

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt

If you have sold or transferred

Solargiga Energy Holdings Limited (

C

H K E C L T S E H K L



Solargiga Energy

Solargiga Energy Holdings Limited

陽光能源控股有限公司

(

(Stock Code: 757)

GENERAL MANDATES TO REPURCHASE SHARES
AND TO ISSUE NEW SHARES
RE-ELECTION OF DIRECTORS
AND
NOTICE OF ANNUAL GENERAL MEETING

A (AGM) C R 1,
U C C ,10/FU C ,95 Q ,A ,H K T ,
28 J , 2012 4:00 12 16

A AGM
AGM
H K ,C H K I S
L , 17M F ,H C , 183 Q ' R E , ,H K
48, AGM
C
AGM

H K , 27 A. 2012

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AGM

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... .. R 1, U C
C, 10/F U C, 95 Q
A, H K T, 28 J, 2012
4:00
... .. 12 16

A A

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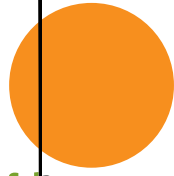
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L R

B

... .. D

DEFINITIONS

I M	<p style="text-align: center;">D</p> <p>C S 20%</p> <p style="text-align: center;">C</p>
L P D	<p>20 A 2012,</p>
L R	<p>R G L S</p> <p>S E</p>
PRC	<p>P R C</p> <p>H K , M</p> <p>T</p>
R M	<p style="text-align: center;">D</p> <p>C S</p> <p>10%</p> <p style="text-align: center;">C</p>
SFO	<p>S F O (C . 571</p> <p>L H K)</p>
S ()	<p>() HK\$0.10</p> <p style="text-align: center;">C</p>
S ()	<p>() C</p>
S E	<p>T S E H K L</p>
T C	<p>C T M H K</p>
%	<p></p>



Sola

LETTER FROM THE BOARD

REPURCHASE MANDATE

A ... C ... 30 J, 2011, ... D ... C ... AGM. A ... R ... M ... D ... 10% ... R ... M ... AGM. A ... L ... R ... R ... M ... A ... I ...

ISSUE MANDATE AND EXTENSION OF THE ISSUE MANDATE

A ... AGM, ... D ... S ... A ... D ... 2,242,170,425 S ... S ... I ... M ... C ... L ... AGM, ... I ... M ... 448,434,085 S ... 20% ... S ... AGM (... S ... L ... P ... AGM). I ... I ... M ... S ... R ... M ...

RE-ELECTION OF DIRECTORS

I ... A ... 87 ... A ... A ... , M. ONG ... K ... , M. FU S ... D. LIN ... AGM. ... A ... 86(3) ... A ... A ... , M. TAN ... 28 D ... 2011, ... AGM ... AGM. T ... A ... II ...

THE AGM

A ... AGM ... R ... 1, U ... C ... C ... , 10/F ... , 95 Q ... , A ... , H ... K ... T ... , 28 J, 2012 ... 4:00 ... 12 ... 16 ...

A ... AGM ... AGM ... C ... H ... K ... , C ... H ... K ... I ... S ... L ... , 17M F ... H ... C ... , 183 Q ... R ... E ... , H ... K ... 48 ... AGM ... C ... AGM ...

LETTER FROM THE BOARD

P, R 13.39(4) L R

RECOMMENDATION

T D (D) (1)
I M ;(2) R M ;(3)
I M S
R M ; (4) D G
S S
AGM.

F
Solargiga Energy Holdings Limited
Tan Wenhua
' "

At the AGM, the Board of Directors has proposed to the AGM, to authorize the Company to repurchase up to 10% of the Company's issued and outstanding shares, based on the total number of shares of the Company as at the date of the AGM, for a period of 12 months commencing from the date of the AGM.

SHARE CAPITAL

As at the end of the reporting period, the Company's issued and outstanding shares were 2,242,170,425 shares, which is equivalent to HK\$224,217,042.50. The Board of Directors has proposed to the AGM, to authorize the Company to repurchase up to 10% of the Company's issued and outstanding shares, based on the total number of shares of the Company as at the date of the AGM, for a period of 12 months commencing from the date of the AGM.

REASONS FOR SHARES REPURCHASES

The Board of Directors believes that the repurchase of shares will be beneficial to the Company and its shareholders. The Board of Directors will monitor the market conditions and the Company's financial position to determine the timing and the amount of shares to be repurchased. The repurchase of shares will be subject to the approval of the AGM.

FUNDING OF SHARE REPURCHASES

The Board of Directors will determine the funding source for the repurchase of shares. The Board of Directors will ensure that the repurchase of shares will not affect the Company's financial stability and its ability to meet its financial obligations. The Board of Directors will also ensure that the repurchase of shares will be in the best interests of the Company and its shareholders.

SHARE PRICES

The following table sets forth the high and low sales prices of the common stock of the Company as reported by the National Association of Securities Dealers' Automated Quotation System ("NASDAQ") for the periods indicated below:

	Price per Share	
	Highest ₹ \$	Lowest ₹ \$
2011		
August	2.57	2.07
March	2.64	1.83
January	2.13	1.60
July	1.90	1.55
April	1.67	0.98
September	1.27	0.70
October	1.11	0.56
November	1.03	0.77
December	0.90	0.74
2012		
January	0.91	0.73
February	1.09	0.86
March	1.05	0.72
April (Underwritten Public Offering)	0.76	0.65

UNDERTAKING

The following table sets forth the high and low sales prices of the common stock of the Company as reported by the National Association of Securities Dealers' Automated Quotation System ("NASDAQ") for the periods indicated below:

A T C I B S ,
UK. M. ONG, C E O M G
I H L U S 30,
S. 2004. A EDGAR
U.S., 30 S. 2005, M G

NOTICE OF THE AGM



Solargiga Energy

Solargiga Energy Holdings Limited
陽光能源控股有限公司

()
(Stock Code: 757)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN (AGM) S
E H L (C) R 1, U C C
10/F U C , 95 Q , A , H K T , 28 J 2012
4:00
:

As Ordinary Business:

1. T (D) (A)
C 31 D 2011.
2. T M . TAN D C .
3. T M . ONG K , A
D C .
4. T M . FUS D
C .
5. T D . LIN D
C .
6. T (B) D (,
B)
D .
7. T KPMG A
B A .

NOTICE OF THE AGM

As Special Business, ... R ... 8, 9 10 D
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8. THAT:

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(S ...) ... C ...
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10. THAT [faded text] R [faded text] 8 9
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[faded text] R [faded text] 8
[faded text] C [faded text]
[faded text] R [faded text]

B O B
Solargiga Energy Holdings Limited
Hsu You Yuan

H K ,27 A 2012

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H D
P.O. B 2681
G C ,K 1-1111
C I

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NOTICE OF THE AGM

4. The ... (...) ... C ... H K ... 17M F ... H ... C ... 183 Q ... R E ... H K ... 48 ... AGM.

5. I ... 8 ... H K ... 12:00 ... 4:00 ... T ... 28 J ... 2012 ... AGM ... A

6. T ... C ... 27 A ... 2012 ... C ... 2011 A ... R ... C

A ... ; ... A ...