

Your vote matters – here's how to vote!

You may vote online or by phone instead of mailing this card.



Votes submitted electronically must be received by 1:00am, Eastern Time, on April 25, 2024.

Online

Go to www.investorvote.com/CPSH or scan the QR code – login details are located in the shaded bar below.



Phone

Call toll free 1-800-652-VOTE (8683) within the USA, US territories and Canada



Save paper, time and money!

Sign up for electronic delivery at www.investorvote.com/CPSH

Using a **black ink** pen, mark your votes with an **X** as shown in this example. Please do not write outside the designated areas.



Annual Meeting Proxy Card

▼ IF VOTING BY MAIL, COMPLETE, SIGN, DETACH AND RETURN THE BOTTOM PORTION IN THE ENCLOSED ENVELOPE. ▼

Proxy/Voting Instruction Card. Signed proxies returned without specific voting directions will be voted in accordance with the Board of Directors' recommendations.

A Proposals – The Board of Directors recommends a vote FOR all the nominees listed and FOR Proposals 2 and 3.



1. To elect the following nominees to serve on the Board of Directors until the next annual meeting of stockholders and until their successors are elected and qualified.

	For	Against	Abstain		For	Against	Abstain		For	Against	Abstain
01 - Grant C. Bennett	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	02 - Francis J. Hughes, Jr.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	03 - Daniel C. Snow	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
04 - Thomas M. Culligan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	05 - Ralph M. Norwood	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

- | | |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 2. Advisory vote on the Company's named executive officer compensation as disclosed in the proxy statement for the meeting. <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain | 3. Ratify the appointment of Wolf & Company, P.C. as the independent registered public accounting firm of the Company. <input type="checkbox"/> For <input type="checkbox"/> Against <input type="checkbox"/> Abstain |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

The Board of Directors knows of no other matters to be presented at the Meeting.

B Authorized Signatures – This section must be completed for your vote to count. Please date and sign below.

Please sign exactly as your name or names appear in this proxy. When shares are held jointly, each holder must sign. When signing as executor, administrator, attorney, trustee or guardian, please give full title as such. If the signer is a corporation, please sign full corporate name by a duly authorized officer, giving full title as such. If signer is a partnership, please sign in partnership name by an authorized person.

Date (mm/dd/yyyy) – Please print date below.

Signature 1 – Please keep signature within the box.

Signature 2 – Please keep signature within the box.

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NOTICE OF INTERNET AVAILABILITY OF PROXY MATERIAL:
THE NOTICE OF MEETING, PROXY STATEMENT, PROXY CARD AND ANNUAL REPORT ON FORM 10-K FOR THE
2023 FISCAL YEAR ENDED DECEMBER 30, 2023
ARE AVAILABLE AT <https://cpstechnologysolutions.com/financial-reports/>.

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REVOCABLE PROXY – CPS TECHNOLOGIES CORP.



ANNUAL MEETING OF STOCKHOLDERS

April 25, 2024

THIS PROXY IS SOLICITED ON BEHALF OF THE BOARD OF DIRECTORS.

The undersigned stockholder of CPS Technologies Corp. hereby appoints BRIAN T. MACKEY and CHARLES K. GRIFFITH JR., and each of them, attorneys, agents and proxies of the undersigned, with full powers of substitution to each, with all the powers the undersigned would possess if personally present, to vote all shares of Common Stock, par value \$0.01 per share, of CPS TECHNOLOGIES CORP. that the undersigned is entitled to vote at the Annual Meeting of Stockholders to be held at Nutter McClennen & Fish LLP, 155 Seaport Blvd., Boston, MA 02210, at 10:00 a.m. (local time) on Thursday, April 25, 2024, and any adjournments thereof.

Only stockholders of record of the Company at the close of business on March 6, 2024 are entitled to notice of and to vote at the Meeting or any adjournments thereof.

All stockholders are cordially invited to attend the Meeting. Whether or not you expect to attend the Meeting, please complete, sign, date and return the enclosed proxy card in the envelope provided at your earliest convenience. If you return your proxy, you may nevertheless attend the Meeting and vote your shares in person. This proxy, if properly executed, will be voted in the manner directed herein by the undersigned stockholder and in the discretion of the proxies named herein on any other business which may properly come before said Meeting, all in accordance with and as described in the Notice and accompanying Proxy Statement for said Meeting, receipt of which is hereby acknowledged. **IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE ELECTION OF THE NOMINEES NAMED IN PROPOSAL 1 AND FOR PROPOSALS 2 AND 3.**

PLEASE COMPLETE, DATE, SIGN, AND MAIL THIS PROXY CARD IN THE ENCLOSED POSTAGE-PAID ENVELOPE.

C Non-Voting Items

Change of Address – Please print new address below.

Comments – Please print your comments below.

Meeting Attendance

Mark box to the right if you plan to attend the Annual Meeting.

