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SOLARTECH INTERNATIONAL HOLDINGS LIMITED

榮盛科技國際控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1166)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**SGM**”) of Solartech International Holdings Limited (the “**Company**”) will be held at Unit 7, 2nd Floor, Kingsford Industrial Centre, 13 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong on 23 March 2010 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendment, the following resolutions as Ordinary Resolutions:

1. “**THAT**

- (a) the placing agreement (the “**Placing Agreement**”) dated 9 February 2010 (a copy of which has been produced to the meeting marked “A” and signed by the chairman of the meeting for the purpose of identification) entered into between the Company as issuer and Kingston Securities Limited as placing agent in relation to the placing of a maximum of 2,000,000,000 new shares (the “**Placing Shares**”) of HK\$0.01 each by a maximum of four tranches (in which each tranche shall not be less than 500,000,000 Placing Shares, save for the last tranche) in the share capital of the Company at a placing price of HK\$0.10 per Placing Share (“**Placing**”) and all transactions contemplated thereunder be and are hereby approved, confirmed and ratified;
- (b) conditional upon, among others, the Listing Committee of The Stock Exchange of Hong Kong Limited granting the listing of, and permission to deal in, the Placing Shares under the relevant tranches of the Placing, the issue and allotment of the Placing Shares, pursuant to and subject to the terms and conditions of the Placing Agreement, be and are hereby approved; and

* *For identification purpose only*

- (c) any one director of the Company be and is hereby authorised to exercise all the powers of the Company and take all steps as might in his/her opinion be desirable, necessary or expedient in relation to the issue and allotment of the Placing Shares in connection with the implementation of the transactions contemplated under the Placing Agreement including without limitation to the execution, amendment, supplement, delivery, submission and implementation of any further documents or agreements.”
2. To re-elect Mr. Chan Sio Keong as an executive director of the Company and to authorise the Board of directors to fix his remuneration.
3. To re-elect Mr. Liu Dong Yang as an executive director of the Company and to authorise the board of directors to fix his remuneration.

On behalf of the Board
Solartech International Holdings Limited
Chau Lai Him
Chairman and Managing Director

Hong Kong, 5 March 2010

Head office and Principal place of business in Hong Kong:

Unit 7, 2nd Floor
Kingsford Industrial Centre
13 Wang Hoi Road
Kowloon Bay
Kowloon
Hong Kong

Registered Office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

Notes:

- (1) A Member entitled to attend and vote at the Meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote instead of him. A proxy need not be a Member of the Company. In order to be valid, the form of proxy must be deposited with the head office and principal place of business of the Company in Hong Kong at Unit 7, 2nd Floor, Kingsford Industrial Centre, 13 Wang Hoi Road, Kowloon Bay, Kowloon, Hong Kong together with any power of attorney or other authority, if any, under which it is signed, or a certified copy of that power or authority, not less than 48 hours before the time for holding the Meeting or adjournment thereof.
- (2) The Directors of the Company as at the date of this notice are Mr. Chau Lai Him, Mr. Zhou Jin Hua, Mr. Ho Pang Cheng Vincent, Mr. Chan Sio Keong and Mr. Liu Dong Yang being the Executive Directors, and Mr. Chung Kam Kwong, Mr. Lo Wai Ming and Mr. Lo Chao Ming being the Independent Non-Executive Directors.