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CHINA SOLAR ENERGY HOLDINGS LIMITED

中國源暢光電能源控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 155)

FIRST DELISTING STAGE AND RESUMPTION CONDITIONS

BACKGROUND INFORMATION

On 16 August 2013, trading in the shares (the “**Shares**”) of China Solar Energy Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) was suspended pending the release of an announcement in connection with the recent unusual price movement of the Company.

Reference is made to (a) the announcement of the Company dated 16 August 2013 in relation to the suspension (the “**Suspension**”) of trading in the Shares; and (b) the announcements (the “**Announcements**”) of the Company dated 18 October 2013, 1 November 2013, 20 December 2013, 14 February 2014, 19 February 2014, 3 March 2014, 9 April 2014, 13 May 2014, 18 June 2014, 27 June 2014, 4 September 2014 and 17 September 2014 in relation to, among others, the Allegations and the Further Allegations made against the Changzhou Subsidiary, the Dali Subsidiary and the Relevant Directors and the business operation of the Group. Unless otherwise stated, capitalized terms used herein shall have the same meaning as those defined in the Announcements.

* *For identification purposes only*

FIRST DELISTING STAGE

On 5 January 2015, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) issued a letter (the “**Letter**”) informing the Company that in view of, among others, the continuing Suspension since 16 August 2013 due to the Allegations and Further Allegations as disclosed in the Company’s announcements of 18 October 2013 and 20 December 2013 and concerns on the operation sufficiency of the Company to fulfill the requirement under rule 13.24 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) to support a continued listing, the Company has been placed in the first stage of the delisting procedure pursuant to Practice Note 17 to the Listing Rules.

The first delisting stage will expire on 4 July 2015. The Company is required to submit the Resumption Proposal (as defined below) at least ten business days before the expiry of the first delisting stage.

RESUMPTION CONDITIONS

Pursuant to the Letter, the Stock Exchange requires the Company to submit a viable resumption proposal (the “**Resumption Proposal**”) to address the following:

1. demonstrate its compliance with rule 13.24 of the Listing Rules;
2. conduct an appropriate investigation on the Allegations and the Further Allegations and the related transactions and legal proceedings, disclose the findings of the investigation and take remedial actions, if any;
3. publish all outstanding financial results and address any audit qualifications; and
4. demonstrate that the Company has put in place adequate financial reporting procedures and internal control systems to meet obligations under the Listing Rules.

The Letter further states that the proposal must be clear, plausible and coherent, and contain sufficient details (including forecasts and clear plan for future business development) for the assessment of the Stock Exchange. The Company must demonstrate that it has a business of substance and the business model is viable and sustainable. The proposal should also comply with the Listing Rules and all applicable laws and regulations.

Shareholders should note that the Stock Exchange may impose further resumption conditions on the Company if necessary.

EFFORTS TOWARDS RESUMPTION OF TRADING IN THE SHARES

The Company is working towards the fulfillment of the above resumption conditions imposed by the Stock Exchange.

As disclosed in the announcement of the Company 17 September 2014, the Company has engaged HLB as its auditors and HLB is in the course of performing the annual audit of the financial statements of the Company for the year ended 31 March 2014.

As disclosed in the announcements of the Company dated 17 November 2014 and 12 December 2014, the Special Investigation Committee of the Board was formed on 17 November 2014, and legal action has been commenced against Mr. Yeung by China Solar Energy Group Limited, being a wholly-owned subsidiary of the Company, in relation to outstanding balance price due and payable for photovoltaic related products sold and delivered to Stream Fund High-Tech Group Corporation Limited and/or Mr. Yeung.

The Company is pleased to announce that it is also in the course of identifying suitable forensic specialist to conduct the forensic investigation on the Allegations and the Further Allegations.

Further announcement(s) will be made by the Company when any major new developments take place.

CONTINUED SUSPENSION OF TRADING IN THE SHARES

Trading in the Shares will continue to be suspended until further notice. The release of this announcement does not necessarily indicate that the resumption of trading in the Shares has been or will be approved by the Stock Exchange. Accordingly, Shareholders and potential investors of the Company should exercise caution when dealing in the Shares.

By Order of the Board
China Solar Energy Holdings Limited
Dr. Antonio Maria Santos
Acting Chairman and Executive Director

Hong Kong, 6 January 2015

As at the date of this announcement, the executive Directors are Mr. Yeung Ngo, Mr. Yang Yuchun, Ms. Jin Yan, Mr. Sun Yanfeng, Mr. Guo Lijie, Dr. Antonio Maria Santos, Mr. Tang Yung Chi, Mr. Chiu Sung Kwan and Mr. Leung Hok Man; the non-executive Director is Mr. Li Jian and the independent non-executive Directors are Mr. Yin Tat Man, Mr. Lum Chor Wah Richard, Mr. Tam Kin Yip and Mr. Chong Yiu Kan, Sherman.