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CHINA SMARTER ENERGY GROUP HOLDINGS LIMITED

中國智慧能源集團控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1004)

**(I) RESIGNATION OF EXECUTIVE DIRECTOR AND
INDEPENDENT NON-EXECUTIVE DIRECTOR;
(II) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
(III) CHANGE IN COMPOSITION OF BOARD COMMITTEES; AND
(IV) CONTINUED SUSPENSION OF TRADING**

**RESIGNATION OF EXECUTIVE DIRECTOR AND INDEPENDENT NON-EXECUTIVE
DIRECTOR**

The board of directors (the “**Board**”) of China Smarter Energy Group Holdings Limited (the “**Company**”) announces that:

Mr. Hu Hanyang (“**Mr. Hu**”) has resigned as an executive director on 20 January 2022 as Mr. Hu would like to devote more time to his other business commitments. Mr. Hu has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

Mr. Lam Cheung Mau (“**Mr. Lam**”) has resigned as an independent non-executive director on 19 January 2022 as Mr. Lam would like to devote more time to his other business commitments. Mr. Lam has confirmed that he has no disagreement with the Board and there is no matter in relation to his resignation that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its sincere gratitude to Mr. Hu and Mr. Lam for their valuable contribution to the Company during their tenure of service.

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board hereby announces that, Mr. Kwok Shun Sing (“**Mr. Kwok**”) has been appointed as an independent non-executive director of the Company, with effect from 21 January 2022.

* *For identification purposes only*

The biographical details of Mr. Kwok are set out as follows:

Mr. Kwok, aged 35, graduated from The Hong Kong Polytechnic University in 2008 with the bachelor of business administration accounting. He is a certified public accountant of the Hong Kong Institute of Certified Public Accountants, with over 13 years' experience serving in international accounting firms and multinational corporations, as well as years of experience working in major cities of the mainland China. He served as an auditor of Lau Leigh Choi Consultants Ltd. from 2008 to 2010 and served as a senior auditor of Baker Tilly Hong Kong Limited from 2010 to 2015. He then joined Deloitte Touche Tohmatsu from 2015 to 2016, and subsequently joined Deloitte Touche Tohmatsu Certified Public Accountants (Special General Partnership) Shenzhen Branch and held the position as a manager of the audit and assurance department from 2016 to 2020, participated in the IPO audit and was responsible for the audit of a number of listed companies in Hong Kong, and has audited for state-owned enterprises. From March 2020 onwards, he carried out independent practice, providing accounting and tax services.

The Company has entered into a letter of appointment with Mr. Kwok with effect from 21 January 2022. Mr. Kwok is entitled to a director's fee of HK\$20,000 per month which was determined by the Board after considering a range of factors including his experience, duties and responsibilities, the prevailing market conditions and the recommendation from the remuneration committee. Mr. Kwok is appointed for an initial term of three years, which will be automatically renewed for three years upon expiry of his term of office. Either party to the letter of appointment may terminate the appointment by giving the other party one month's prior written notice. Mr. Kwok will hold office until the next general meeting of the Company after his appointment and is subject to retirement by rotation and re-election at the general meetings of the Company in accordance with the Bye-laws of the Company.

Save as disclosed above, as at the date of this announcement, Mr. Kwok (i) has not held any positions with the Company and other members of the Group; (ii) has not held any other directorship in public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any other relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (v) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

In addition, save as disclosed above, there is no other information required to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited and there are no other matters in connection with the appointment of Mr. Kwok as an independent non-executive director that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its welcome to Mr. Kwok for joining the Board.

CHANGE IN COMPOSITION OF BOARD COMMITTEES

Mr. Lam has resigned as a member of the audit committee, the remuneration committee and the nomination committee of the Company.

Mr. Kwok has been appointed as a member of the audit committee, the remuneration committee and the nomination committee of the Company.

CONTINUED SUSPENSION OF TRADING

At the request of the Company, trading in the shares of the Company on The Stock Exchange of Hong Kong Limited has been suspended with effect from 9:00 a.m. on 1 April 2021. Trading in the shares of the Company will remain suspended until further notice.

By order of the Board
China Smarter Energy Group Holdings Limited
Chen Xiaxuan
Chairman and Executive Director

Hong Kong, 21 January 2022

As at the date of this announcement, Mr. Chen Xiaxuan, Mr. Weng Xiaoquan and Mr. Bo Dateng are the executive directors of the Company; Mr. Chen Lei is the non-executive director of the Company; and Mr. Pun Hau Man, Mr. Lo Ka Ki and Mr. Kwok Shun Sing are the independent non-executive directors of the Company.