



Solargiga Energy

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

(incorporated in the Cayman Islands with limited liability)

(Stock code: 00757)

PROXY FORM FOR USE BY SHAREHOLDERS AT THE EXTRAORDINARY GENERAL MEETING ("EGM")

Number of shares to which this proxy form relates ^(Note 2)	
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I/We ^(Note 1) _____ of
(Address) _____

being the registered holder(s) of ^(Note 2) _____ shares ("Shares") of HK\$0.10 each of Solargiga Energy Holdings Limited ("Company") hereby appoint the chairman of the meeting or ^(Note 3) _____ of (Address) _____

to act as my/our proxy at the meeting to be held at Room 4 & 5, United Conference Centre, 10/F United Centre, 95 Queensway, Admiralty, Hong Kong on Tuesday, 21 June 2011 at 4:00 p.m. and at any adjournment thereof and to vote on my/our behalf as indicated by an "✓" in the appropriate box. In absence of any indication the proxy may vote for or against the resolution at his/her own discretion.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll ^(Note 4).

Resolutions	For	Against
To consider and approve the whitewash waiver to be granted by the Executive Director of the Securities and Futures Commission to waive the obligation of the Vendors, Mr. Tan and parties acting in concert with any of them to make a mandatory general offer for all the shares of the Company not already owned or agreed to be acquired by them pursuant to Rule 26 of the Takeovers Code as a result of the allotment and issue of 435,000,000 shares of the Company to holders of the Convertible Bonds (as defined in the circular of the Company dated 5 May 2011) upon exercise of conversion rights attaching to the Convertible Bonds in full.		

Date: _____

Shareholder's signature: _____ ^(Notes 5, 6, 7, and 8)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS** as shown in the register of members of the Company.
- Please insert the number of shares registered in your name(s). If no number is inserted, this proxy form will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- If any proxy other than the chairman of the meeting is preferred, strike out "the chairman of the meeting or" and insert the name and address of the proxy desired in the space provided. If no name is inserted, the Chairman of the Meeting will act as your proxy. A shareholder may appoint one or more proxies to attend the meeting and vote for him. The proxy need not be a member of the Company but must attend the meeting in person to represent you. Any alteration made to this form must be initialed by the person who signs it.
- IMPORTANT: If you wish to vote for any of the resolutions set out above, please tick ("✓") the boxes marked "For". If you wish to vote against any resolutions, please tick ("✓") the boxes marked "Against".** If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- In the case of a joint holding, this proxy form may be signed by any joint holder, but if more than one joint holders are present at the meeting, whether in person or by proxy, that one of the joint holders whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The proxy form must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 48 hours before the time of the meeting or any adjournment thereof.
- Completion and return of this proxy form will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish to do so. In that event, this proxy form will be deemed to have been revoked.
- If a "black" rainstorm warning signal or a tropical cyclone warning signal number 8 or above is in force in Hong Kong at any time between 12:00 noon and 4:00 p.m. on Tuesday 21 June 2011, the EGM will not be held on that day. An announcement will be made in such event.