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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: 757)

ANNUAL GENERAL MEETING ON 29 JUNE 2016 POLL RESULTS, LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION

Solargiga Energy Holdings Limited (the “Company”, together with its subsidiaries, the “Group”) is pleased to announce the poll results in respect of the resolutions proposed at the Annual General Meeting of the Company held on 29 June 2016 (the “AGM”) as follows:

RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
1.	To consider and approve the audited financial statements and the report of the directors (“Directors”) and the report of the auditors of the Company (the “Auditors”) for the year ended 31 December 2015.	996,981,402 (99.99%)	4,000 (0.01%)
As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.			
2.	To re-elect Mr. WANG Chunwei as the executive director of the Company.	996,981,402 (99.99%)	4,000 (0.01%)
As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.			
3.	To re-elect Mr. HSU You Yuan as the non-executive director of the Company.	996,981,402 (99.99%)	4,000 (0.01%)
As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.			
4.	To re-elect Mr. ZHANG Chun as the independent non-executive director of the Company.	996,981,402 (99.99%)	4,000 (0.01%)
As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.			

RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
5.	To consider and authorise the board of Directors (the “Board”) to determine the remuneration of the Directors.	996,981,402 (99.99%)	4,000 (0.01%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
6.	To consider and approve the renewal of Ernst & Young as the Auditors and to authorise the Board to determine the remuneration of the Auditors.	996,981,402 (99.99%)	4,000 (0.01%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
7.	To grant a general mandate to the Directors to repurchase shares of the Company (“Shares”) as set out in the ordinary resolution numbered 7 in the notice of the AGM.	996,986,402 (99.99%)	4,000 (0.01%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
8.	To grant a general mandate to the Directors to issue Shares as set out in the ordinary resolution numbered 8 in the notice of the AGM.	991,426,402 (99.44%)	5,559,000 (0.56%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		
9.	To extend the general mandate granted to the Directors to issue Shares by adding the Shares repurchased by the Company as set out in the ordinary resolution numbered 9 in the notice of the AGM.	991,426,402 (99.44%)	5,559,000 (0.56%)
	As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.		

The total number of Shares entitling the shareholders of the Company (the “Shareholders”) to attend and vote for or against the resolutions at the AGM was 3,211,780,566 shares. None of these 3,211,780,566 Shares were the Shares entitling the Shareholders to attend and vote only against the resolutions at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. No party has stated its intention in the Shareholders’ circular of the Company dated 10 May 2016 (the “Circular”) that it would vote against any resolution or that it would abstain from voting at the AGM. Computershare Hong Kong Investor Services Limited, the Company’s share registrar, was appointed as the scrutineer for the AGM.

CHANGE OF DIRECTORSHIP

The Board announces that pursuant to an ordinary resolution passed at the AGM as mentioned above, Mr. HSU You Yuan (“Mr. HSU”) has been re-designated as a non-executive director with effect from 29 June 2016 upon conclusion of the AGM.

As stated in the Circular, Mr. HSU, aged 61, joined the Group on 6 February 2007 and was appointed an executive Director on the same date. He graduated with a master degree in Business Administration from the Chinese Culture University in 1980. Prior to joining the Group, Mr. HSU was the Managing Director of Wafer Works Corp. (“WWX”) from February 1998 to June 2003 and later became the Vice-Chairman of the board of WWX in June 2003. WWX is a manufacturer of silicon wafer for the semiconductor industry and is listed on the Gre Tai Securities Market in Taiwan since May 2002. He was the managing director of Silicon Technology Investment (Cayman) Corp. and was appointed the Chief Executive Officer of Solar Technology Investment (Cayman) Corp., responsible for overseeing, amongst others, WWX’s investment in the solar energy industry. In March 2006, he was appointed a director and he was subsequently appointed as the Chairman of the board of Jinzhou Youhua Silicon Materials Co., Ltd. in September 2006. Mr. HSU’s previous work credentials also include acting as Deputy General Manager of Mosel Vitelic Inc., a company listed on the Taiwan Stock Exchange and as a member of the board of directors and Executive Vice-President of Mosel Vitelic (Hong Kong) Limited, a subsidiary of Mosel Vitelic Inc. Mr. HSU had also made contributions to non-commercial sectors in the past. He served as a researcher, a deputy director, and the director of Business Department of the Executive Yuan Development Fund of Taiwan (Note: Executive Yuan Development Fund is now known as National Development Fund, Executive Yuan). He was also a lecturer of Statistics and Managerial Mathematics for the Business Administration department at the Chinese Culture University.

Mr. HSU will enter into a service agreement with the Company for an initial term of three years with effect from the date of the AGM, subject to retirement and re-election at the next following annual general meeting of the Company pursuant to the Articles of Association, the Listing Rules and any other applicable law. Save as disclosed above, as at the date of this announcement, the Company was not aware of any other matters that need to be brought to the attention of the holders of securities of the Company or any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION

The members of the board of directors (the “Board”) of the Company are set out below.

Executive Directors

Mr. Tan Wenhua (*Chairman*)

Mr. Tan Xin

Mr. Wang Chunwei

Non-executive Director

Mr. Hsu You Yuan

Independent Non-executive Directors

Dr. Wong Wing Kuen, Albert

Ms. Fu Shuangye

Mr. Zhang Chun

The Board has set up three committees. The table below sets out the membership information of these committees on which each Board member serves.

Director	Board Committee	Audit Committee	Remuneration Committee	Nomination Committee
Mr. Tan Wenhua			M	
Mr. Hsu You Yuan				M
Mr. Wang Chunwei				
Mr. Tan Xin				
Dr. Wong Wing Kuen, Albert		C	M	M
Ms. Fu Shuangye		M	C	M
Mr. Zhang Chun		M	M	C

Notes:

C Chairman of the relevant Board committees

M Member of the relevant Board committees

By Order of the Board
Solargiga Energy Holdings Limited
WANG Chunwei
Executive Director

Hong Kong, 29 June 2016

As of the date of this announcement, Mr. Tan Wenhua, Mr. Tan Xin and Mr. Wang Chunwei are executive Director, Mr. Hsu You Yuan is a non-executive Director and Dr. Wong Wing Kuen, Albert, Ms. Fu Shuangye and Mr. Zhang Chun are independent non-executive Directors.