

SUNPOWER GROUP LTD.

RESOLUTIONS PASSED AT ANNUAL GENERAL MEETING AND SPECIAL GENERAL MEETING

The Board of Directors (the “**Board**”) of Sunpower Group Ltd. (the “**Company**”), is pleased to announce that:-

- (i) All resolutions set out in the Notice of Annual General Meeting (the “**AGM**”) dated 6 April 2015 were voted on by way of poll and duly passed at the AGM held today.
- (ii) All resolutions set out in the Notice of Special General Meeting (the “**SGM**”) dated 6 April 2015 were voted on by way of poll and duly passed at the SGM held today.
- (iii) The results of the poll in respect of resolutions passed at the AGM, are as follows:-

Ordinary Resolutions		FOR		AGAINST	
		No. of Shares	%	No. of Shares	%
1	Financial Statements, Directors’ Report and Auditors’ Report	223,026,749	76.35	69,097,318	23.65
2	First and Final dividend	225,969,947	77.35	66,154,120	22.65
3	Directors’ fees	223,026,749	76.35	69,097,318	23.65
4(i)	Re-election of Director (Mr Jiang Ning)	223,026,749	76.35	69,097,318	23.65
4(ii)	Re-election of Director (Mr Ma Ming)	165,913,583	70.60	69,097,318	29.40
5	Re-appointment Auditors (Messrs Deloitte & Touche LLP) and authority to fix their remuneration	222,986,749	76.33	69,137,318	23.67
6	Authority to issue shares	222,986,749	76.33	69,137,318	23.67

- (iv) The results of the poll in respect of resolutions passed at the SGM, are as follows:-

Ordinary Resolutions		FOR		AGAINST	
		No. of Shares	%	No. of Shares	%
1	Adoption of the employee share option scheme to be named “Sunpower Employee Share Option Scheme 2015” (the “ 2015 Sunpower ESOS ”)	89,565,600	56.45	69,097,318	43.55
2	Grant of options at a discount under the 2015 Sunpower ESOS	89,565,600	56.45	69,097,318	43.55
3	Participation by Mr Guo Hong Xin in the 2015 Sunpower ESOS	89,565,600	56.45	69,097,318	43.55
4	Renewal of Share Buyback mandate	222,966,749	76.34	69,097,318	23.66

- (v) Mr Jiang Ning having been re-elected as a Director of the Company shall continue to serve as the Chairman of Nominating Committee, a member of Remuneration Committee and a member of Audit Committee. The Board considers Mr Jiang Ning to be an independent Director of the Company.

By order of the Board

GUO HONG XIN
Executive Chairman
29 April 2015