



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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Solargiga Energy Holdings Limited (the “**Company**”) will be held at Vinson Room, Pacific Place Conference Centre, 5/F, One Pacific Place, 88 Queensway, Hong Kong on Friday, 7 November 2008 at 3:00 p.m. for the purpose of considering, and, if thought fit, passing the following resolutions as ordinary resolutions:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the sale agreement (the “**Sale Agreement**”) dated 12 August 2008 entered into between the Company and Jinzhou Huachang Photovoltaic Technology Co., Ltd.*, a copy of which is tabled before the meeting and marked “**A**” and initialled by the chairman of the meeting for identification purpose, the terms of the transactions contemplated under the Sale Agreement and the execution of the Sale Agreement by any one director of the Company be and are hereby approved, confirmed and ratified;
- (b) the respective annual cap amounts in relation to the Sale Agreement for the three years ending 31 December 2010 be and are hereby approved; and
- (c) any one director of the Company be and is hereby authorised to do all such things and take all other steps which, in his or her opinion, may be necessary or desirable for the purposes of giving effect to the Sale Agreement and the transactions contemplated thereby.”

2. “**THAT**

- (a) the processing agreement (the “**Processing Agreement**”) dated 12 August 2008 entered into between the Company and Jinzhou Aoke New Materials Co., Ltd*, a copy of which is tabled before the meeting and marked “**B**” and initialled by the chairman of the meeting for identification purpose, the terms of the transactions contemplated under the Processing Agreement and the execution of the Processing Agreement by any one director of the Company be and are hereby approved, confirmed and ratified;

* For identification purpose only

- (b) the respective annual cap amounts in relation to the Processing Agreement for the three years ending 31 December 2010 be and are hereby approved; and
- (c) any one director of the Company be and is hereby authorised to do all such things and take all other steps which, in his or her opinion, may be necessary or desirable for the purposes of giving effect to the Processing Agreement and the transactions contemplated thereby.”

By Order of the Board
Hsu You Yuan
Director

Hong Kong, 2 September 2008

Notes:

1. Any member of the Company entitled to attend and vote at the meeting of the Company by the above notice shall be entitled to appoint another person as his/her proxy to attend and vote instead of such member. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorized in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.
3. The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority (if any) under which it is signed, or a notary certified copy of such power or authority must be delivered to the office of Computershare Hong Kong Investor Services Limited, Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong or by way of notice to or in any document accompanying the notice convening the meeting not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote and in default the instrument of proxy shall not be treated as valid.
4. Delivery of an instrument appointing a proxy shall not preclude a member of the Company from attending and voting in person at the meeting convened and in such event, the instrument appointing a proxy shall be deemed to be revoked.
5. In the case of joint holders of any share, if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person, or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.
6. The votes to be taken at the meeting of the Company by the above notice shall be taken by poll.
7. As at the date of this notice, the Board comprises Mr. Tan Wenhua, Mr. Hsu You Yuan, Ms. Zhang Liming as executive Directors of the Company, Mr. Chiao Ping Hai and Mr. Chong Kin Ngai as non-executive Directors of the Company and Mr. Wong Wing Kuen, Albert, Ms. Fu Shuangye, Dr. Lin Wen and Mr. Zhang Chun as independent non-executive Directors of the Company.