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## **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)**

#### **(1) ANNUAL GENERAL MEETING ON 18 JUNE 2019**

##### **POLL RESULTS**

#### **(2) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

#### **(3) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE**

#### **DIRECTOR, MEMBER OF AUDIT COMMITTEE,**

#### **MEMBER OF NOMINATION COMMITTEE AND MEMBER OF**

#### **REMUNERATION COMMITTEE**

#### **AND**

#### **(4) APPOINTMENT OF CHAIRMAN OF NOMINATION COMMITTEE**

#### **POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board (the “**Board**”) of directors (the “**Directors**”) of Solargiga Energy Holdings Limited (the “**Company**”) is pleased to announce that all the proposed resolutions as set out in the notice of AGM dated 25 April 2019 were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the annual general meeting of the Company held on 18 June 2019 (the “**AGM**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 25 April 2019 (the “**Circular**”).

The poll results in respect of all the resolutions proposed at the AGM are as follows:

RESOLUTIONS		NO. OF VOTES (%)	
		FOR	AGAINST
1.	To consider and approve the audited financial statements and the report of the directors (“ <b>Directors</b> ”) and the report of the auditors of the Company (the “ <b>Auditors</b> ”) for the year ended 31 December 2018.	957,220,402 (99.05%)	9,228,000 (0.95%)
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. TAN Wenhua as the executive director of the Company.	957,209,402 (99.05%)	9,229,000 (0.95%)
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 Dr. WONG Wing Kuen, Albert as the independent non-executive director of the Company.	950,955,402 (98.40%)	15,483,000 (1.60%)
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 Ms. FENG Wenli as the independent non-executive director of the Company.	957,209,402 (99.05%)	9,229,000 (0.95%)
As more than 50% of the votes were cast in favour of such resolution, such resolution was duly passed as an ordinary resolution.			
5.	To consider and authorise the board of Directors (the “ <b>Board</b> ”) to determine the remuneration of the Directors.	957,210,402 (99.05%)	9,228,000 (0.95%)
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.	957,215,402 (99.05%)	9,228,000 (0.95%)
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
7.	To grant a general mandate to the Directors to repurchase shares of the Company (“ <b>Shares</b> ”) as set out in the ordinary resolution numbered 7 in the notice of the AGM.	957,215,402 (99.05%)	9,228,000 (0.95%)
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.	946,477,402 (97.93%)	19,961,000 (2.07%)
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.	946,477,402 (97.93%)	19,961,000 (2.07%)
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 25 April 2019 (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.

## **RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The Company was informed by Mr. ZHANG Chun that, being in advanced age, he would not offer himself for re-election at the AGM and would retire as an independent non-executive Director, a member of the audit committee and remuneration committee of the board of directors and chairman of the nomination committee of the board of directors with effect from the close of the AGM. Mr. ZHANG confirmed that he has no disagreement with the Board of Directors and is not aware of any matters relating to his resignation that need to be brought to the attention of the shareholders. The Board would like to express its sincere gratitude to Mr. ZHANG for his valuable contributions to the Company during his tenure of office.

## **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR, MEMBER OF AUDIT COMMITTEE, MEMBER OF NOMINATION COMMITTEE AND MEMBER OF REMUNERATION COMMITTEE**

The Board is pleased to announce that on 18 June 2019, Ms. FENG Wenli (馮文麗), (“Ms. FENG”) has been appointed as an independent non-executive Director, a member of the audit committee, the nomination committee and the remuneration committee of the Company with effect from 18 June 2019.

Ms. FENG, aged 63, graduated from Northeastern University in 1982 with a major in semiconductor materials. From the same year, she worked in 洛陽單晶硅廠工作 (Luoyang Monocrystalline Silicon Factory\*). She was mainly engaged in semiconductor-grade monocrystalline silicon ingot-pulling technology and technical quality management. In 1990, she served as Chief Engineer of Luoyang Monocrystalline Silicon Factory. In 1993, she served as the Secretary of Party Committee of Luoyang Monocrystalline Silicon Factory and from 1995 onwards, she concurrently served as General Manager of Sino-US joint venture company 麥斯克電子材料有限公司 (MCL Electronic Materials Co., Ltd.\*) and has received training on monocrystalline silicon ingot and wafer technologies and management training from MEMC of the United States. In October 2000, she worked as Deputy General Manager of 有研硅股國泰公司 (GRINM Silicon Guotai Co.,Ltd.\*) under 北京有色金屬研究總院 (Beijing General Research Institute For Nonferrous Metals\*). She was responsible for the technical quality and production of heavily blended monocrystalline silicon ingots and wafers, and participated in the national science and technology research and development project work on 8-inch heavily arsenic blended monocrystalline silicon. She served as the Deputy General Manager of 上海申和熱磁電子材料公司 (Shanghai Shenhe Thermomagnetic Electronic Materials Co., Ltd.\*) in March 2003, where she was responsible for monocrystalline ingot and wafer production. She has also received training on wafer production, technology and management from 日本東芝陶瓷公司 (Toshiba Ceramics Co., Ltd.\*) of Japan. She was the General Manager of 內蒙古晟納吉光伏材料有限公司 (Inner Mongolia Minaji Photovoltaic Materials Co., Ltd.\*) in 2006, where she was responsible for the production of solar monocrystalline silicon and the production of heavily blended monocrystalline silicon. She retired in 2016.

The proposed term of service of Ms. FENG is 3 years commencing from the date of appointment effective upon conclusion of the AGM. The term of Ms. FENG's appointment is subject to retirement and re-election at the annual general meetings of the Company in accordance with the Articles of Association. As at the date of this announcement, Ms. FENG did not have any interest in the securities of the Company within the meaning of Part XV of the SFO nor any relationship with any Director, senior management, substantial shareholder or controlling shareholder (as defined in the Listing Rules) of the Company. Ms. FENG has not entered into any service agreement with the Company. The emoluments of Ms. FENG were determined by the Board with reference to her level of experience and responsibilities with the Group. Ms. FENG has given confirmations of independence respectively to the Company. Based on such confirmations and the information available to the Board, the Board considers that Ms. FENG is independent. In view of the extensive knowledge and invaluable experience of Ms. FENG and after taking into consideration, the Board believes that the appointment of Ms. FENG is in the best interests of the Company and its shareholders as a whole. 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)(h) to (v) of the Listing Rules.

#### **APPOINTMENT OF CHAIRMAN OF NOMINATION COMMITTEE**

Following Mr. ZHANG Chun ceasing to be the chairman of the nomination committee, Ms. FENG Wenli (馮文麗), an independent non-executive Director, has been appointed as the chairman of the nomination committee. The Board would also like to take this opportunity to express its warmest welcome to Ms. FENG for joining the Company.

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

Hong Kong, 18 June 2019

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