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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)**

### **CLARIFICATION ANNOUNCEMENT IN RELATION TO THE ANNOUNCEMENT OF THE ACQUISITION OF 30% EQUITY INTEREST IN GOLMUD**

Reference is made to the announcement (the “Announcement”) made by Solargiga Energy Holdings Limited (the “Company”) dated 27 July 2016 in respect of the acquisition of 30% equity interest in Golmud.

The board (the “Board”) of directors (the “Directors”) of the Company wishes to clarify that due to an inadvertent error, the implication under the Listing Rules of the Announcement was mistakenly stated. The Company wishes to clarify as follows:

1. The Target Company is not an insignificant subsidiary for purpose of Rule 14A.09 of the Listing Rules.
2. As at the date of the Announcement and this announcement, the First Vendor and the Second Vendor, respectively, hold 20% and 10% equity interest in the Target Company. The two Vendors, who are substantial shareholders at the subsidiary level, are regarded as connected persons at the subsidiary level under the Listing Rules.
3. As the applicable ratio under Rule 14.07 of the Listing Rules in respect of the Acquisition is greater than 5% but less than 25%, the Acquisition constitutes a discloseable transaction for the Company under the Listing Rules. Furthermore, as the Vendors are connected persons at subsidiary level only, the Acquisition is exempt from the circular, independent financial advice and shareholders’ approval requirements under Rule 14A.101 of the Listing Rules on the basis that the Acquisition has been approved by the Company’s board of directors and the independent non-executive directors have confirmed that the terms of the transaction are fair and reasonable, the transaction is on normal commercial terms and in their interests of the Company and its shareholders as a whole.

The above clarification does not affect other information contained in the Announcement and, save as disclosed in this announcement, the remaining contents of the Announcement remain unchanged.

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

Hong Kong, 1 August 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.*