

SUNPOWER GROUP LTD.

Investor Presentation

14 August 2019

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Investment Highlights



Financial Highlights



Sunpower Group at a Glance



- Environmental Protection Solutions Specialist: Energy-saving solutions, waste heat recovery, clean power
- 20 Years of Proven Track Record: Established in 1997, listed on SGX since 2005
- Strong R&D Capabilities: 154 patents, including 60 invention patents
- Synergistic Business Model: Strong execution capabilities and cost efficiencies of M&S benefit GI business
- Business segments: Value creator and growth driver in Green Investments (GI). Supported by Manufacturing and

- 3 -

Services (M&S)

Green Investments (GI)

8 projects in operation. Strong 1H2019 with segment result* of RMB 111 million (+**702% YoY**), EBITDA of RMB175 million (+**189%**), and operating cashflow generated by GI projects of RMB121 million (+**100%**)

Long-term, recurring high-quality income and cashflows (typically 30-year concessions + first right to renew)

High NPV of cashflows and attractive double-digit IRR

Manufacturing & Services (M&S)

Record order book of RMB2.5 billion as of July 2019

Top-tier position in the environmental protection solutions industry

~1,500 customers in over 15 industries across 30 countries, of which 70% are repeat customers

Reputable customer base, including BASF, BP, Shell, Total, ExxonMobil, CNOOC, CNPC and Sinopec

^{*}Segment results reflect the operating income of each business segment of the Group, before interest, tax and unallocated corporate expenses as well as fair value change and foreign exchange gains or losses for the convertible bonds and warrants.

Sunpower Group at a Glance





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GI Performance



Financial Highlights



Investment Highlights



Target to Build Sizeable	e GI Portfolio
GI Forms the Bulk of t	he Group's Value
Stable and Growing M	anufacturing Services: Strong Order Book ~ RMB 2.5 billion
Professional and Discip	lined Management Team

Green Investment, Our Value Creator and Growth Driver

concessions



Ι	Enormous Business	 Government orders mandatory closure of small boilers. Manufacturing plants in industrial parks across China to use highly efficient centralised steam boilers
	Opportunities in China's Anti-	 Manufacturing plants are increasingly concentrated in industrial parks. Industrial parks continue to expand
	smog Sector	• Exclusive supplier of steam to industrial customers within industrial parks where we typically hold 30-year concession agreements with first right to renew such

II Scarce & Realisable Assets

- High net present value (NPV) and attractive double-digit project IRR. Long term & recurring cash flows.
- **High quality cashflows and captive customers**. Steam, a non-discretionary input for production by our industrial customers. Pre-payment & strong tariff collections
- Strong cashflow growth potential. Increasing steam demand with

(1) Immediate cross-over demand from mandatory closure of small boilers

(2) Natural expansion of industrial parks



III Unique Competitive Edge

Proprietary energy-saving & long-distance distribution technology





- Experienced management with full interest alignment: strong discipline in project evaluation & low cost overrun risks
- Fully integrated capabilities: in-house design institute, environmental protection manufacturing & services
- Strong long-term capital support & shareholders base
- Robust pipeline with attractive projects
- First mover advantage: established market reputation in anti-smog sector

Green Investment, Our Value Creator and Growth Driver

Proprietary Technologies

- Long Distance Steam Distribution Pipelines Technology
 - Increase geographical reach to captive customers. Achieve economies of scale
 - Reduce coal feedstock ~ minimal temperature lost in transmission
- Environmental Protection Technology
 - Low nitrogen combustion technology
 - Desulfurization and denitrification technology
- Energy Saving Technology
 - High efficiency heat exchange technology
 - Gas-gas heater technology
 - Low temperature economizer technology
- Ability to Reform and Upgrade Acquired Plants to Improve Operation Efficiency

Temperature Loss		Differential Pressure		Coverage Radius	
15°C/Km Industry	≤5°C/Km Sunpower			5-6 Km Industry	30 Km
Emission Limit (mg/m3)	New National Standard for New Build Coal-fired Boilers ⁽¹⁾	New National Standard for Coal-fired Power Boilers	New National Standard for Coal-fired Power Plants in Key Areas ⁽²⁾	New National Standard for Natural Gas	Sunpower's Capability
Dust	50	30	20	5	<5
Sulphur Dioxide, SO2	300	100	50	35	<35
Nitrogen Oxide, NOx	300	100	100	50	<50

(1) Standard applies to coal-fired power-generating boilers with a unit capacity of 65 tons/hour (t/h) or below
(2) Key Area refers to Beijing-Tianjin-Hebei region, Yangtze River Delta and Pearl River Delta of China Source: Emission Standard of Air Pollutants for Boilers enacted by Ministry of Environmental Protection of PRC.

Target to Build Sizeable GI Portfolio



Gross Annualized Steam Capacity (million tons)

Annualized backup capacity (to ensure constant steam supply to customers. May be used for steam supply as and when required)



Gross Annualized Electricity Capacity (million MWh)



GI Forms the Bulk of the Group Value (1)





- Sunpower has seen strong ramp-up of GI operations and is well prepared for the next phase.
- Successfully been enhanced into a company driven by long-term, recurring, high-quality income and cashflows.
- Target to invest RMB2.5 billion in equity in GI assets by 2021.
- Look to secure more earnings accretive M&As. Strong attractive pipeline of projects under evaluation.
- Aim to deliver long-term NPV of future cashflows, substantially higher than current EBITDA contributions.

(1) Based on invested capital

Stable and Growing Manufacturing & Services



Order book remains strong at RMB2.5 billion as of July 2019

Strong order book continues to fuel M&S revenue "stable and growing"



Proven track record

- \checkmark Stable and growing revenue
- \checkmark Positive operating cash-flow

Strong foundation

 $\checkmark\,$ Supports sustainable expansion of GI business

Resilient & sustainable

- ✓ Reputable customer base that includes conglomerates in Fortune Global 500 List
- ✓ 70% repeat customers
- \checkmark Customers in diversified downstream industries
- \checkmark Access to global projects
- Advanced proprietary technologies

Professional and Disciplined Management Team



Management are proven professionals with high personal integrity and follow international best practices in corporate governance

- Stable and Loyal
- \checkmark The majority has served Sunpower for >10 years. Strong loyalty.
- Highly Educated and Professional
- ✓ Ph.D or Master Degree
- Professional background in the industry

Deep Industry Experience

- \checkmark Average >20 years of experience in environmental protection sector
- Extensive experience in working with various conglomerates in China and abroad

Strong Alignment of Interest

✓ The management collectively owns >40% shares of Sunpower¹



Dr. Guo Hong Xin Executive Chairman & Founder



Mr. Ma Ming Co-founder, Executive Director



Ms. Ge Cuiping CFO



Mr. Chen Kai CIO



Senior VP

GM-GI



Mr. Zhu Bing Cheng

GM--EEM



Mr. Yuan Ziwei Senior VP GM--EPC

DCP and CDH are strategic institutional investors

- Among the largest and most experienced Chinese PE investors.
- Invested/committed in Sunpower through 2 rounds of CBs, amounting to US\$180 million. Provide institutional support for Sunpower's long-term growth.

DCP and CDH team's Selected Portfolio

Invested in and nurtured many leading companies in China.





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GI Performance



Financial Highlights



Rapid Expansion of GI Business Exceeded Expectations

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- From 0 to 8 operational projects, GI's leap forward has taken only 2 years after the issue of CB1
- With double-digit IRR, all GI projects in operation are in line with or even beat the Company's targets
- Sunpower is on track to materialize the enormous growth potential of the GI strategy



GI's Growth Sustained









GI Projects Operating Cash Flow

(RMB mil)

- GI's strong ramp-up continued to drive profit growth and significantly enhanced quality of earnings and cashflow of the Group with its long-term, recurring and high-quality contributions
- GI projects are still ramping up. Sunpower is well-positioned for growth in the next phase, which is to ramp up existing GI operations further and look to secure more earnings accretive projects
- The long-term Net Present Value ("NPV") of future cashflows generated by the Group's GI is expected to be substantially higher than the current EBITDA contribution.
- Organic and substantial growth in cashflow will also be a funding source for further future GI expansion.

Significant Acquisition of Suyuan Plant



Total investment of approximately RMB293 million, secured by RMB117.2 million of equity

Location: Changshu, Suzhou, Jiangsu province. The textile industry has been a mainstay of the Changshus' economy for the last 40 years with annual turnover of >RMB 100 billion Capacity: 1x90 (t/h)+ 2x75t/h (steam)+1xB7MW (electricity) Customer mix: ~49 captive customers in printing & dyeing industries

D Exclusive centralized steam supplier within its coverage area

Investment Highlights

Steam and electricity businesses have been growing steadily over the past 3 years

Demand for its steam is expected to grow significantly in 2020 due to the mandatory closure of small "dirty boilers" and relocation of companies into the coverage area



- **4** Established industry cluster in Changshu provides Suyuan Plant with a resilient and attractive customer base
- Operational performance and efficiency are expected to further improve after plant upgrades by Sunpower

A promising addition to the GI portfolio, with a positive and growing impact on medium to long term profitability. Projected to have attractive IRR.

Significant Acquisition of Yongxing Plant





Geographic Distribution of Yongxing's Customers

Transaction done at attractive valuation multiple

Total investment of RMB765 million, secured by RMB306 million of equity *About Yongxing Plant*

Sizeable capacity: 350t/h (steam)+36MW (electricity), ~160 km total length of pipeline

Customer mix: captive customers concentrated in cashflow-rich industries

Textile	49%
Chemical & Metallurgy	20%
Others	31%

Plant Highlights

- **Strong fundamentals:** Steady and sustainable growth potential
- Latest status: Post-acquisition upgrades completed. Strong improvements seen in operational efficiency and financial results
- Sustainable business model:
 - ✓ Exclusive centralized steam supplier
 - ✓ **Cost effective:** River water used to generate steam. Zero waste.
- **Ultra-low emissions -** lower than natural gas
- **Long-term growth potential** supported by organic growth of a large customer base
- **High IRR:** double-digit investment returns

Yearly Revenue of Yongxing Plant



Rapid Ramp-up of Changrun Project





Investment:

Total investment of RMB934 million, secured by RMB434 million in equity

About Changrun Project – Phase 1:

Location: Gaoyang, Hebei (supplies 1/3 of household textiles in the whole of China) Capacity: 2x220t/h (steam)+2x25MW (electricity) Pipeline network: ~50 km in length Customer mix: >70 captive customers

Project Highlights

Strong business fundamentals:

- \checkmark Added sales of electricity to complement steam in 2018
- ✓ Largest contributor to GI growth in FY2018
- ✓ Continued rapid ramp-up in 2019
- Sustainable business model:
 - ✓ **Exclusive** centralized steam supplier: 30-year concession + first right to renew
 - "Zero waste" circular economy: Treated waste water is used to generate steam, while outputs are sold to external factories
 - ✓ Ultra-low emissions
- High IRR double-digit investment returns

Update on Shantou Project







Equity Investments

Phase 1	RMB 167 million	1 I I I I I I I I I I I I I I I I I I I	 Phase 1 to launch trail production in 2H2019, and reasonably expected to be fully operational in 2020; Planned to construct Phase 2 in 2H2019 		
Phase 2	RMB 133 million				
Capacity		Phase 1	Phase 1 + Phase 2		
Designed steam capacity (t/h)		3x150 (= 450)	3x150 + 2x260 (=970)		
Annualized steam supply capacity (GJ)		5.7 million ⁽¹⁾	19.0 million ⁽²⁾		

Notes: (1) With 2 boilers operational and 1 boiler as backup capacity to ensure constant steam supply to customers; (2) With 4 boilers operational and 1 boiler as backup capacity to ensure constant steam supply to customers

Location: Shantou Textile Circular Economy Industrial Park managed by Chaonan Textile, Printing and Dyeing Comprehensive Environmental Treatment Center

Project Highlights

- **Strong fundamentals:** Exclusive steam supplier with 38.5-year concession
- **Ready-made & resilient customer base**:~128 qualified printing & dyeing companies are accelerating their relocation into the park, with the first batch reported to be ready for operation in 2H 2019
- **Large potential:** Dyed textile and garment industry is a pillar industry in Shantou which contributed ~30% of the local GDP in 2017. Shantou is a major national producer of garments and has established a mature industry cluster.
- It will deliver **long-term, recurring and high-quality income and cashflows** once operational. Expected to have attractive double-digit IRR
- **Urgent need to deal with river pollution**: Shantou Project is one of the key water pollution control and alleviation measures put in place to clean up heavily-polluted Lianjiang River

Strong Pipeline and Significant Targeted Investment in GI



Sunpower is on target to invest approximately RMB2.5 billion in GI equity by 2021

Update on GI Investments to-date

Status	Total Investments (RMB mm) ⁽¹⁾	SP Equity (RMB mm)
In Operation	2,476.0	1,040.1
Under Construction	1,650.0	430.4
Shantou-Phase 2 ⁽³⁾	650.0	132.6
Amount Invested and Committed	4,776.0	1,603.1
To be Constructed ⁽²⁾	653.0	220.4
Pipeline	1,700.8	680.3
Total	7,129.8	2,503.8

Notes: based on current estimates or forecast

- (1) Assuming $\sim 40\%$ equity/60% debt.
- (2) Projects have been signed and are currently in the design phase
- (3) Plan to commence construction in 2H2019



- Rapid scale-up: Acquired 4 "brownfield" projects and built up 4 "greenfield" projects. 8 projects in operation
- **Strong contributions**: Ramp-up of projects has delivered strong and sustained growth, and these projects are still ramping up.
- On track to build a sizeable GI portfolio:
 - ✓ Plans to construct Shantou Project Phase 2 in 2H2019
 - ✓ RMB430 million in equity committed to projects under construction
 - Expect Shantou Phase 1 to start trial production in 2H2019; Part of Xintai Zhengda Project's new facility to start trial production in 1H 2020.
 - Projects to be constructed remain on track. To kick off construction when all government approvals are received.

Tangible progress on pipeline:

- ✓ A couple of projects in late stages of evaluation.
- Robust pipeline of projects in different stages of evaluation with total value >RMB3.2 billion.

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2 Investment Highlights



GI Performance



Financial Highlights



Stepped Up The Pace

FY2015

FY2016

FY2017

FY2018

1H2018

1H2019



GI's rapid ramp-up has driven Sunpower to achieve record growth in top and bottom line since 2018.

Quality of earnings and cashflow significantly enhanced by GI's long-term, recurring and high-quality contributions.



Gross Profit (RMB mil) & Gross Margin



*Underlying net profit is the true operating performance of the Group, after adjusting net profit attributable to shareholders (including effects of CB) for amortised interest expenses and fair value gains or losses associated with the Convertible Bonds (CB) issued in 2017, as well as foreign exchange gains or losses.



- Sunpower achieved its target of ~50% of recurring income from GI ahead of schedule and continued to sustain the same high level of performance in 1H2019.
- GI contributions continued to increase in 1H2019 and its strong growth significantly enhancing quality of earnings.
- Despite the early stage of development, GI has enhanced Sunpower into a long-term, recurring, high-quality income and cashflow company.
- GI projects are still ramping up and the Group is on track to build a sizeable and valuable GI portfolio.

*Segment results reflect the operating income of each business segment of the Group, before interest, tax and unallocated corporate expenses as well as fair value change and foreign exchange gains or losses for the convertible bonds and warrants.

Group Operating Cashflow Surged





- Cash in advance: GI projects able to require advance payments from customers due to exclusivity within coverage area.
- Surging cashflow: Underlying operating cash flow continued strong growth trajectory due to the continued ramp-up of GI.
- **Potential realised**: Proven the huge potential of GI to generate long-term, recurring, high-quality cashflows.
- Sustainable: Operating cashflow by existing GI projects is expected to grow further in future years with continued rampup. This supports future capex needs for newbuild investments and M&As.

(1) Underlying operating cash fllow, excluding CB interest of RMB17.4 million

⁽²⁾ Underlying operating cash flow, excluding CB interest of RMB 19.7 million.

1H2019: Strong Foundation for 2019



M&S

- Order book: RMB2.5 billion as at July 2019
- Utilization: still nearly full, hence only selectively taking in orders

Strategy:

- Deepen partnerships, diversify customer base and expand into new areas
- Focus on further reduction of cost and improvement of operational efficiency

GI

- Revenue: RMB532 million, up 151% YoY. GI segment result was 53% of Group results
- **EBITDA:** RMB175 million, accounting for 65% of Group EBITDA
- **GI projects' operating cashflow:** RMB121 million, up 100% YoY

Continued build-up of GI portfolio:

- ✓ Completed M&A of Suyuan Plant; GI projects in operation reach to 8
- ✓ Shantou-Phase 2: start construction in 2H2019

Rapid ramp-up of GI projects:

- ✓ **Changrun**: additional electricity sales in 2019
- ✓ Lianshui: new customer connections
- ✓ Yongxing: to contribute for full year in 2019 vs partially in 2018; upgraded to improve profits
- Projects under construction: on track
 Shantou Phase 2: trial production in 2H2019

Group

- **Revenue:** RMB1.5 billion, up 21% YoY
- **EBITDA:** Up 85% YoY to RMB270 million
- Underlying net profit*: RMB111 million, up 53% YoY
- Underlying operating cash inflow: RMB151 million, up 108%
- Cash & cash equivalents and pledged bank deposits: RMB695 million
- Strategy: Progressing as planned. Successfully enhanced into a long-term, recurring, highquality income and cashflow company

*Underlying net profit is the true operating performance of the Group, after adjusting net profit attributable to shareholders (including effects of Convertible Bonds and Warrants) for amortised interest expenses, fair value gains or losses and foreign exchange gains or losses associated with the Convertible Bonds and Warrants. - 77 -

2019: Strong Outlook on More Fronts

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Despite macro headwinds, 1H 2019 proved that Sunpower is capable of delivering strong growth in revenue, profits and operating cashflow due to the contribution by GI.

GI is inherently resilient due to (1) its exclusive supplier status leading to a captive customer base, (2) domestic focus of its customer base, and (3) strong cash generating capability due to the ability to require advance payment. GI's demand outlook is also supported by environmental protection policies to mandatorily shut down small "dirty" boilers, relocation of factories into industrial parks, and organic growth of customers. Sunpower is proactively seeking new M&A opportunities. Barring unforeseen circumstances, management targets to improve earnings as well as quality in 2019. Management expects the following business trends to benefit our operating performance in 2019:

Continued ramping up of GI Projects:

- 1) Changrun: full-year contribution from electricity sales (~3 months in 2018); operational efficiency improvement; expect to adopt sludge treatment during the year;
- 2) Quanjiao and Lianshui: continue to secure new customers
- **3)** Jining: growing demand.

GI Yongxing Plant: Full year contributions in 2019 vs just 3 months in 2018, with further benefits from completed plant upgrades

Suyuan Plant: Maiden contributions expected from the latest acquisition

Shantou Project Phase 1: expected to enter into trial production in 2H2019

Pipeline: Projects in different stages of evaluation with total value >RMB3.2 billion, and a couple in the final stages of negotiation

Strong order book of **RMB2.5 billion** as at July 2019

M&S Continued expansion into new industries and emerging markets

Focus on higher quality orders as well as holistic internal improvements to improve yield.

Appendices

Financial Effects of Convertible Bonds (CBs) and Warrants



CBs were issued on 3 March 2017 and 15 October 2018 with the debt host liability component and the derivative liability component carried at amortised cost and fair value respectively. The changes in the fair value of the derivative liabilities of the CB and Warrants are recognized in profit or loss. In accordance with SFRS(I), the financial effects on profit or loss associated with the issuance of compound financial instruments are as follows: (i) fair value change arising from fair valuation relating to the conversion option and Warrants and (ii) amortised interest charge relating to the amortised cost liability component of the CB and commitment fee of Warrants. The fair value change is an accounting treatment arising from the compliance with the accounting standards and has no cash flow effect and no financial impact on the performance targets in relation to the CB as stipulated in the CB Agreement.

The fair value change of the CB and Warrants and the related financial effects to the statement of profit or loss and other statements have no operational effects to the financial performance of the Group. Financial effects of CB and Warrants consist of unrealised foreign exchange translation, amortised interest expenses (inclusive of interest charges) and fair value gain/ (loss) of CB and Warrants.

Warrants are classified as derivative liabilities. At the date of issue, the fair value of derivative liabilities are estimated using the Binomial model. The amount is recorded as a liability at fair value, and is subsequently remeasured at the end of each financial period with changes in fair value recognised in profit or loss.

In order to reflect the true operating performance of the Group, Sunpower uses **Underlying Net Profit**, which is after adjusting net profit attributable to shareholders (including the effects of CBs and Warrants) for amortised interest expenses and fair value gains or losses as well as foreign exchange gains or losses associated with the CBs and Warrants.

Income Statement Summary*



RMB million	1H 2019	1H 2018	%Change
Revenue	1,470.6	1,219.6	20.6
Gross Profit	343.2	245.0	40.1
Gross Profit Margin	23.3	20.1	3.2 <i>pps</i>
EBITDA	269.5	145.4	85.4
EBITDA Margin(%)	18.3	11.9	6.4 <i>pps</i>
Underlying Net Profit ⁽¹⁾	111.0	72.5	53.2
Underlying Net Profit Margin(%)	7.5	5.9	1.6 <i>pps</i>
Underlying EPS (RMB cents)	14.7 ⁽²⁾	9.8(3)	49.8

* WITHOUT financial effects of Convertible Bonds and Warrants

(1) Underlying net profit is the true operating performance of the Group, after adjusting net profit attributable to shareholders (including effects of Convertible Bonds and Warrants) for amortised interest expenses, fair value gains or losses and foreign exchange gains or losses associated with the Convertible Bonds and Warrants.

(2) Based on the weighted average number of ordinary issued share capital of 754,529,463 ordinary shares.

(3) Based on the weighted average number of ordinary issued share capital of 737,657,142 ordinary shares.



RMB million	As of June 30, 2019	As of June 30, 2018
Cash and cash equivalents & pledged bank deposits	695.1	894.9
Trade Receivables	1,273.4	1,312.1
Inventories	618.1	393.9
Total Current Assets	3,159.0	3,108.2
Non Current Assets	3,715.3	2,354.1
Short-term Borrowings	719.4	510.0
Current Liabilities	3,019.3	2,442.7
Long-term Borrowings	1,020.3	782.2
Convertible bonds liability	817.0	716.3
Equity attributable to equity holders of the Company	1,608.4	1,286.8
Total equity	1,853.1	1,475.6

* WITHOUT financial effects of Convertible Bonds and Warrants



RMB (million)	1H 2019	1H 2018
Net cash generated from/(used in) operating activities	131.3	40.9
Underlying operating cash flow	151.0(1)	72.6 ⁽²⁾
Interest expense	47.8	29.4
Net cash (used in) investing activities	(640.1)	(328.7)
Net cash from financing activities	278.6	140.6

(1) Underlying operating cash flow adjusting for CB interest of RMB19.7 million;

(2) Underlying operating cash flow adjusting for CB interest of RMB17.4 million;

* WITHOUT financial effects of Convertible Bonds and Warrants

Related Environmental Protection Policies in GI segments



Air Pollution Prevention Action Plan (大气污染防治行动计划), 国务院, 国发[2013]37号

Implementation of Coal Fired Boiler's Energy Saving and Environmental Protection Scheme 燃煤锅炉节能环保方案的实施,国家发改委、环保部及其他部门,发改环资[2014]2451号

Clean and Efficient Use of Coal Action Plan (2015-2020) (煤炭清洁高效利用行动计划(2015-2020年)),国家能源局,国能煤炭[2015]141号

Environmental Protection Tax Law (环境保护税法),全国人民代表大会常务委员会

Full Implementation of Work Plan for Ultra-low Emission and Energy Conservation of Coal-fired Power Plants (全面实施燃煤电厂超低排放和节能改造工作方案),环保部、发改委和能源局,环发[2015]164号

Heat-power Cogeneration Measures 热电联产管理办法,发改能源 [2016]617号

20 amendments to National standards for pollutant discharge 关于征求20项国家污染物排放标准修改单(征求意见稿)意见的函,环办大气函[2017]924号

China's 13th Five-Year Plan for National Eco-environmental Conservation 国家环境保护标准"十三五"发展规划,环科技 [2017] 49号

Three-year Action Plan for Winning the Blue Sky War 打赢蓝天保卫战三年行动计划(2018-2020年)(国发〔2018〕22号) Increased initiatives to combat pollution have enhanced growth prospects in the environmental protection industry

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Q&A Session



Financial Highlights





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