SUNPOWER GROUP LTD.

(Company Registration No. 35230)
(Incorporated in Bermuda with limited liability)

2023 SPECIAL GENERAL MEETING – DEPOSITOR PROXY FORM

We, The Central Depository (Pte) Limited ("**CDP**"), being a member of **SUNPOWER GROUP LTD.** (the "**Company**"), pursuant to a proxy form lodged or to be lodged by us with the Company (the "**CDP Proxy Form**"), have appointed, or will be appointing, the person or persons whose name(s) and particulars are set out in Part I below (the "**Depositor(s)**"), in respect of such number of shares (the "**Depositor(s) Shares**") set out against his/her/its name in the Depository Register maintained by CDP as at 26 April 2023 at 11:00 a.m. (the "**Cut Off Date**"), as our proxy to vote for us on our behalf at the special general meeting of the Company to be held at the Company's Board Room, No. 2111 Chengxin Avenue, High-tech Industrial Park, Jiangning District, Nanjing, Jiangsu, 211112, People's Republic of China, and broadcast "live" *via* an audio and video feed, as well as an audio only link, on Friday, 28 April 2023 at 11:00 a.m. (or as soon as practicable thereafter following the conclusion or adjournment of the annual general meeting of the Company to be held at 10:00 a.m. on the same day and at the same place) or at any adjournment thereof (the "**Special General Meeting**").

I

	No. of shares held
	NRIC / Passport / Registration No(s).

Provided that the Company receives this Depositor Proxy Form, which is:
(i) duly completed and signed/executed by the said Depositor(s); and
(ii) submitted by the requisite time and date, and to the requisite office as indicated overleaf,

we hereby appoint the person or persons (the "**Appointee(s)**") whose details are given in Part II(a) and/or (b), provided that such details have been verified in Part V by the affixing of the common seal or signature of, or on behalf of, the person or persons named in Part I, and on the basis that such person or persons are authorised to vote in respect of the proportion of the shareholdings referred to in Part II or, if no proportions are so reflected, in respect of the whole of the said shareholdings:

II.

	Name	Email Address	NRIC/Passport Number	Proportion of Shareholdings	
				No. of Shares	%
(a)					
	***and/or (delete as appropriate)**				
(b)					

or failing him/her, the Chairman of the Special General Meeting, as *my/our proxy to attend and vote for *me/us on *my/our behalf at the Special General Meeting. The Appointee(s) *is/are hereby directed to vote for or against or abstain from voting as indicated hereunder. If no specific direction as to voting is given or abstention from voting is given, the appointment of the Chairman of the Special General Meeting as proxy will be treated as invalid.

III. The Appointee(s) *is/are hereby directed to vote for or against, or abstain from voting on, the resolution to be proposed at the Special General Meeting as indicated hereunder. If no specific direction as to voting is given, the Appointee(s) may vote or abstain from voting at *his/her/their discretion, on any other matter arising at the Special General Meeting.

Ordinary Resolution	**For**	**Against**	**Abstain**
The Proposed Renewal of the Share Buy-Back Mandate			

Dated this day of 2023

IV. We further hereby authorise and direct the Company to accept this Depositor Proxy Form *in lieu* of the CDP Proxy Form in respect of the Depositor(s) Shares, and the CDP Proxy Form, to the extent that it relates to the appointment of the said Depositor(s) as our proxy in respect of the Depositor(s) Shares, shall be of no force or effect whatsoever.

The Central Depository (Pte) Limited

_____
Signature of Director

TO BE COMPLETED BY DEPOSITOR(S) IF HE/SHE/IT WISHES TO NOMINATE THE PROXY UNDER PART II

V.

For Individuals:	For Corporations:		
Signature(s) of Direct Account Holder(s)	Signature of Director	Signature of Director/Secretary	Common Seal

IMPORTANT: PLEASE READ THE NOTES OVERLEAF CAREFULLY BEFORE COMPLETING THIS DEPOSITOR PROXY FORM

IMPORTANT: PLEASE READ NOTES BELOW

Notes:

Part II

The Company will provide the Depositors with the means to vote electronically in real time at the Special General Meeting. A Depositor may nominate not more than two (2) Appointees, who shall be natural persons, to attend and vote in his/her/its place as proxy for CDP in respect of the number of the Depositor(s) Shares by completing Part II(a) and/or (b).

Where a Depositor is a corporation and wishes to be represented at the Special General Meeting, it must nominate up to two (2) Appointees to attend and vote as proxy for CDP at the Special General Meeting in respect of the number of the Depositor(s) Shares, by executing and depositing this Depository Proxy Form in accordance with the instructions stated herein.

A Depositor who wishes to nominate more than one (1) Appointee must specify the proportion of the number of the Depositor(s) Shares (expressed as a percentage of the whole) to be represented by each Appointee. If no proportion of the number of the Depositor(s) Shares is specified, the Appointee whose name appears first shall be deemed to carry one-hundred per cent. (100%) of the number of the Depositor(s) Shares of his/her/its appointer and the Appointee whose name appears second shall be deemed to be nominated in the alternate.

Part III

Please indicate with an "X" in the appropriate box against each resolution how you wish the Appointee to vote. Depositors should specifically direct the Appointee on how they wish to vote for or vote against (or abstain from voting on) the resolution in Part III of this Depositor Proxy Form. If this Depositor Proxy Form is deposited without any indication as to how the Appointee shall vote, the Appointee may vote or abstain from voting at his/her discretion.

If a Depositor marks the abstain box for a particular resolution, he/she/it is directing the Appointee not to vote on that resolution and the votes will not be counted in computing the required majority on a poll.

Part V

If a Depositor wishes to nominate the Appointee, this Depositor Proxy Form must be signed by the Depositor or his/her/its attorney duly authorised in writing. In the case of joint Depositors, all joint Depositors must sign this Depositor Proxy Form. If the Depositor is a corporation, this Depositor Proxy Form must be executed under its common seal or under the hand of an officer or its attorney duly authorised in writing. **The power of attorney appointing the attorney or other authority, or a notarially certified copy thereof, if any, under which this Depositor Proxy Form is signed, must (unless previously registered with the Company) be attached to this Depositor Proxy Form.**

This Depositor Proxy Form, duly completed, together with the abovementioned power of attorney appointing the attorney or other authority, or a notarially certified copy thereof, if applicable, **must be (a) deposited by the Depositor(s) at the office of the Company's Share Transfer Agent in Singapore, In.Corp Corporate Services Pte. Ltd., at 30 Cecil Street, #19-08 Prudential Tower, Singapore 049712; or (b) submitted by email to ir@sunpowergroup.com.cn, in either case, by no later than 11:00 a.m. on 26 April 2023 in accordance with the instructions stated herein and in the Notice of Special General Meeting.**

GENERAL

Depositors will not be able to attend the Special General Meeting in person. Alternative arrangements relating to, among other things, attendance, submission of questions in advance and voting by proxy at the Special General Meeting are set out in the Notice of Special General Meeting dated 5 April 2023.

The Company shall be entitled to, at its discretion, reject any Depositor Proxy Form, which is incomplete, improperly completed or illegible or where the true intentions of the Depositor are not ascertainable from the instructions of the Depositor specified on any Depositor Proxy Form. It is the Depositor's responsibility to ensure that this Depositor Proxy Form is properly completed. Any decision to reject this Depositor Proxy Form on the grounds that it is incomplete, improperly completed or illegible will be final and binding; and none of the Company, CDP or In.Corp Corporate Services Pte. Ltd. accepts any responsibility for the consequences of such a decision. In addition, the Company may, at its discretion, reject any Depositor Proxy Form lodged if a Depositor, being the appointer, is not shown to have shares entered against his/her/its name in the Depository Register, as supplied by CDP to the Company, as at forty-eight (48) hours before the time appointed for holding the Special General Meeting.

Personal Data Privacy

By submitting a Depositor Proxy Form, the Depositor accepts and agrees to the personal data privacy terms set out in the said Notice of Special General Meeting.