affiliates, any trust of which any individual defendant is the settler or which is for the benefit of any Defendant and/or member(s) of his or his family, and (iii) the named defendants who were not served with process in the State Action and/or the Federal Action, Xiadong Liang, Zi Yang, Ming Liao, Feng Zhu, Lok Yan Hui, Jianhong Zhou, Ching Chiu, Yunhao Liu, Changxun Sun, Yipeng Li, Xiegang Xiong, Cheng Luo, Kui Zhou, Qingsheng Zheng, and CICC and (iv) for any of the entities listed in parts (i) or (ii), their respective past and present general partners, limited partners, principals, shareholders, joint venturers, members, officers, directors, managers, managing directors, supervisors, employees, contractors, consultants, auditors, accountants, financial advisors, professional advisors, investment bankers, representatives, insurers, trustees, trustors, agents, attorneys, professionals, predecessors, successors, assigns, heirs, executors, administrators, and any controlling person thereof, in their capacities as such, and any entity in which a Defendant has a controlling interest.
- 4. "Unknown Claims" means any and all Plaintiffs' Released Claims of every nature and description against the Released Defendants' Parties which any Plaintiff or any member of the Settlement Class does not know or suspect to exist in his, her, or its favor at the time of their release of the Plaintiffs' Released Claims, and any and all Released Defendants' Claims of every nature and description against the Released Plaintiffs' Parties which any Defendant does not know or suspect to exist in his, her, or its favor at the time of their release of the Released Defendants' Claims, and including, without limitation, those which, if known by such Plaintiff, member of the Settlement Class, or Defendant, might have affected his, her, or its decision(s) with respect to the Settlements or the releases, including his, her, or its decision(s) to object or not to object to the Settlements. The Parties acknowledge that they have read and understand Section 1542 of the California Civil Code which reads as follows: "A general release does not extend to claims that the creditor or releasing party does not know or suspect to exist in his or her favor at the time of executing the release ad that if known by him or her, would have materially affected his or her settlement with the debtor or released party." The Parties hereby expressly waive and relinquish all rights and benefits under that section and any law of any jurisdiction of similar effect with respect to any claims the Parties may have.
- 5. "Released Plaintiffs' Parties" means (i) Federal Plaintiff, State Class Representative, and members of the Settlement Class, and (ii) each of their respective family members, and their respective general partners, limited partners, principals, shareholders, joint venturers, members, officers, directors, managers, managing directors, supervisors, employees, contractors, consultants, auditors, accountants, financial advisors, professional advisors, investment bankers, representatives, insurers, trustees, trustors, agents, attorneys,

<sup>&</sup>lt;sup>4</sup> "Defendants" means, collectively, Cloopen, Changxun Sun, Yipeng Li, Kui Zhou, Qingsheng Zheng, Xiaodong Liang, Zi Yang, Ming Liao, Feng Zhu, Lok Yan Hui, Jianhong Zhou, Ching Chiu, Cogency Global Inc., Goldman Sachs (Asia) L.L.C., Citigroup Global Markets Inc., China International Capital Corporation Hong Kong Securities Limited, Tiger Brokers (NZ) Limited, and Futu, Inc.

professionals, predecessors, successors, assigns, heirs, executors, administrators, and any controlling person thereof, in their capacities as such.

- 6. I (We) hereby warrant and represent that I (we) have not assigned or transferred, or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
- 7. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Cloopen ADSs pursuant or traceable to the Offering Documents and/or that occurred during the period from February 9, 2021 through August 8, 2021, inclusive, as well as the number of ADSs held by me (us) at the close of trading on August 8, 2021.
- 8. I (We) certify that I am (we are) NOT subject to backup tax withholding. (If you have been notified by the Internal Revenue Service that you are subject to backup withholding, please strike out the prior sentence.)

I (We) declare under penalty of perjury under the laws of the State of New York that all of the foregoing information supplied on this Proof of Claim by the undersigned is true and correct.

Executed this day of	
	(Month/Year)
in	
(City)	(State/Country)
(Signature of Beneficial Owner)	(Signature of Co-Beneficial Owner, if any)
(Type or print your name here)	(Type or print your name here)
(Capacity of person(s) signing, e.g., Beneficial	(Capacity of person(s) signing, e.g., Beneficial
Purchaser or Acquirer, Executor or Administrator	Purchaser or Acquirer, Executor or Administrator

## ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME. THANK YOU FOR YOUR PATIENCE.

#### Reminder Checklist:

- 1. Please sign the above release and acknowledgment.
- 2. Remember to attach copies of supporting documentation.
- 3. **Do not send** originals of certificates or other documentation as they will not be returned.
- 4. Keep a copy of your Proof of Claim and all supporting documentation for your records.
- 5. If you desire an acknowledgment of receipt of your Proof of Claim, please send it Certified Mail, Return Receipt Requested.
- 6. If you move, please send your new address to the address below.
- 7. **Do not use red pen or highlighter** on the Proof of Claim or supporting documentation.

## THIS PROOF OF CLAIM MUST BE SUBMITTED ONLINE OR MAILED NO LATER THAN FEBRUARY 14, 2024, ADDRESSED AS FOLLOWS:

Cloopen Securities Litig. Claims Administrator c/o A.B. Data, Ltd. P.O. Box 173025 Milwaukee, WI 53217

Online Submissions: www.CloopenSecuritiesLitigation.com