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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)

CONNECTED TRANSACTION ACQUISITION OF STATE-OWNED LAND USE RIGHTS SUPPLEMENTAL ACQUISITION AGREEMENT

SUPPLEMENTAL ACQUISITION AGREEMENT

On 30 June 2016 (after trading hours), a Supplemental Acquisition Agreement between the Vendor, Jinzhou Jinmao Photovoltaic Technology Co., Ltd. (as the initial purchaser under the Acquisition Agreement) and Jinzhou Yangguang Energy Co., Ltd. was duly executed for purpose of amending and restating the Acquisition Agreement as follows:

1. Jinzhou Jinmao Photovoltaic Technology Co., Ltd. shall be substituted by Jinzhou Yangguang Energy Co., Ltd. as the new purchaser to acquire the Land and the factory premises and ancillary structures established thereon and assume all purchaser's rights and obligations under the Acquisition Agreement.
2. Save as disclosed in paragraph 1 above, all the terms and conditions of the Supplemental Acquisition Agreement (including without limitation, the consideration, payment terms and completion date) remain the same as those of the Acquisition Agreement and all the terms of the Acquisition remain unchanged.

Jinzhou Jinmao Photovoltaic Technology Co., Ltd. and Jinzhou Yangguang Energy Co., Ltd. are both subsidiaries of the Company. The amendments are to improve the Group's allocation of resources to complement the ongoing consolidation and concentration of the Group's production bases, and enhance economies of scale and operational efficiency. The Directors consider that this allocation of resources will not affect the existing production capacity and expected outlook of our all business segments.

Reference is made to the announcement of Solargiga Energy Holdings Limited (the “**Company**”) dated 6 May 2016 (the “**Announcement**”), in relation to the land use rights acquisition agreement dated 6 May 2016 between the Vendor and Jinzhou Jinmao Photovoltaic Technology Co., Ltd. in relation to the Acquisition (the “**Acquisition Agreement**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement.

This announcement is made pursuant to Rule 14.36 of the Listing Rules.

SUPPLEMENTAL ACQUISITION AGREEMENT

On 30 June 2016 (after trading hours), a supplemental acquisition agreement (the “**Supplemental Acquisition Agreement**”) between the Vendor, Jinzhou Jinmao Photovoltaic Technology Co., Ltd. (as the initial purchaser under the Acquisition Agreement) and Jinzhou Yangguang Energy Co., Ltd. was duly executed for purpose of amending and restating the Acquisition Agreement as follows:

1. Jinzhou Jinmao Photovoltaic Technology Co., Ltd. shall be substituted by Jinzhou Yangguang Energy Co., Ltd. as the new purchaser to acquire the Land and the factory premises and ancillary structures established thereon and assume all purchaser’s rights and obligations under the Acquisition Agreement.
2. Save as disclosed in paragraph 1 above, all the terms and conditions of the Supplement Acquisition Agreement (including without limitation, the consideration, payment terms and completion date) remain the same as those of the Acquisition Agreement and all the terms of the Acquisition remain unchanged.

Jinzhou Jinmao Photovoltaic Technology Co., Ltd. and Jinzhou Yangguang Energy Co., Ltd. are both subsidiaries of the Company. The amendments are to improve the Group’s allocation of resources to complement the ongoing consolidation and concentration of the Group’s production bases, and enhance economies of scale and operational efficiency. The Directors consider that this allocation of resources will not affect the existing production capacity and expected outlook of our all business segments.

The Company was advised by its PRC legal advisers that the Supplemental Acquisition Agreement as stated above is valid and legal under PRC law.

The Directors consider that the Group’s interest under the Acquisition has not been adversely affected as a result of the above amendments and the benefits of the Acquisition brought to the Group and the financial effects of the Acquisition on the Group as disclosed in the Announcement dated 6 May 2016 remain unchanged.

On the basis of the above, the Directors (including the independent non-executive Directors) consider that the terms of the Supplemental Acquisition Agreement are on normal commercial terms, fair and reasonable and in the interests of the Company and the Shareholders as a whole.

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

Hong Kong, 30 June 2016

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