Soligen Technologies, Inc.
19408 Londelius Street
Northridge, CA 91324

NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

To be Held on August 25, 2000

TO ALL SHAREHOLDERS OF SOLIGEN TECHNOLOGIES, INC.:

NOTICE IS HEREBY GIVEN that the Annual Meeting of Shareholders of SOLIGEN TECHNOLOGIES, INC. (the “Company”), will be held on Friday, August 25, 2000, at 11:00 a.m., PDT, at the Chatsworth Hotel, 9777 Topanga Canyon Boulevard, Chatsworth, California 91311 for the following purposes:

1(a). To elect four directors to serve until the next Annual Meeting of Shareholders or until their successors are duly elected and qualified;

1(b). With respect to the Series B Redeemable Convertible Preferred Stock Shareholders only, to elect one director to serve until the next Annual Meeting of Shareholders or until his successor is duly elected and qualified;

2. To approve an amendment to the Company’s 1993 Stock Option Plan to increase the aggregate number of shares of the Company’s Common Stock available for issuance thereunder from 5,000,000 to 6,500,000;

3. To confirm the appointment of Singer Lewak Greenbaum & Goldstein LLP as independent public accountants for the fiscal year ending March 31, 2001; and

4. To consider and act upon any other matter as may properly come before the meeting or any adjournment thereof.

Only holders of record of Common Stock and holders of record of Series B Redeemable Convertible Preferred Stock of the Company at the close of business on July 10, 2000 are entitled to notice of and to vote at the Annual Meeting of Shareholders or any adjournment thereof.

All shareholders are cordially invited to attend the Annual Meeting in person. **WHETHER OR NOT YOU PLAN TO ATTEND THE ANNUAL MEETING, PLEASE SIGN AND RETURN THE ENCLOSED PROXY CARD AS SOON AS POSSIBLE IN ACCORDANCE WITH THE INSTRUCTIONS ON THE PROXY CARD. YOU MAY REVOKE THE PROXY CARD ANY TIME PRIOR TO ITS USE. A PRE-PAID, PRE-ADDRESSED ENVELOPE IS ENCLOSED FOR YOUR CONVENIENCE**. Your shares will be voted at the meeting in accordance with your proxy. If you attend the meeting, you may revoke your proxy and vote in person.

By Order of the Board of Directors,

Yehoram Uziel
President, CEO, Director and
Chairman of the Board

Northridge, California
July 19, 2000

SOLIGEN TECHNOLOGIES, INC.

PROXY STATEMENT FOR
ANNUAL MEETING OF SHAREHOLDERS
TO BE HELD ON AUGUST 25, 2000

SOLICITATION AND REVOCATION OF PROXIES

This Proxy Statement and the accompanying Annual Report to Shareholders, Notice of Annual Meeting, and proxy card (the "Proxy Card") are being furnished to the holders (collectively, the "Shareholders") of the common stock (the "Common Stock") and the Series B Redeemable Convertible Preferred Stock (the "Preferred Stock") of Soligen Technologies, Inc., a Wyoming corporation (the "Company"), in connection with the solicitation of proxies by the Company's Board of Directors for use at the Company's 2000 Annual Meeting of Shareholders to be held on Friday, August 25, 2000, at 11:00 a.m., PDT, at the Chatsworth Hotel, 9777 Topanga Canyon Boulevard, Chatsworth, CA 91311, and any adjournment thereof (the "Meeting").

Only Shareholders of record at the close of business on July 10, 2000 will be entitled to notice of and to vote at the Meeting. This Proxy Statement and the accompanying materials are being mailed on or about July 25, 2000 to all Shareholders entitled to notice of and to vote at the Meeting. The Annual Report of the Company for the fiscal year ended March 31, 2000 is being mailed to Shareholders of record together with the mailing of this Proxy Statement. The address and phone number of the Company's principal executive office is:

19408 Londelius Street
Northridge, California 91324 USA
Phone (818) 718-1221

The two persons named as proxies on the enclosed Proxy Card, Yehoram Uziel and Robert Kassel, were designated by the Board of Directors of the Company. All properly executed Proxy Cards will be voted (except to the extent that authority to vote has been withheld or revoked) and where a choice has been specified by the Shareholder as provided in the Proxy Card, it will be voted in accordance with the specification so made. Proxy Cards submitted without specification will be voted FOR Proposal No. 1(a) to elect the four nominees for directors proposed by the Board of Directors and FOR Proposal No. 1(b) to elect the Preferred Stock nominee for director proposed by the Board of Directors; FOR Proposal No. 2 to approve the proposed amendment to the 1993 Stock Option Plan, and FOR Proposal No. 3 to confirm the selection of Singer Lewak Greenbaum & Goldstein LLP as independent public accountants for the Company for the fiscal year ending March 31, 2001.

Any proxy given pursuant to this solicitation may be revoked by the person giving it at any time before its use, either by written notice filed with the Secretary or the acting secretary of the Meeting or by voting in person at the Meeting. Shares represented by valid Proxy Cards in the form enclosed, received in time for use at the Meeting and not revoked at or prior to the Meeting, will be voted at the Meeting. The presence, in person or by proxy, of the holders of a majority of the outstanding shares of the Company's Common Stock is necessary to constitute a quorum at the Meeting.

Voting at the Meeting

The Common Stock and the Preferred Stock constitute the classes of securities of the Company entitled to notice of and to vote at the Meeting. In accordance with the Company's Bylaws, the stock transfer records were compiled at the close of business on July 10, 2000, the record date set by the Board of Directors for determining the Shareholders entitled to notice of and to vote at the Meeting and any adjournment thereof. On that date, there were 36,383,054 shares of Common Stock and 8,425,000 shares of Preferred Stock outstanding and entitled to vote.

Each share of Common Stock and each share of Preferred Stock outstanding on the record date are entitled to one vote per share at the Meeting. Shares registered in the name of brokers and other "street name" nominees for which proxies are voted on some but not all matters will be considered to be voted only as to those matters actually voted, and will not be considered "shares present" as to matters with respect to which a beneficial holder has not provided voting instructions (commonly referred to as "broker non-votes"). For purposes of determining the existence of a quorum, abstentions from voting identified as such on the Proxy Card and broker non-votes are treated as present at the Meeting. If a quorum is present at the Meeting: (i) the four nominees for election as directors who receive the greatest number of votes cast for the election of directors shall be elected directors; (ii) the one Preferred Stock nominee will be elected if he receives a majority of the Preferred Stock votes cast provided the presence, in person or by proxy, of the holders of a majority of the outstanding shares of the Preferred Stock is at the Meeting; (iii) Proposal No. 2 to amend the Company's 1993 Stock Option Plan to increase the aggregate number of shares of Common Stock that may be issued hereunder to 6,500,000 shares will be approved if a majority of the number of shares of Common Stock and Preferred Stock present in person or represented by proxy at the Meeting and entitled to vote are voted in favor of the proposal; and (iii) Proposal No. 3 to confirm the selection of Singer Lewak Greenbaum & Goldstein LLP as independent public accountants for the Company for the fiscal year ending March 31, 2001 will be approved if the number of votes which are cast in favor of the proposal exceeds the number of votes which are cast against it.

Shareholders do not have the right to cumulate their votes in an election of directors. With respect to the election of directors, directors are elected by a plurality of the votes cast, and only votes cast in favor of a nominee will have an effect on the outcome. Therefore, abstention from voting or broker non-votes will have no effect thereon. With respect to voting on Proposal No. 2, abstentions from voting will have the same effect as voting against the proposal and broker non-votes will have no effect thereon. With respect to voting on Proposal No. 3, abstention from voting and broker non-votes will have no effect thereon.

The cost of soliciting proxies, including expenses in connection with preparing and mailing this Proxy Statement, will be borne by the Company. Solicitation of proxies by mail may be supplemented by telephone, telecopier, or personal solicitation by the directors, officers or employees of the Company, who will not be compensated for any such solicitation. Brokers, nominees and fiduciaries will be reimbursed for out-of-pocket expenses incurred in obtaining proxies or authorizations from the beneficial owners of the Company's Common Stock and Preferred Stock.

PROPOSAL NO. 1(a)

ELECTION OF DIRECTORS BY COMMON AND PREFERRED SHAREHOLDERS

In accordance with the Company's Bylaws, the Board of Directors shall consist of no less than three and no more than seven directors, the specific number to be determined by resolution adopted by the Board of Directors. The Board of Directors has set the number of directors at five, of which one is elected by the holders of Preferred Stock. Directors are elected on an annual basis, and each director is to serve until the next Annual Meeting of Shareholders or until his or her successor is duly elected and qualified.

The Board of Directors has nominated each of the persons named below to be elected to serve as a director:

Yehoram Uziel
Dr. Mark W. Dowley
Kenneth T. Friedman
Patrick J. Lavelle

THE BOARD OF DIRECTORS RECOMMENDS THAT SHAREHOLDERS VOTE FOR THE ELECTION OF YEHORAM UZIEL, DR. MARK W. DOWLEY, KENNETH T. FRIEDMAN, AND PATRICK J. LAVELLE AS DIRECTORS, AND PROXIES SOLICITED BY THE BOARD WILL BE VOTED FOR THE ELECTION OF EACH SUCH NOMINEE UNLESS A SHAREHOLDER HAS INDICATED OTHERWISE ON THE PROXY CARD.

All of the nominees named above have consented to serve as directors for the ensuing year. The Board of Directors has no reason to believe that any of the nominees named above will be unable to serve as a director. In the event of the death or unavailability of any of the nominees named above, the proxy holders will have discretionary authority under the Proxy Card to vote for a suitable substitute nominee as the Board of Directors may recommend. Proxies may not be voted for more than four (4) nominees.

Certain information about each of the persons nominated by the Board of Directors is set forth under the heading "Management" in this Proxy Statement.

PROPOSAL NO. 1(b)

ELECTION OF DIRECTOR BY PREFERRED SHAREHOLDERS

The Board of Directors has nominated David F. Hadley to be elected to serve as a director.

THE BOARD OF DIRECTORS RECOMMENDS THAT THE PREFERRED STOCK SHAREHOLDERS VOTE FOR THE ELECTION OF DAVID F. HADLEY AS DIRECTOR, AND PROXIES SOLICITED BY THE BOARD WILL BE VOTED FOR THE ELECTION OF SUCH NOMINEE UNLESS A PREFERRED STOCK SHAREHOLDER HAS INDICATED OTHERWISE ON THE PROXY CARD.

The nominee named above has consented to serve as a director for the ensuing year. The Board of Directors has no reason to believe that such nominee will be unable to serve as a director. In the event of the death or unavailability of the nominee named above, the Preferred Stock Shareholders have the authority to approve a suitable substitute nominee by a majority of the then outstanding shares of Preferred Stock. Proxies may not be voted for more than the one (1) nominee.

Certain information regarding David F. Hadley is set forth under the heading “Management” in this Proxy Statement.

PROPOSAL NO. 2

AMENDMENT TO THE 1993 STOCK OPTION PLAN TO INCREASE THE NUMBER OF SHARES AVAILABLE FOR ISSUANCE

The Board of Directors has approved an amendment to the Company's 1993 Stock Option Plan (the "Plan") to increase by one million five hundred thousand (1,500,000) the number of shares of Common Stock which may be issued pursuant to the Plan from 5,000,000 to 6,500,000 shares. For a summary description of the Plan, *See* "1993 Stock Option Plan Summary." The Plan was adopted by the Board of Directors on February 17, 1993, and subsequently amended on March 26, 1993. As amended, the Plan was approved by the Company's Shareholders on February 16, 1994. The Plan was subsequently amended to increase the number of shares from 2,000,000 to 3,500,000, which amendment was approved by the Shareholders on July 21, 1995. The Plan was later amended to increase the number of shares of Common Stock subject to the Plan from 3,500,000 to 5,000,000, which was approved by the Shareholders on September 19, 1997. Of the 5,000,000 shares available for issuance under the Plan, 740,000 shares remained available as of March 31, 2000.

THE BOARD OF DIRECTORS RECOMMENDS THAT SHAREHOLDERS VOTE FOR THE APPROVAL OF THE PROPOSED AMENDMENT TO THE PLAN, AND PROXIES SOLICITED BY THE BOARD WILL BE VOTED IN FAVOR THEREOF UNLESS A SHAREHOLDER HAS INDICATED OTHERWISE ON THE PROXY CARD.

PROPOSAL NO. 3

CONFIRMATION OF APPOINTMENT OF INDEPENDENT PUBLIC ACCOUNTANTS

The Board of Directors has selected Singer Lewak Greenbaum & Goldstein LLP, independent public accountants, to audit the financial statements of the Company for the fiscal year ending March 31, 2001. This selection is being submitted for confirmation by the Shareholders at the Meeting. If not confirmed, this selection will be reconsidered by the Board of Directors, although the Board of Directors will not be required to select different independent public accountants for the Company.

THE BOARD OF DIRECTORS RECOMMENDS THAT SHAREHOLDERS VOTE FOR THE CONFIRMATION OF THE SELECTION OF SINGER LEWAK GREENBAUM & GOLDSTEIN LLP AS THE INDEPENDENT PUBLIC ACCOUNTANTS OF THE COMPANY FOR THE FISCAL YEAR ENDING MARCH 31, 2001, AND PROXIES SOLICITED BY THE BOARD WILL BE VOTED IN FAVOR THEREOF UNLESS A SHAREHOLDER HAS INDICATED OTHERWISE ON THE PROXY CARD.

Representatives of Singer Lewak Greenbaum & Goldstein LLP are expected to be present at the Meeting, will have an opportunity to make a statement if they so desire, and will be available to respond to appropriate questions from Shareholders. Neither Singer Lewak Greenbaum & Goldstein LLP nor any partner thereof has any direct financial interest in the Company.

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

Common Stock

The following table sets forth, as of July 3, 2000, certain information furnished to the Company with respect to ownership of the Company's Common Stock of (i) each director and director nominee, (ii) the Chief Executive Officer and each of the four other most highly compensated executive officers of the Company determined as at the end of the Company's last fiscal year whose total annual salary and bonus for such fiscal year exceeded $100,000, and any former officers for whom disclosure under this item would have been provided except for the fact that the individual was not serving as an executive officer at the end of such fiscal year, (iii) all persons known by the Company to be beneficial owners of more than 5% of its Common Stock and (iv) all executive officers and directors of the Company as a group.

Name and Address of Beneficial Owner	Shares of Common Stock Beneficially Owned (1) Number	Percent Of Class
Directors		
Yehoram Uziel (2)(3) 19408 Londelius Street Northridge, CA 91324	9,938,202	27.0%
Dr. Mark W. Dowley (4) 3281 Scott Blvd. Santa Clara, CA 95054	672,500	1.8%
Kenneth T. Friedman (5) 23512 Malibu Colony Dr. Malibu, CA 90265	1,850,750	4.9%
David F. Hadley (6) 3601 Aviation Blvd., #1350 Manhattan Beach, CA 90266	884,984	2.4%
Patrick J. Lavelle (7) 131 Bloor St. West, Suite 801 Toronto, Ontario, Canada M5S 1S3	50,000	*
William Spier (8) 444 Madison Avenue, 38th Floor New York, NY 10022	805,5000	2.2%
Named Executive Officers Who Are Not Directors		
Amir Gnessin (9) 19408 Londelius Street Northridge, CA 91324	384,769	1.0%
5% Beneficial Owners		
Charles W. Lewis (2)(10) 19408 Londelius Street Northridge, CA 91324	2,282,045	6.3%

Name and Address of Beneficial Owner	Shares of Common Stock Beneficially Owned (1) Number	Percent Of Class
ICM Asset Management, Inc. (11)(12) W. 601 Main Avenue, Suite 600 Spokane, WA 99201	4,418,485	12.1%
James M. Simmons (11)(13) W. 601 Main Avenue, Suite 600 Spokane, WA 99201	4,418,485	12.1%
Koyah Leverage Partners, L.P. (11)(14) W. 601 Main Avenue, Suite 600 Spokane, WA 99201	2,550,398	6.9%
Koyah Ventures, LLC (11)(15) W. 601 Main Avenue, Suite 600 Spokane, WA 99201	3,225,086	8.9%
All executive officers and directors as a group (9 persons) (16)	16,957,596	41.7%

* Less than one percent

(1) Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission, and includes voting and investment power with respect to shares. Except as otherwise indicated, the stockholders identified in this table have sole voting and investment power with regard to the shares shown as beneficially owned by them. Shares of Common Stock subject to options, warrants or Preferred Stock currently exercisable or convertible within 60 days of July 16, 2000 are deemed outstanding for computing the percentage ownership of the person holding such options, warrants or Preferred Stock, but are not deemed outstanding for computing the percentage of any other person. Applicable percentage of ownership is based on 36,383,054 shares issued and outstanding plus the options, warrants and Preferred Stock exercisable or convertible within 60 days of the date of this Proxy Statement.

(2) On April 15, 1993, the Company merged with Soligen, Inc., a Delaware Corporation ("Soligen"), in a reverse acquisition transaction (the "Acquisition"). Pursuant to a share exchange agreement, the Company acquired all of the issued and outstanding shares of Soligen in consideration of the issuance of 11,600,000 shares of the Company's Common Stock to the former shareholders of Soligen. Out of this total, 9,750,000 shares were placed in escrow pursuant to an Escrow Agreement, allocated as follows:

Name of Recipient	Escrow Shares
Yehoram Uziel	5,771,464
Adam Cohen	1,788,589
Charles Lewis	1,702,447
MIT	487,500
Totals	9,750,000

As originally executed, the terms and conditions of the Escrow Agreement were prescribed by the policies of the British Columbia Securities Commission and were issued under its Local Policy 3-07. The escrow shares are held by the Company's registrar and transfer agent pursuant to the terms of the Escrow Agreement. Prior to an Amendment dated March 25, 1998 (the "Amendment"), the Escrow Agreement provided for the release of one escrow share for each $0.41 Cdn. in net "cash flow" (as defined in the Escrow Agreement) earned by the Company during the period beginning November 1, 1993 and ending October 31, 1998. The Escrow Agreement further provided that, if the Company earned net “cumulative cash flow” (as defined in the Escrow Agreement) of approximately Cdn. $4,000,000 or U.S. $3,050,000 during the five year earn-out period, all of the escrow shares would be “earned out” and thereby released from escrow. Any shares not released from escrow at the end of the five year earn out period would have been cancelled.

The Amendment, which was approved at the 1995 Annual Meeting of the Company’s stockholders, provided that the “earn out” period was to be extended for an additional five years and that all shares not previously released from escrow were to be released ten years after the date of issuance. In March 1998, the Company received approval of the Amendment from the British Columbia Securities Commission, and the Amendment was executed and is presently in effect.

The Escrow Agreement further provides that the escrow shares will not be traded in, dealt with in any manner whatsoever or released, nor may the Company, its transfer agent or the escrow shareholder make any transfer or record any trading in such shares without the consent of the Canadian Venture Exchange (the “CDNX”), formally the Vancouver Stock Exchange. In addition, the Escrow Agreement provides that the escrow shares may not be voted on a resolution to cancel any of the escrow shares. Subject to this exception, the escrow shares have no voting restrictions. The Escrow Agreement also provides that the escrow shares may not participate in the assets and property of the Company on a winding up or dissolution of the Company.

In connection with Mr. Cohen’s resignation, the CDNX consented to Yehoram Uziel’s purchase of all of Mr. Cohen’s escrow shares, which purchase was consummated on May 30, 1996.

(3) Includes options to purchase 90,000 shares of Common Stock and warrants to purchase 344,328 shares of Common Stock that are exercisable within 60 days of the date of this Proxy Statement.
(4) Includes options to purchase 75,000 shares of Common Stock, warrants to purchase 107,500 shares of Common Stock and Preferred Stock convertible into 250,000 shares of Common Stock that are exercisable or convertible, as the case may be, within 60 days of this Proxy Statement.
(5) Includes options to purchase 300,000 shares of Common Stock, warrants to purchase 845,000 shares of Common Stock and Preferred Stock convertible into 375,000 shares of Common Stock that are exercisable or convertible, as the case may be, within 60 days of this Proxy Statement.
(6) Includes warrants to purchase 204,250 shares of Common Stock and Preferred Stock convertible into 475,000 shares of Common Stock that are exercisable or convertible, as the case may be, within 60 days of this Proxy Statement. Also included are warrants to purchase 205,734 shares of Common Stock owned of record by D.F. Hadley & Co., Inc.
(7) Includes options to purchase 50,000 shares of Common Stock that are exercisable within 60 days of the date of this Proxy Statement.
(8) Includes options to purchase 40,000 shares of Common Stock and warrants to purchase 399,500 shares of Common Stock that are exercisable within 60 days of the date of this Proxy Statement. Mr. Spier declined to stand for re-election as a director to the Board of Directors with the termination of his directorship to be effective as of the expiration of his current term as a director.
(9) Includes options to purchase 364,000 shares of Common Stock and warrants to purchase 20,769 shares of Common Stock that are exercisable within 60 days of the date of this Proxy Statement.
(10) Includes warrants to purchase 12,115 shares of Common Stock that are exercisable within 60 days of this Proxy Statement.
(11) Identified as part of a “group” sharing beneficial ownership of Common Stock in accordance with Section 240.13d-1(b)(1)(ii)(J). Information is based on a Schedule 13G filed with the SEC on February 9, 2000 and amended by Amendment No. 1 and Amendment No. 2 to Schedule 13G, both amendments filed with the SEC on February 11, 2000, by ICM Asset Management, Inc., James M. Simmons, Koyah Leverage Partners, L.P. and Koyah Ventures, LLC. Includes warrants to purchase shares of Common Stock and Preferred Stock convertible into shares of Common Stock that are exercisable within 60 days of this Proxy Statement.
(12) Includes sole dispositive and voting power of 276,599 shares and shared voting and dispositive power of 4,141,886 shares.
(13) Includes sole dispositive and voting power of 200,000 shares and shared voting and dispositive power of 4,218,485 shares.
(14) Includes sole dispositive and voting power of 2,550,398 shares.

(15) Includes shared voting and dispositive power of 3,225,086 shares.
(16) Includes options and warrants to purchase and Preferred Stock convertible into 4,242,042 shares of Common Stock that are exercisable or convertible, as the case may be, within 60 days of the date of this Proxy Statement.

Preferred Stock

The following table sets forth, as of July 3, 2000, certain information furnished to the Company with respect to ownership of the Company's Preferred Stock of (i) each director and director nominee, (ii) the Chief Executive Officer and each of the four other most highly compensated executive officers of the Company determined as at the end of the Company's last fiscal year whose total annual salary and bonus for such fiscal year exceeded $100,000, and any former officers for whom disclosure under this item would have been provided except for the fact that the individual was not serving as an executive officer at the end of such fiscal year, (iii) all persons known by the Company to be beneficial owners of more than 5% of its Preferred Stock and (iv) all executive officers and directors of the Company as a group.

Name and Address of Beneficial Owner	Shares of Preferred Stock Beneficially Owned(1) Number	Percent Of Class
Directors		
Dr. Mark W. Dowley 3281 Scott Blvd. Santa Clara, CA 95054	250,000	3.0%
Kenneth Friedman 23512 Malibu Colony Dr. Malibu, CA 90265	375,000	4.5%
David F. Hadley 3601 Aviation Blvd., #1350 Manhattan Beach, CA 90266	475,000	5.6%
5% Beneficial Owners		
Kevin B. Allen 360 S. Monroe Street Denver, CO 80209	575,000	6.8%
Jeffrey D. Bennis 5570 Preserve Drive Greenwood Village, CO 80121	575,000	6.8%
W.B. Hoffman, Inc. 1908 Boundary Drive Santa Barbara, CA 93108	1,250,000	14.8%
Koyah Leverage Partners, L.P. W. 601 Main Avenue, Suite 600 Spokane, WA 99201	550,000	6.5%
Monroe M. Rifkin 360 S. Monroe Street Denver, CO 80209	600,000	7.1%
All executive officers and directors as a group (9 persons)	1,100,000	13.1%

(1) Beneficial ownership is determined in accordance with the rules of the Securities and Exchange Commission, and includes voting and investment power with respect to shares. Except as otherwise indicated, the stockholders identified in this table have sole voting and investment power with regard to the shares shown as beneficially owned by them. Applicable percentage of ownership is based on 8,425,000 shares issued and outstanding as of the date of this Proxy Statement.

MANAGEMENT

Board of Directors

The names of the Company's current directors and certain information about them are set forth below:

Name of Nominee	Age	Position(s) With the Company	Position Held Since
Yehoram Uziel	49	President, CEO, Director, and Chairman of the Board of Directors	1993
Dr. Mark W. Dowley	67	Director	1993
Kenneth T. Friedman	43	Director	1996
David F. Hadley	35	Director	2000
Patrick J. Lavelle	61	Director	1994
William Spier	65	Director	1999

Yehoram Uziel has served as President and Director of the Company since April 1993. Mr. Uziel has served as Chief Executive Officer and Chairman of the Board of the Company since May 1993. Mr. Uziel served as the Company's Chief Financial Officer from May 20, 1996 to July 29, 1996. Mr. Uziel has also served as President and Chief Executive Officer of Soligen, Inc. ("Soligen"), a wholly owned subsidiary of the Company from October 1991 to present. From January 1989 to January 1992, he was Vice President of Engineering at 3D Systems, Inc., a rapid prototyping manufacturer based in Valencia, California. Mr. Uziel received a B.Sc. degree in Mechanical Engineering from the Technion Institute of Technology in Israel.

Dr. Mark W. Dowley has served as a director of the Company since July 1993. Dr. Dowley is Chairman of DPSS Lasers Inc., a privately held manufacturer of UV solid state lasers for commercial application. Dr. Dowley served as President and Chairman of LiCONiX, a manufacturer of helium-cadmium lasers based in Santa Clara, California from 1972 to 1998. He served as a director of LEOMA (Lasers & Electro Optical Manufacturers Association) for four years and has served as a member of the Executive Committee of the Silicon Valley Council of the American Electronics Association. He also served as Chairman of the Engineering Council of the Optical Society of America from 1996 to 1998.

Kenneth T. Friedman has served as a director of the Company since September 1996. Mr. Friedman is Managing Director of Rosetta Partners, a merchant banking firm with offices in Los Angeles and New York, which specializes in providing investment banking services and private equity to emerging growth and middle market companies. Prior to Rosetta Partners, Mr. Friedman was President and founder of Friedman Enterprises, an investment bank that specialized in advising on mergers and acquisitions and in raising debt and equity capital. From 1986 to 1990, Mr. Friedman was President, founder, and a member of the board of directors of Houlihan, Lokey, Howard & Zukin Capital, a middle market investment bank. Prior to, and simultaneous with such position, Mr. Friedman was also a Managing Director and a member of the board of directors of Houlihan, Lokey, Howard & Zukin, Inc., a financial advisory company. Mr. Friedman received his MBA from Harvard Business School.

David F. Hadley has served as a director of the Company since January 2000. Mr. Hadley is the founder and president of D.F. Hadley & Co., Inc. ("DFH&Co"), a boutique financial services firm that provides consulting, investment banking and advisory services to emerging growth companies in the western United States. DFH&Co is a member of the National Association of Securities Dealers. Prior to founding DFH&Co in August 1999, Mr. Hadley was a managing director in the global investment banking group of BT Alex Brown Inc., focusing on the media and communications sector. Mr. Hadley was employed by subsidiaries of Bankers Trust Corporation from 1986 to June 1999. He received his MSc. in Economic History from the London School of Economics and his A.B. from Dartmouth College. Mr. Hadley is also a member of the board of directors of Aura Systems, Inc. and MotionTV, Inc.

Patrick J. Lavelle has served as a director of the Company since September 1994. Mr. Lavelle was appointed Chairman of the Export Development Corporation by the Prime Minister of Canada on January 1, 1998 after serving a three-year term as Chairman of the Board of the Business Development Bank of Canada. Mr. Lavelle has been the Chairman and Chief Executive Officer of Patrick J. Lavelle and Associates, a management firm, from 1991 to the present. From 1991 to 1995, Mr. Lavelle was Chairman and Chief Executive Officer of the Canadian Council for Aboriginal Business. Mr. Lavelle is Chairman of the Bay of Spirits Gallery, a member of the Advisory Board of the International MBA program at York University and a director of Revenues Properties, Co. Previously, Mr. Lavelle was Vice President, Corporate Development at Magna International, Inc., a leading automotive parts manufacturer, where he oversaw business relations with Japanese and other Pacific Rim auto producers. Mr. Lavelle also served as President of the Automotive Parts Manufacturers' Association of Canada. Previously, he held the position of Deputy Minister of Industry, Trade and Technology for the Province of Ontario and was simultaneously First Secretary of the Premier's Council and a Senior Advisor to the Planning and Priorities Board of Cabinet. Mr. Lavelle also served as Agent General for the Government of Ontario in Paris, France.

William Spier has served as director of the Company since July 1999. Mr. Spier retired in 1982, as Vice Chairman of Salomon Inc. Mr. Spier served as Acting Chief Executive Officer of Integrated Technologies, Inc. from November 1997 until September 1999, at which time the company acquired Empire Resources, Inc. Mr. Spier has served as Chairman of the Board of Empire Resources, Inc., since September 1999. Mr. Spier served as Chairman and Chief Executive Officer of DeSoto, Inc., from 1991 to 1996. Mr. Spier is also a director of Keystone Consolidated Industries, Inc. and Moto Guzzi, Inc.

Committees of the Board of Directors and Meetings

During the fiscal year ended March 31, 2000 the Board of Directors held ten (10) meetings and did not take any action pursuant to unanimous written consents.

During the fiscal year ended March 31, 2000, the Audit Committee consisted of Dr. Mark W. Dowley, Kenneth T. Friedman, Patrick Lavelle, and William Spier. The Audit Committee reviews with the Company's independent auditors the scope, results and costs of the annual audit, and the Company's accounting policies and financial reporting. The Audit Committee did not meet during the fiscal year ended March 31, 2000.

The 1993 Stock Option Plan Administrative Committee consisting of Dr. Mark W. Dowley, Kenneth T. Friedman, Patrick Lavelle and William Spier ("Administrative Committee"), did not meet during the fiscal year ended March 31, 2000. The Administrative Committee was established to administer the Company's 1993 Stock Option Plan on behalf of the Board of Directors in accordance with the terms thereof.

The Compensation Committee, which met twice in the fiscal year ended March 31, 2000, consists of Dr. Mark W. Dowley, Kenneth T. Friedman, Patrick J. Lavelle and William Spier. The Compensation Committee was established to review and approve the salaries and other benefits of the executive officers of the Company. In addition, the Compensation Committee consults with the Company's management regarding other benefits plans and compensation policies and practices of the Company.

The Board of Directors does not have a nominating committee.

Executive Officers

The names of, and certain information regarding, the executive officers of the Company are set forth below. Officers of the Company are appointed by the Board of Directors of the Company at the Annual Meeting of the Board of Directors to hold office until their successors are elected and qualified. Officers serve at the discretion of the Board of Directors.

Name	Age	Position(s)	Position Held Since
Yehoram Uziel	49	President and Chief Executive Officer	1996
Robert Kassel	73	Chief Financial Officer and Chief Administrative Officer	1996
Charles W. Lewis	49	Vice President, Soligen, Inc.	1992
Amir Gnessin	41	Vice President of Engineering, Soligen, Inc.	1994

For information on the business background of Mr. Uziel, *See "Board of Directors"* above.

Robert Kassel was appointed Chief Administrative Officer in May 1996 and Chief Financial Officer in July 1996. From 1993 to 1996, Mr. Kassel worked as an independent consultant. During 1994, Mr. Kassel also served as Manufacturing Manager for G & H Technologies. Mr. Kassel served as Operations Officer for Ceradyne, a manufacturer of advanced technical products, from 1989 to 1993. From 1979 to 1988, Mr. Kassel worked as Division General Manager for SFE Technologies, which manufactures multi-layer capacitors and EMI-RFI filters for telecommunications, computers and industrial controls. Mr. Kassel was the Division Vice-President for William House Regency, a manufacturer of paper products, from 1972 to 1979.

Charles W. Lewis served as Vice President of Operations of the Company from July 1993 to July 1995. Mr. Lewis has served as Vice President of the Company's subsidiary, Soligen, Inc., from 1992 to present. Mr. Lewis also served as Secretary of Soligen, Inc. from 1992 to 1993. From 1991 to 1992, he was Director of Engineering for BHK Inc., a manufacturer of scientific arc lamps which is based in Pomona, California. From 1986 to 1991, Mr. Lewis was Program Manager for 3D Systems, Inc., a rapid prototyping firm based in Valencia, California. Mr. Lewis received a B.A. in Physics from the University of California, San Diego.

Amir Gnessin has served as Vice President of Engineering of Soligen, Inc. from April 1994 to present. Mr. Gnessin joined the Company in August 1992 as a Senior Mechanical Engineer and was promoted to Mechanical Team Leader in February 1993. From 1989 to 1992, Mr. Gnessin worked as a design engineer and manager at Optrotech, Inc., a manufacturer of inspection equipment for the printed circuit board industry that is based in Israel. Mr. Gnessin received a B.S. in Mechanical Engineering from the Technion Institute of Technology in Israel.

No family relationship exists among any directors or executive officers of the Company or the nominees for election to the Company's Board of Directors.

COMPENSATION

Compensation of Named Executive Officers

The following table discloses certain summary information concerning compensation awarded to, earned by or paid to the executive officers of the Company whose salaries and bonuses exceeded $100,000 for the Company's fiscal years ended March 31, 2000, March 31, 1999 and March 31, 1998 (the "named executive officers").

Summary Compensation Table

		Annual Compensation	Long-Term Compensation Awards	
Name and Principal position	**Fiscal Year**	**Salary ($)**	**Securities Underlying Options (#)**	**All Other Compensation ($)**
Yehoram Uziel, President,	2000	125,000	—	4,268[3]
CEO, Director and Chairman	1999	125,000	250,000[1]	
of the Board of the Company;			250,000[2]	
President and CEO,	1998	125,000	—	
Soligen, Inc.				
Amir Gnessin, Vice President	2000	120,000	—	505[4]
of Engineering, Soligen, Inc.	1999	120,000	150,000[1]	
			400,000[2]	
			300,000	
	1998	120,000	—	

(1) Options cancelled and replacement options issued during fiscal 1999.
(2) Options issued during fiscal 1999 upon cancellation of previously issued options.
(3) Consists of interest paid on monies loaned to the company and when salaries were voluntarily deferred.
(4) Consists of interest paid when salaries were voluntarily deferred.

No stock options or stock appreciation rights were exercised by executive officers of the Company during the fiscal year ended March 31, 2000. No executive officer received a bonus in the fiscal year ended March 31, 2000.

The Company had no long-term incentive plan for the fiscal year ended March 31, 2000. The Company has no employment contracts, no termination of employment agreements, and no change of control agreements with any named executive officer.

Compensation of Directors

Other than options granted under the Company's 1993 Stock Option Plan, as amended, none of which were issued to the directors of the Company in the fiscal year ended March 31, 2000, the directors received no compensation for serving as directors of the Company. The Company reimburses expenses incurred in attending the Board of Directors meetings.

The following table sets forth information, on an aggregate basis concerning the exercise of stock options during the fiscal year ended March 31, 2000, by each of the named executive officers and the fiscal year ended value of unexercisable options.

Aggregate Options Exercises in Fiscal 2000 and Fiscal Year End Option Values

			Number of Securities Underlying Unexercisable Options at March 31, 2000		Value of Unexercised In-the Money Options (1) at March 31, 2000	
Name	Shares Acquired On Exercise (#)	Value Realized ($)	Exercisable (#)	Unexercisable (#)	Exercisable ($)	Unexercisable ($)
Yehoram Uziel	—	—	90,000	160,000	28,125	50,000
Amir Gnessin	—	—	364,000	336,000	113,750	105,000

(1) Market value of the underlying securities at exercise date minus exercise price of the options. The closing price of the Company's common stock as of its fiscal year-end was $0.625.

CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

In November 1999, D.F. Hadley & Co., Inc., a financial services firm of which Mr. Hadley is president, received the sum of $99,500 as payment for services rendered as a finder in connection with the Series B Redeemable Convertible Preferred Stock financing transaction. The finders fees were paid to D.F. Hadley & Co., Inc., at the closing of the transaction.

BENEFITS TO BE AWARDED IN FISCAL YEAR 2001 UNDER THE PROPOSED AMENDMENT TO THE PLAN

No options were granted under the Plan to the directors of the Company in the fiscal year ended March 31, 2000. No option awards were made under the Plan to the named executive officers (as defined under "Compensation of Named Executive Officers"), other executive officers or non-executive employees in the fiscal year ended March 31, 2000. Options granted under the Plan to directors, employees and consultants are discretionary, and therefore awards under the Plan during fiscal year 2001 are not presently determinable. As of July 10, 2000, the Company employed approximately 100 full-time employees. Subject to approval by the Shareholders of the proposed amendment to the Plan, it is anticipated that options will be granted under the Plan in fiscal year 2001 as a result of the desire to attract and retain high-caliber employees. On July 10, 2000, the closing price of the Company's Common Stock as quoted by NASDAQ National Market System was $0.3125 per share.

SECTION 16(a) BENEFICIAL OWNERSHIP REPORTING COMPLIANCE

Section 16(a) of the Securities Exchange Act of 1934 requires the Company's directors and executive officers, and persons who own more than ten percent of the outstanding shares of the Company's Common Stock, to file with the Securities and Exchange Commission (the "SEC") initial reports of beneficial ownership and reports of changes in beneficial ownership of the Common Stock and other equity securities of the Company. The Company's directors and executive officers and greater than ten percent beneficial owners are required by SEC regulation to furnish the Company with copies of all Section 16(a) forms they file. To the Company's knowledge, based solely on review of the copies of such reports furnished to the Company and on written representations from its directors, executive officers and ten percent shareholders that no other reports were required, during the fiscal year ending March 31, 2000, the Company's directors, executive officers, and greater than ten percent shareholders complied with all Section 16(a) filing requirements.

1993 Stock Option Plan Summary

The following description of the Company's 1993 Stock Option Plan (the "Plan") is only a summary and is qualified in its entirety by reference to the Plan, a copy of which has been filed as an exhibit to the Company's Form 10-SB, as filed with the Securities and Exchange Commission on December 20, 1993. A copy of the Plan may be obtained by sending a written request to the Company's Secretary at the address shown on the first page of this Proxy Statement.

Background. On February 17, 1993, the Board of Directors adopted the 1993 Stock Option Plan (the "Plan"). The Plan was subsequently amended by the Board of Directors on March 26, 1993, and as amended, was approved by the Company's Shareholders on February 16, 1994. The Board of Directors approved an additional amendment to the Plan on October 19, 1994, which was subsequently approved by the Company's Shareholders on July 21, 1995. This amendment increased the aggregate number of shares of the Company's Common Stock which may be issued under the Plan from two million (2,000,000) shares to three million five hundred thousand (3,500,000) shares. The Company's Shareholders approved an additional amendment to the Plan on September 19, 1997, which increased the aggregate number of shares of the Company's Common Stock which may be issued under the Plan from three million five hundred thousand (3,500,000) shares to five million (5,000,000) shares.

Eligibility to Receive Options. The Plan provides for the grant of incentive stock options to select officers and other employees of the Company or Soligen and nonqualified stock options to selected employees, officers, directors and consultants of the Company or Soligen to purchase shares of the Company's Common Stock. As of March 31, 2000, the persons eligible to participate in the Plan included approximately 100 employees of the Company. Non-employee directors and consultants who provide services to the Company are also eligible to participate in the Plan.

Stock Subject to the Plan. As of March 31, 2000, options to purchase 4,260,000 shares of Common Stock were outstanding at a weighted average exercise price of approximately US $0.47 per share. There were no shares issued upon exercise of options and 740,000 shares of Common Stock were available for future grants under the Plan as of March 31, 2000. Shares issued pursuant to the Plan will be drawn from authorized but unissued shares or subsequently acquired shares.

Administration. The Plan may be administered by either the Company's Board of Directors or by a committee composed of two or more Directors. The Board of Directors or the committee, if appointed, is referred to in the Plan as the "Administrative Committee." The Administrative Committee has full authority to administer the Plan in accordance with its terms and to determine all questions arising in connection with the interpretation and application of the Plan. Administrative Committee members will serve for such terms as the Board may determine, subject to removal by the Board at any time. The composition of any committee responsible for administering the Plan with respect to officers and directors of the Company who are subject to Section 16 of the Exchange Act will comply with the requirements of Rule 16b-3 promulgated under Section 16(b) to the Exchange Act, or any successor provision.

Exercise Price. The exercise price for options under the Plan are determined by the Administrative Committee; provided, however, that the exercise price of incentive stock options under the Plan must equal or exceed the fair market value of the Common Stock on the date of grant and must equal or exceed 110% of the fair market value in the case of employees who hold 10% or more of the voting power of the Common Stock. As defined in the Plan, "fair market value" shall mean the most recent sales price or quote as of the last business day prior to the date of grant.

Vesting of Options. Generally, options granted pursuant to the Plan vest over four years on the anniversary of the date of grant. At the discretion of the Plan Administrator, options may, however, vest in any vesting schedule so long as options vest at a rate of at least twenty percent (20%) per year.

Duration of Options. Subject to earlier termination as a result of the dissolution or liquidation of the Company or a material change in the capital structure of the Company, or as a result of termination of employment, death or disability, each option granted under the Plan shall expire on the date specified by the Administrative Committee, but in no event more than (i) ten years from the date of grant in the case of incentive stock options generally, and (ii) five years from the date of grant in the case of incentive stock options granted to an employee who holds 10% or more of the voting power of all Common Stock.

Manner of Exercise. An option is exercised by giving written notice to the Company, which notice must be accompanied by full payment of the purchase price therefore, either (i) in cash or by certified check, (ii) at the discretion of the Administrative Committee, through delivery of shares of Common Stock having a fair market value equal to the cash exercise price of the option, (iii) at the discretion of the Administrative Committee, by delivery of the optionee's personal recourse note in the amount of the cash exercise price of the option, or (iv) at the discretion of the Administrative Committee, by any combination of (i), (ii) and (iii) above.

Term and Amendment of the Plan. The Plan will expire pursuant to its terms on February 16, 2003. The Board of Directors may terminate or amend the plan at any time; provided, however, that the following actions will not become effective without Shareholder approval obtained within 12 months before or after the Board adopts a resolution authorizing such action:

(a) increasing the total number of shares that may be issued under the Plan (except by adjustment under the Plan);

(b) materially modifying the requirements of the Plan regarding eligibility for participation in the Plan;

(c) materially increasing the benefits accruing to participants under the Plan; and

(d) making any change in the terms of the Plan that would cause the incentive stock options granted under the Plan to lose their qualification as incentive stock options under Section 422 of the Internal Revenue Code of 1986, as amended.

Assignability. No option granted under the Plan is assignable or transferable by the optionee except by will or by the laws of descent and distribution.

Federal Tax Effects of ISOs. The Company intends that each incentive stock option ("ISO") granted under the Plan will qualify as an incentive stock option under Section 422 of the Internal Revenue Code of 1986, as amended (the "Internal Revenue Code"). An optionee acquiring stock pursuant to an incentive stock option receives favorable tax treatment in that the optionee does not recognize taxable income at the time of the grant or upon exercise. The tax treatment of the disposition of ISO stock depends upon whether the stock is disposed of within the holding period, which is the later of two years from the date the ISO is granted and one year from the date the ISO is exercised. If the optionee disposes of ISO stock after completion of the holding period, the optionee will recognize as capital gains the difference between the amount received in such disposition and the basis in the ISO stock, i.e., the option's exercise price. If the optionee disposes of ISO stock before the holding period expires, it is considered a disqualifying disposition and the optionee must recognize any gain as ordinary income in the year of the disqualifying disposition. Generally, the gain is equal to the difference between the option's exercise price and the stock's fair market value at the time the option is exercised and sold (the "bargain purchase element"). While the exercise of an ISO does not result in taxable income, there may be implications with regard to the alternative minimum tax ("AMT"). When calculating income for AMT purposes, the favorable tax treatment granted to ISOs is disregarded and the bargain purchase element of the ISO is included in income in calculating AMT. The Company is not entitled to a deduction on the grant or exercise of an ISO by an employee. Upon a disqualifying disposition of ISO stock, the Company may be entitled to deduct from taxable income in the year of the disqualifying disposition an amount generally equal to the amount that the optionee recognizes as ordinary income due to the disqualifying disposition.

Federal Tax Effects of Non-ISOs. If an option does not meet the statutory requirements of Section 422 of the Internal Revenue Code and therefore does not qualify as an ISO, the difference, if any, between the option's exercise price and the fair market value of the stock on the date the option is exercised is generally taxable as ordinary income to the optionee in the year the option is exercised. The Company may be entitled to deduct this amount in the same tax year. Although an optionee will generally realize ordinary income at the time the non-qualifying stock option is exercised, if the stock issued upon exercise of the option is considered to be subject to a "substantial risk of forfeiture" and no "Section 83(b) Election" has been filed, then the optionee is not taxed when the option is exercised, but rather when the forfeiture restriction lapses. At that time, the optionee will realize ordinary income in an amount equal to the difference between the option's exercise price and the fair market value of the stock on the date the forfeiture restriction lapses.

The foregoing summary of federal income tax consequences of stock options does not purport to be complete, nor does it discuss the provisions of the income tax laws of any state or foreign country in which the optionee might reside.

SHAREHOLDER PROPOSALS

Proposals by shareholders intended to be presented at the Company's 2001 Annual Meeting must be received by the Company at its principal executive office no later than March 28, 2001 in order to be included in the Company's 2001 Proxy Statement and Proxy Card.

TRANSACTION OF OTHER BUSINESS

As of the date of this Proxy Statement, the Board of Directors is not aware of any other matters which may come before the Meeting. If any other business requiring a vote of the Shareholders should come before the Meeting, the persons named as proxies in the enclosed proxy form will vote or refrain from voting in accordance with their best judgment.

Please return your Proxy Card as soon as possible. Unless a quorum consisting of a majority of the outstanding shares entitled to vote is represented at the Meeting, no business can be transacted. Therefore, please be sure to date and sign your Proxy Card exactly as your name appears on your stock certificate and return it in the enclosed postage prepaid return envelope. Please act promptly to insure that you will be represented at this important meeting.

THE COMPANY WILL PROVIDE, WITHOUT CHARGE, ON THE WRITTEN REQUEST OF ANY BENEFICIAL OWNER OF SHARES OF THE COMPANY'S COMMON STOCK OR PREFERRED STOCK ENTITLED TO VOTE AT THE MEETING OF SHAREHOLDERS, A COPY OF THE COMPANY'S ANNUAL REPORT ON FORM 10-KSB AS FILED WITH THE U.S. SECURITIES AND EXCHANGE COMMISSION FOR THE COMPANY'S FISCAL YEAR ENDED MARCH 31, 2001. WRITTEN REQUESTS SHOULD BE MAILED TO THE SECRETARY, SOLIGEN TECHNOLOGIES, INC., 19408 LONDELIUS STREET, NORTHRIDGE, CALIFORNIA 91324.

By Order of the Board of Directors,

Yehoram Uziel
President, CEO, Director and
Chairman of the Board

Dated: July 19, 2000