

**SCHEDULE TO**

(Amendment No. 5)

Tender Offer Statement Under Section 14(d)(1) or 13(e)(1)  
of the Securities Exchange Act of 1934

**Sky Solar Holdings, Ltd.**

(Name of Subject Company (issuer))

**Square Acquisition Co.**

a wholly owned subsidiary of

**Square Limited**

**Japan NK Investment K.K.**

**IDG-Accel China Capital L.P.**

**IDG-Accel China Capital Investors L.P.**

**Jolmo Solar Capital Ltd.**

**CES Holding Ltd.**

**Jing Kang**

**Bin Shi**

**Sino-Century HX Investments Limited**

**Kai Ding**

**TCL Transportation Holdings Limited**

**Esteem Venture Investment Limited**

**Mamaya Investments Ltd**

**Xanadu Investment (H.K.) Limited**

**Abdullateef A. AL-Tammar**

**Development Holding Company Ltd.**

**Bjoern Ludvig Ulfsson Nilsson**

(Names of Filing Persons (offerors))

**Ordinary Shares, par value US\$0.0001 per share\***

(Title of Class of Securities)

**83084J202 \*\***

**83084J988 \*\***

(CUSIP Number of Class of Securities)

**SCHEDULE 13E-3**

**Rule 13E-3 Transaction Statement**

**Under Section 13(E) of the Securities Exchange Act of 1934**

**Square Acquisition Co.**

a wholly owned subsidiary of

**Square Limited**

**Japan NK Investment K.K.**

**IDG-Accel China Capital L.P.**

**IDG-Accel China Capital Investors L.P.**

**Jolmo Solar Capital Ltd.**

**CES Holding Ltd.**

**Jing Kang**

**Bin Shi**

**Sino-Century HX Investments Limited**

**Kai Ding**

**TCL Transportation Holdings Limited**

**Esteem Venture Investment Limited**

**Mamaya Investments Ltd**

**Xanadu Investment (H.K.) Limited**

**Abdullateef A. AL-Tammar**

**Development Holding Company Ltd.**

**Bjoern Ludvig Ulfsson Nilsson**

(Names of Filing Persons (offerors))

**Ordinary Shares, par value US\$0.0001 per share\***

*(Title of Class of Securities)*

**83084J202 \*\***

**83084J988 \*\***

*(CUSIP Number of Class of Securities)*

**Mitsutoshi Nishiyama  
Square Limited  
c/o Japan NK Investment K.K.  
Kotobuki Bldg. 9F, Iwamotocho 3-chome 10-4, Chiyoda-ku  
Tokyo 101-0032, Japan  
+81-3-5839-2046**

*(Name, Address and Telephone Number of Persons Authorized to Receive Notices and Communications on Behalf of Filing Persons)*

*Copy to:*

**Kenji Taneda, Esq.  
Skadden, Arps, Slate, Meagher & Flom LLP  
Izumi Garden Tower, 37th Floor  
1-6-1, Roppongi, Minato-ku  
Tokyo 106-6037, Japan  
+81-3-3568-2626**

**CALCULATION OF FILING FEE**

**Transaction Valuation\*\*\***

\$32,760,386.40

**Amount of Filing Fee\*\*\*\***

\$4,252.30

\* Not for trading, but only in connection with the listing on the NASDAQ Capital Market of the American Depositary Shares (“ADSs”), each representing twenty ordinary shares, par value \$0.0001 per share, of the issuer (the “Ordinary Shares”).

\*\* This CUSIP number applies to the issuer’s ADSs.

\*\*\* Calculated solely for the purpose of determining the filing fee in accordance with Rule 0-11(b)(1) under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). The filing fee is calculated based on the aggregate cash payment for the proposed per-share cash payment of \$0.30 for 109,201,288 outstanding Ordinary Shares (including Ordinary Shares represented by ADSs) of the issuer subject to the transaction (the “Transaction Valuation”).

\*\*\*\* The amount of the filing fee, calculated in accordance with Exchange Act Rule 0-11(b)(1) and the Securities and Exchange Commission Fee Rate Advisory #1 for Fiscal Year 2020, was calculated by multiplying the Transaction Valuation by 0.0001298.

Check the box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing with which the offsetting fee was previously paid. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

Amount Previously Paid: \$ 4,252.30 Filing Party: Square Acquisition Co., Square Limited, et al.

Form or Registration No.: Schedule TO-T (File No.: 005-88608) Date Filed: July 6, 2020

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes to designate any transactions to which the statement relates:

third-party tender offer subject to Rule 14d-1.

issuer tender offer subject to Rule 13e-4.

going-private transaction subject to Rule 13e-3.

amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer:

This Amendment No. 5 (this “**Amendment No. 5**”) amends and supplements the combined Tender Offer Statement and Rule 13E-3 Transaction Statement filed under cover of Schedule TO, as amended by Amendment No. 1, Amendment No. 2, Amendment No. 3 and Amendment No. 4, (as amended from time to time, this “**Schedule TO**”) and relates to the offer by Square Acquisition Co., an exempted company with limited liability incorporated under the laws of the Cayman Islands (the “**Purchaser**”) and a wholly owned subsidiary of Square Limited, itself an exempted company with limited liability incorporated under the laws of the Cayman Islands (“**Parent**”), which upon consummation of the Offer shall be wholly owned by Japan NK Investment K.K., a joint stock company organized under the laws of Japan (“**JNKI**”), IDG-Accel China Capital L.P., a limited partnership organized under the laws of the Cayman Islands (“**IDG CC**”), IDG-Accel China Capital Investors L.P., a limited partnership organized under the laws of the Cayman Islands (“**IDG CCI**”), and together with IDG CC, “**IDG**”), Jolmo Solar Capital Ltd., a limited company organized under the laws of the British Virgin Islands (“**Jolmo**”), CES Holding Ltd., a limited company organized under the laws of Hong Kong (“**CES**”), Jing Kang, a natural person and citizen of Canada, Bin Shi, a natural person and citizen of the People’s Republic of China, Sino-Century HX Investments Limited, an exempted company with limited liability organized under the laws of the Cayman Islands (“**SCHI**”), Kai Ding, a natural person and citizen of the People’s Republic of China, TCL Transportation Holdings Limited, a limited company organized under the laws of the British Virgin Islands (“**TCL**”), Esteem Venture Investment Limited, a limited company organized under the laws of the British Virgin Islands (“**Esteem**”), Mamaya Investments Ltd, a limited company organized under the laws of the British Virgin Islands (“**Mamaya**”), Xanadu Investment (H.K.) Limited, a company incorporated with limited liability under the laws of Hong Kong (“**Xanadu**”), Abdullateef A. AL-Tammar, a natural person and citizen of Kuwait, Development Holding Company Ltd., an exempted company with limited liability organized under the laws of the Cayman Islands (“**DHCL**”) and Bjoern Ludvig Ulfsson Nilsson, a natural person and citizen of Sweden (JNKI, IDG, Jolmo, CES, Jing Kang, Bin Shi, SCHI, Kai Ding, TCL, Esteem, Mamaya, Xanadu, Abdullateef A. AL-Tammar, DHCL and Bjoern Ludvig Ulfsson Nilsson, collectively with Parent and Purchaser, the “**Offeror Group**”), to purchase all of the issued and outstanding ordinary shares, par value \$0.0001 per share (the “**Ordinary Shares**”) including all Ordinary Shares represented by American depository shares (the “**ADSs**,” each representing twenty Ordinary Shares), of Sky Solar Holdings, Ltd., an exempted company with limited liability incorporated under the laws of the Cayman Islands (“**SKYS**” or the “**Company**”), not owned by the Offeror Group (as well as 600,000 ADSs owned by Kai Ding and 146,499 ADSs owned by TCL, which shall be tendered in the Offer), upon the terms and subject to the conditions set forth in the Offer to Purchase dated July 6, 2020 (the “**Offer to Purchase**”), a copy of which is attached hereto as Exhibit (a)(1) (i), and in the related letter of transmittal for Ordinary Shares (the “**Share Letter of Transmittal**”) and the related letter of transmittal for ADSs (the “**ADS Letter of Transmittal**,” together with the Share Letter of Transmittal, “**Letters of Transmittal**”), copies of which are attached hereto as Exhibit (a)(1)(ii) and Exhibit (a)(1)(iii), which, together with any amendments or supplements, collectively constitute the “**Offer**.” All capitalized terms used in this Amendment No. 5 without definition have the meanings ascribed to them in the Offer to Purchase. Except as otherwise set forth herein, the information set forth in the Schedule TO remains unchanged and is incorporated by reference into this Amendment No. 5.

The items of the Schedule TO set forth below are hereby amended and supplemented as follows:

**Items 1 through 9, Item 11 and Item 13.**

The Offer and withdrawal rights expired at 12:00 midnight, New York City time, at the end of September 8, 2020. The Tender Agent has advised the Offeror Group that, as of immediately prior to the end of the Expiration Date, a total of 76,070,636 Ordinary Shares (including Ordinary Shares represented by ADSs) had been validly tendered (and not validly withdrawn) pursuant to the Offer, representing approximately 18.1% of 419,546,494 outstanding Ordinary Shares of SKYS. In addition, Notices of Guaranteed Delivery have been delivered for 8,523,620 Ordinary Shares (including Ordinary Shares represented by ADSs), representing approximately 2.0% of the outstanding Ordinary Shares of SKYS.

The number of Ordinary Shares (including Ordinary Shares represented by ADSs) that had been validly tendered (and not validly withdrawn) pursuant to the Offer (excluding Ordinary Shares tendered pursuant to Notices of Guaranteed Delivery for which certificates or confirmations of book-entry transfer had not yet been received by the Tender Agent) immediately prior to the end of the Expiration Date satisfied the Minimum Condition, and all other conditions to the Offer were satisfied or waived. Promptly after the

Expiration Date, Purchaser entered into the Loan Facility and accepted for payment all Ordinary Shares (including Ordinary Shares represented by ADSs) validly tendered (and not validly withdrawn) pursuant to the Offer.

As disclosed under the Form 6-K filed by SKYS on August 31, 2020, on August 28, 2020, the Company was informed that Hudson Capital had purportedly filed a winding up petition in respect of SKYS (the “**Winding Up Petition**”) with the Cayman court. Pursuant to the Companies Law (as amended) of the Cayman Islands, the Merger cannot be consummated for so long as the Winding Up Petition remaining outstanding, or if any order shall have been made or resolution adopted to wind up the Company (such proceedings, “**Winding Up Proceedings**”). The Offeror Group is monitoring the Winding Up Petition closely and intends to effect the Merger as promptly as practicable once any Winding Up Proceedings are no longer outstanding or in effect. At the effective time of the Merger, each outstanding Ordinary Share (other than those held by Offeror Group) will be converted into the right to receive \$0.30 in cash per Ordinary Share, without interest and less any required withholding taxes; and each ADS issued and outstanding immediately prior to the effective time, together with the underlying Ordinary Shares represented by such ADS, shall be cancelled in exchange for the right to receive \$6.00 in cash per ADS without interest and less any ADS cancellation fees and other related fees and withholding taxes. Instructions outlining the steps required to be taken to obtain the merger consideration will be provided to SKYS shareholders who did not tender their Ordinary Shares and/or ADSs in the Offer. Parent intends to cause all ADSs to be delisted from Nasdaq and Ordinary Shares deregistered under the Exchange Act.

## SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Square Limited**

By: /s/ Chen Rui

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Name: Chen Rui

Title: Director

**Square Acquisition Co.**

By: /s/ Chen Rui

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Name: Chen Rui

Title: Director

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Japan NK Investment K.K.**

By: /s/ Mitsutoshi Nishiyama

Name: Mitsutoshi Nishiyama

Title: Representative Director

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**IDG-Accel China Capital L.P.**

By: /s/ Chi Sing Ho

Name: Chi Sing Ho

Title: Authorized Signatory

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**IDG-Accel China Capital Investors L.P.**

By: /s/ Chi Sing Ho

Name: Chi Sing Ho

Title: Authorized Signatory



**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Jolmo Solar Capital Ltd.**

By: /s/ Duan Xiaoguang

Name: Duan Xiaoguang

Title: Authorized Person

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**CES Holding Ltd.**

By: /s/ Duan Xiaoguang

Name: Duan Xiaoguang

Title: Director

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Jing Kang**

/s/ Jing Kang

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Bin Shi**

/s/ Bin Shi

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**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Sino-Century HX Investments Limited**

By: /s/ Hao Wu

\_\_\_\_\_  
Name: Hao Wu

Title: Director

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Kai Ding**

/s/ Kai Ding

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**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**TCL Transportation Holdings Limited**

By: /s/ Wang Dewei

Name: Wang Dewei

Title: Director

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Esteem Venture Investment Limited**

By: /s/ Dong Ruili

\_\_\_\_\_  
Name: Dong Ruili

Title: Director



**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

/s/ Angela Meiklejohn

**Mamaya Investments Ltd**

By: /s/ James Dingle

\_\_\_\_\_  
Name: Angela Meiklejohn  
James Dingle

Title: Authorized Representatives of HSBC PB  
Corporate Services 1 Limited,  
Sole Corporate Director of Mamaya  
Investment Ltd

## SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Xanadu Investment (H.K.) Limited**

By: /s/ Eugen von Keller

Name: Eugen von Keller

Title: Director

**SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Abdullateef A. AL-Tammar**

/s/ Abdullateef A. AL-Tammar

## SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Development Holding Company Ltd.**

By: /s/ Bjoern Ludvig Ulfsson Nilsson

Name: Bjoern Ludvig Ulfsson Nilsson

Title: Director

## SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 9, 2020

**Bjoern Ludvig Ulfsson Nilsson**

/s/ Bjoern Ludvig Ulfsson Nilsson

## EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
<u>(a)(1)(i)*</u>	<u><a href="#">Offer to Purchase, dated July 6, 2020.</a></u>
<u>(a)(1)(ii)*</u>	<u><a href="#">Form of Share Letter of Transmittal.</a></u>
<u>(a)(1)(iii)*</u>	<u><a href="#">Form of ADS Letter of Transmittal.</a></u>
<u>(a)(1)(iv)*</u>	<u><a href="#">Form of Notice of Guaranteed Delivery.</a></u>
<u>(a)(1)(v)*</u>	<u><a href="#">Form of Letter to Brokers, Dealers, Banks, Trust Companies and Other Securities Intermediaries.</a></u>
<u>(a)(1)(vi)*</u>	<u><a href="#">Form of Letter to Clients for use by Brokers, Dealers, Banks, Trust Companies and Other Securities Intermediaries.</a></u>
<u>(a)(1)(vii)*</u>	<u><a href="#">Form of Withdrawal Letter.</a></u>
<u>(a)(1)(viii)*</u>	<u><a href="#">Amendment No. 1 to Offer to Purchase, dated July 24, 2020.</a></u>
<u>(a)(1)(ix)*</u>	<u><a href="#">Amendment No. 2 to Offer to Purchase, dated July 27, 2020.</a></u>
<u>(a)(1)(x)*</u>	<u><a href="#">Amendment No. 3 to Offer to Purchase, dated August 20, 2020.</a></u>
<u>(a)(1)(xi)*</u>	<u><a href="#">Amendment No. 4 to Offer to Purchase, dated August 31, 2020.</a></u>
<u>(a)(5)(i)*</u>	<u><a href="#">Complaint titled <i>Quadre Investments, L.P. vs Sky Solar Holdings, Ltd., et al</i> filed on July 17, 2020 in the United States District Court for the Southern District of New York (incorporated by reference to Exhibit (a)(3) to the Schedule 14D-9 filed with the SEC by Sky Solar Holdings, Ltd. on July 20, 2020).</a></u>
<u>(a)(5)(ii)*</u>	<u><a href="#">Notice from Ogier to Sky Solar Holdings, Ltd., on behalf of Hudson Capital Solar Infrastructure GP, L.P., dated July 24, 2020.</a></u>
<u>(a)(5)(iii)*</u>	<u><a href="#">Ex Parte Summons, in the Grand Court of the Cayman Islands, Financial Services Division, In the Matter of Section 11A of the Grand Court Law (2015 Revision), between Hudson Capital Solar Infrastructure GP, L.P. (suing in its capacity as general partner of Hudson Solar Cayman LP) and Sky Solar Holdings, Ltd., dated July 22, 2020 (Cause No. FSD 166 of 2020 (IKJ)).</a></u>
<u>(a)(5)(iv)*</u>	<u><a href="#">Originating Summons, in the Grand Court of the Cayman Islands, Financial Services Division, In the Matter of Section 11A of the Grand Court Law (2015 Revision), between Hudson Capital Solar Infrastructure GP, L.P. (suing in its capacity as general partner of Hudson Solar Cayman LP) and Sky Solar Holdings, Ltd., dated July 22, 2020 (Cause No. FSD 166 of 2020 (IKJ)).</a></u>
<u>(a)(5)(v)*</u>	<u><a href="#">Second Affidavit of Neil Auerbach, in the Grand Court of the Cayman Islands, Financial Services Division, In the Matter of Section 11A of the Grand Court Law (2015 Revision), between Hudson Capital Solar Infrastructure GP, L.P. (suing in its capacity as general partner of Hudson Solar Cayman LP) and Sky Solar Holdings, Ltd., sworn on July 23, 2020 (Cause No. FSD 166 of 2020 (IKJ)).</a></u>
<u>(a)(5)(vi)*</u>	<u><a href="#">First Affidavit of Neil Auerbach, in the Grand Court of the Cayman Islands, Financial Services Division, In the Matter of Section 11A of the Grand Court Law (2015 Revision), between Hudson Capital Solar Infrastructure GP, L.P. (suing in its capacity as general partner of Hudson Solar Cayman LP) and Sky Solar Holdings, Ltd., sworn on July 23, 2020 (Cause No. FSD 166 of 2020 (IKJ)).</a></u>

<u>Exhibit No.</u>	<u>Description</u>
<u>(b)(1)*</u>	<u>Debt Commitment Letter, dated July 5, 2020, between Daiwa Energy &amp; Infrastructure Co. Ltd. and Square Limited.</u>
<u>(d)(1)*</u>	<u>Amended &amp; Restated Consortium Agreement, dated July 6, 2020, by and among Japan NK Investment K.K., IDG-Accel China Capital L.P., IDG-Accel China Capital Investors L.P., Jolmo Solar Capital Ltd., CES Holding Ltd., Jing Kang, Bin Shi, Sino-Century HX Investments Limited, Kai Ding, TCL Transportation Holdings Limited, Esteem Venture Investment Limited, Mamaya Investments Ltd, Xanadu Investment Ltd. (HK), Abdullateef A. AL-Tammar, Development Holding Company Ltd., and Bjoern Ludvig Ulfsson Nilsson.</u>
<u>(d)(2)*</u>	<u>Rollover and Voting Agreement, dated July 6, 2020, by and among Japan NK Investment K.K., IDG-Accel China Capital L.P., IDG-Accel China Capital Investors L.P., Jolmo Solar Capital Ltd., CES Holding Ltd., Jing Kang, Bin Shi, Sino-Century HX Investments Limited, Kai Ding, TCL Transportation Holdings Limited, Esteem Venture Investment Limited, Mamaya Investments Ltd, Xanadu Investment Ltd. (HK), Abdullateef A. AL-Tammar, Development Holding Company Ltd., and Bjoern Ludvig Ulfsson Nilsson.</u>
<u>(d)(3)*</u>	<u>Proposal Letter dated May 25, 2020 from JNKI, IDG Accel China Capital L.P., IDG-Accel China Capital Investors L.P., Jolmo Solar Capital Ltd., CES Holding Ltd., Jing Kang, Bin Shi, Sino-Century HX Investments Limited and Kai Ding, to the board of directors of the Company (incorporated by reference to Exhibit 99.6 to the Schedule 13D/A filed with the SEC by Japan NK Investment K.K., PNF Investment Co., Ltd., Rui Chen, Renewable Japan Co., Ltd., H&amp;T Corporation and Katsuhito Manabe on May 26, 2020).</u>
<u>(d)(4)*</u>	<u>Consortium Agreement, dated May 25, 2020, by and among JNKI, IDG Accel China Capital L.P., IDG-Accel China Capital Investors L.P., Jolmo Solar Capital Ltd., CES Holding Ltd., Jing Kang, Bin Shi, Sino-Century HX Investments Limited and Kai Ding (incorporated by reference to Exhibit 99.7 to the Schedule 13D/A filed with the SEC by Japan NK Investment K.K., PNF Investment Co., Ltd., Rui Chen, Renewable Japan Co., Ltd., H&amp;T Corporation and Katsuhito Manabe on May 26, 2020).</u>
<u>(d)(5)*</u>	<u>Stock Purchase Agreement by and among Hudson, IDG-Accel China Capital L.P. and IDG-Accel China Capital Investors L.P., dated as of November 14, 2019 (incorporated by reference to Exhibit 99.4 to the Schedule 13D/A filed with the SEC by IDG Accel China Capital L.P., IDG-Accel China Capital Investors L.P., Quan Zhou, Chi Sing Ho, IDG-Accel China Capital GP Associates Ltd. and IDG-Accel China Capital Associates L.P. on November 14, 2019).</u>
<u>(d)(6)*</u>	<u>Shareholders Agreement, by and among Fusion-Lynx Holdings, Japan NK Investment K.K. and Hudson Global Finance DE II, LLC, dated as of November 14, 2019 (incorporated by reference to Exhibit 99.5 to the Schedule 13D/A filed with the SEC by Japan NK Investment K.K., PNF Investment Co., Ltd., Rui Chen, Renewable Japan Co., Ltd., H&amp;T Corporation and Katsuhito Manabe on November 22, 2019).</u>
<u>(d)(7)*</u>	<u>Amended and Restated Stock Purchase Agreement by and among Japan NK Investment K.K., Flash Bright Power Ltd., Rihuaxing Limited, Sunpeak Universal Holdings, Inc. and Bright Reality Investment Limited, dated as of October 21, 2019 (incorporated by reference to Exhibit 99.3 to the Schedule 13D/A filed with the SEC by Japan NK Investment K.K., PNF Investment Co., Ltd., Rui Chen, Renewable Japan Co., Ltd., H&amp;T Corporation and Katsuhito Manabe on October 31, 2019).</u>

<u>Exhibit No.</u>	<u>Description</u>
<u>(d)(8)*</u>	<u>Stock Purchase Agreement by and among Japan NK Investment K.K., Flash Bright Power Ltd., Rihuaxing Limited, Sunpeak Universal Holdings, Inc. and Bright Reality Investment Limited, dated as of March 1, 2019 (incorporated by reference to Exhibit 99.1 to the Schedule 13D/A filed with the SEC by Japan NK Investment K.K., TC3 G.K., Hidenori Nakagawa, Keystone Partners Co., Ltd., Japan Revival Sponsor Fund III, LPS, Satoshi Koyama and Tomoaki Tsutsumi on March 11, 2019).</u>
<u>(f)*</u>	<u>Section 238 of the Companies Law (as amended) of the Cayman Islands (included as Schedule C to the Offer to Purchase filed herewith as Exhibit (a)(1)(i)).</u>

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\* Previously filed.