

Must be Postmarked  
No Later Than  
June 26, 2007

Astropower, Inc. Securities Litigation  
c/o The Garden City Group, Inc.  
Claims Administrator  
P.O. Box #9111  
Dublin, OH 43017-4111  
Toll Free: 1(866) 828-2466



ASL

**PROOF OF CLAIM AND RELEASE**

**PART I: CLAIMANT IDENTIFICATION:**

Claim Number: \_\_\_\_\_ Control Number: \_\_\_\_\_

**WRITE ANY NAME AND ADDRESS CORRECTIONS BELOW OR IF THERE IS NO PREPRINTED DATA TO THE LEFT, YOU MUST PROVIDE YOUR FULL NAME AND ADDRESS HERE:**

Name:
Address:
City:
State/Country:
Zip Code:

**IF THE ABOVE AREA IS BLANK, YOU MUST ENTER YOUR FULL NAME AND ADDRESS HERE** →

You must fill in the last four digits of your Social Security Number/Taxpayer ID Number if box is blank:

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Daytime Telephone Number: (    ) -
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Evening Telephone Number: (    ) -
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Email Address:
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**Check appropriate box:**

- |                                       |  |
|---------------------------------------|--|
| <input type="checkbox"/> Individual   | <input type="checkbox"/> Corporation           |
| <input type="checkbox"/> Joint Owners | <input type="checkbox"/> IRA/RRSP              |
| <input type="checkbox"/> Estate       | <input type="checkbox"/> Other _____ (Specify) |

**I. GENERAL INSTRUCTIONS**

1. To recover as a member of the class based on your claims in the action entitled In re Astropower Sec. Litig., Civil Action No. 03-CV-260 (the "Action"), you must complete this Proof of Claim and Release. If you fail to file a properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed Settlement of the Action.

2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of settlement in the Action.

3. YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED ON OR BEFORE JUNE 26, 2007, ADDRESSED AS FOLLOWS:

Astropower, Inc. Securities Litigation  
c/o The Garden City Group, Inc.  
Claims Administrator  
P.O. Box #9111  
Dublin, OH 43017-4111

If you are NOT a Member of the Class, as defined in the Notice of Proposed Settlement of Class Action, Motion for Attorneys' Fees and Reimbursement of Expenses and Settlement Fairness Hearing ("Notice"), DO NOT submit a Proof of Claim and Release form.

4. If you are a Member of the Class, you are bound by the terms of any judgment entered in the Action, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE FORM.



## II. CLAIMANT INFORMATION

1. If you purchased Astropower common stock and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

2. Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of Astropower common stock which form the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS OF THE ASTROPOWER COMMON STOCK UPON WHICH THIS CLAIM IS BASED.**

3. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of Persons represented by them and their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

## III. CLAIM FORM

1. In the space provided below, supply all required details of your transaction(s) in Astropower common stock. If you need more space, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

2. Please provide all of the requested information with respect to **all** of your purchases and sales of Astropower common stock which took place at any time beginning May 7, 2001 through April 1, 2003, inclusive (the "Class Period"), whether such transactions resulted in a profit or a loss. Failure to report all such transactions may result in the rejection of your claim.

3. List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.

4. Broker confirmations or other documentation of your transactions in Astropower common stock should be attached to your claim. Failure to provide this documentation could delay verification of your claim or result in rejection of your claim.

5. The requests are designed to provide the minimum amount of information necessary to process the most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your losses. In some cases where the Claims Administrator cannot perform the calculation accurately or at a reasonable cost to the Class with the information provided, the Claims Administrator may condition acceptance of the claim upon the production of additional information and/or the hiring of an accounting expert at the Claimant's cost.

6. **NOTICE REGARDING ELECTRONIC FILES:** Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All claimants **MUST** submit a manually signed paper Proof of Claim form listing all their transactions whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1(866) 828-2466 to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the claimant a written acknowledgment of receipt and acceptance of electronically submitted data.



**PART II: SCHEDULE OF TRANSACTIONS IN ASTROPOWER COMMON STOCK**

Separately list each of your purchases or sales of Astropower common stock below. Photocopy this page if more space is needed. **Be sure to include your name and Social Security number or Tax ID number on any additional sheets.** The date of purchase, acquisition or sale is the "trade" or "contract" date, and not the "settlement" or "payment" date.

1. **BEGINNING HOLDINGS:** Number of shares of Astropower common stock owned at the close of business on **May 6, 2001** (If none, write 0), (Must be documented):

2. **PURCHASES:** Number of shares of Astropower common stock purchased during the period **May 7, 2001** through **April 1, 2003**, inclusive. (Persons who received Astropower common stock during this period other than by purchase are not eligible to submit claims for those transactions. Persons or entities who purchased by reason of having exercised an option must incorporate that into the price accordingly.):

Trade Date(s) (List Chronologically) (Month/Day/Year)	Number of Shares of Astropower Common Stock Purchased	Purchase Price Per Share of Astropower Common Stock	Aggregate Cost (including commissions, taxes, and fees)
/ /		\$	\$
/ /		\$	\$
/ /		\$	\$
/ /		\$	\$

3. **SALES:** Number of shares of Astropower common stock sold during the period **May 7, 2001** through **April 1, 2003**, inclusive (Persons or entities who sold by reason of having exercised an option must incorporate that into the price accordingly.):

Trade Date(s) (List Chronologically) (Month/Day/Year)	Number of Shares of Astropower Common Stock Sold	Sale Price Per Share of Astropower Common Stock	Total Sale Price (net of commissions, taxes, and fees)
/ /		\$	\$
/ /		\$	\$
/ /		\$	\$
/ /		\$	\$

4. **UNSOLD HOLDINGS:** Number of shares of Astropower common stock owned at the close of business on **April 1, 2003**, (If none, write 0), (Must be documented):

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS PHOTOCOPY THIS PAGE  
YOU MUST READ AND SIGN THE RELEASE ON PAGE 4.



**IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS**

I submit this Proof of Claim and Release under the terms of the Stipulation of Settlement dated as of January 30, 2007 ("Stipulation"). I also submit to the jurisdiction of the United States District Court for the District of Delaware, with respect to my claim as a Class Member (as defined in the Notice) and for purposes of enforcing the release set forth herein. I further acknowledge that I am bound by and subject to the terms of any judgment that may be entered in the Action. I agree to furnish additional information to Lead Counsel to support this claim if required to do so. I have not submitted any other claim covering the same purchases and sales of Astropower common stock during the Class Period and know of no other Person having done so on my behalf.

**V. DEFINITIONS AND RELEASE**

1. I hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release, relinquish and discharge all of the Settled Claims against each and all of the Defendants and the Released Parties, defined herein above.

2. "Released Parties" means the Defendants and Astropower, their past or present subsidiaries, affiliates, parents, successors, and predecessors, estates and assigns, and the respective officers, directors, shareholders, agents, legal representatives, trustees, employees, attorneys, insurers, reinsurers, advisors, and investment advisors, auditors, accountants, and any person, firm, trust, corporation, officer, director or other individual or entity in which any Defendant or Astropower has or had a controlling interest or which is related to or affiliated with any of the Defendants or Astropower, and the legal representatives, heirs, successors in interest or assigns of the Defendants or Astropower.

3. "Settled Claims" means any and all claims, debts, demands, rights or causes of action or liabilities, whether based on federal, state, local, statutory or common law or any other law, rule or regulation, whether fixed or contingent, accrued or unaccrued, liquidated or unliquidated, at law or in equity, matured or unmatured, whether class or individual in nature, including both known claims and Unknown Claims (as defined below), (i) that have been asserted in this Action by the Class Members or any of them against any of the Released Parties, or (ii) that could have been asserted in any forum by the Class Members or any of them against any of the Released Parties which arise out of or relate to the allegations, transactions, facts, matters or occurrences, representations or omissions involved, set forth, referred to or that could have been asserted in the Complaint and related to the purchase of Astropower common stock.

4. "Unknown Claims" shall collectively mean all claims, demands, rights, liabilities, and causes of action of every nature and description which any Lead Plaintiff or Class Member does not know or suspect to exist in his, her, or its favor at the time of the release of the Released Parties which, if known by him, her or it, might have affected his, her, or its settlement with and release of the Released Parties, or might have affected his, her, or its decision not to object to this Settlement.

5. This release shall be of no force or effect unless and until the Court approves the Stipulation and it becomes effective on the Effective Date.

6. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

7. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Astropower common stock that occurred during the Class Period as well as the number of shares of Astropower common stock held by me (us) at the opening of trading on May 7, 2001, and at the close of trading on April 1, 2003.

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION I (WE) PROVIDED ON THIS PROOF OF CLAIM FORM IS TRUE, CORRECT AND COMPLETE.

Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Title/Capacity of person(s) signing, e.g. beneficial purchaser(s), president, executor, administrator, trustee, etc.)

Date: \_\_\_\_\_

**ACCURATE CLAIM PROCESSING TAKES TIME.  
THANK YOU FOR YOUR PATIENCE.**

**REMINDER CHECKLIST**

1. Please sign the Certification section of the Proof of Claim and Release form.
2. If this claim is made on behalf of joint claimants, then both must sign.
3. Please remember to attach supporting documents.
4. **DO NOT SEND ORIGINALS OF ANY SUPPORTING DOCUMENTS.**
5. Keep a copy of your Proof of Claim and Release form and all documentation submitted for your records.
6. The Claims Administrator will acknowledge receipt of your Proof of Claim and Release by mail, within 30 days. Your claim is not deemed filed until you receive an acknowledgment postcard. If you do not receive an acknowledgment postcard within 30 days, please call the Claims Administrator toll free at 1 (866) 828-2466.
7. If you move, please send us your new address.
8. **Do not use highlighter on the Proof of Claim and Release form or supporting documentation.**

THIS PROOF OF CLAIM AND RELEASE MUST BE POSTMARKED NO LATER THAN  
JUNE 26, 2007 AND MUST BE MAILED TO:

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