

SUNPOWER GROUP LTD.

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

2022 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 25 May 2022 at 10:00 a.m. (the “Cut Off Time”), 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 webcast as well as an audio only feed, on Friday, 27 May 2022 at 10:00 a.m. or at any adjournment thereof (the “Special General Meeting”).

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

Provided 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 in accordance with the instructions as indicated overleaf,

we hereby appoint the person (the “Appointee”) whose details are given in Part II, 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 is 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.	Appointee	Proportion of shareholding (%)
	The Chairman of the Special General Meeting	

as our proxy to vote for us on our behalf at the Special General Meeting. If no specific direction as to voting is given, the appointment of the Appointee as proxy for the resolution will be treated as invalid.

- III. The Appointee is hereby directed to vote for or against, or to abstain from voting on, the resolution to be proposed at the Special General Meeting as indicated hereunder:-

Ordinary Resolution	For	Against	Abstain
The Proposed Renewal of the IPT General Mandate			

Dated this day of 2022

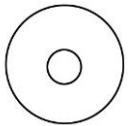
- IV. We further hereby authorise and direct the Company to accept this Depositor Proxy Form *in lieu* of the CDP Proxy Form in respect of the Depositor(s) Shares, and the CDP Proxy Form, to the extent that it relates to the appointment of the said Depositor(s) as our proxy in respect of the Depositor(s) 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: Signature(s) of Direct Account Holder(s)	For Corporations: Signature of Director	Signature of Director/Secretary	 Common Seal
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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. Alternatively, a Depositor may also wish to vote by proxy. If a Depositor wishes to exercise his/her/its voting rights at the Special General Meeting by proxy, he/she/it must appoint the Chairman of the Special General Meeting (the “**Chairman**”) as his/her/its proxy, and Depositor Proxy Forms appointing such person other than the Chairman shall be deemed to appoint the Chairman as proxy.

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 appointment of the Appointee as proxy for the resolution will be treated as invalid.

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, failing which the Company shall be entitled to regard this Depositor Proxy Form as invalid.**

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 10:00 a.m. on 25 May 2022 in accordance with the instructions stated herein and in the Notice of Special General Meeting, failing which the Company shall be entitled to regard this Depositor Proxy Form as invalid.**

Investors who hold their Shares through a relevant intermediary (as defined in Section 181 of the Companies Act 1967 of Singapore) should not use the Depositor Proxy Form and should contact their relevant intermediaries as soon as possible to specify voting instructions.

GENERAL

1. Depositors will not be able to attend the Special General Meeting in person. Alternative arrangements relating to, among other things, attendance, submission of questions and voting by proxy at the Special General Meeting are set out in the Notice of Special General Meeting dated 6 May 2022.
2. 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 Notice of Special General Meeting dated 6 May 2022.