

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**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) QUARTERLY UPDATE ON STATUS OF RESUMPTION;  
(II) POSSIBLE DELAY IN PUBLICATION  
OF THE 2024 ANNUAL RESULTS;  
(III) POSSIBLE DELAY IN DESPATCH OF THE 2024 ANNUAL REPORT;  
(IV) POSTPONEMENT OF BOARD MEETING; AND  
(V) CONTINUED SUSPENSION OF TRADING**

This announcement is made by China Smarter Energy Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rules 13.09(2)(a), 13.24A and 13.49(3) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the announcements of the Company dated 8 March 2024, 28 March 2024, 29 May 2024, 14 June 2024, 28 June 2024, 29 August 2024, 27 September 2024 and 27 December 2024 in relation to, among other things, (i) the delay in publication of 2023 Annual Results and despatch of 2023 Annual Report; (ii) the suspension of trading in the shares of the Company on the Stock Exchange from 9:00 a.m. on 2 April 2024; (iii) the Resumption Guidance; (iv) the quarterly update on status of resumption; and (v) the delay in publication of the 2024 Interim Results and despatch of the 2024 Interim Report (collectively, the “**Announcements**”). Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements.

**QUARTERLY UPDATE ON STATUS OF RESUMPTION – UPDATE ON BUSINESS OPERATIONS**

The Group’s principal business is clean-energy power generation. Reference is made to announcements of the Company dated 18 January 2024, 29 May 2024, 24 December 2024 and 8 January 2025 in relation to winding up application of Shanghai Dianyong, a PRC subsidiary of the Company and the bankruptcy reorganization application in respect of Jinchang Jintai Photovoltaic Company Limited, a PRC subsidiary of the Company and Shanghai Dianyong.

Save as the aforesaid, as at the date of this announcement, the Group is carrying on its normal day-to-day operations. The Group will continue to review the existing businesses and changes in the market environment from time to time and proactively seek for new potential business opportunities, with the aim of broadening its sources of income and maximizing the return to shareholders.

## **UPDATE ON RESUMPTION PROGRESS**

The Company is taking appropriate steps to fulfill the Resumption Guidance. The status of resumption since the suspension of trading in the shares of the Company are summarised as follows:

### **(i) Financial results**

As at the date of this announcement, the Company has been gradually receiving the information and documents from its PRC subsidiaries as required by the Auditor to complete the auditing process. The Auditor has already commenced stock-taking sessions in the PRC and the Company is currently actively discussing with the Auditor on the payment arrangement and a full auditing plan.

### **(ii) Resumption plan**

As at the date of this announcement, the Company has been in discussions with various parties to explore and consider various options available to the Company in formulating a viable resumption proposal to address the Resumption Guidance to the Stock Exchange's satisfaction and is seeking resumption of trading in the shares of the Company as soon as practicable. Further announcements will be made by the Company in relation to the progress of the resumption plan as and when appropriate, and quarterly updates on its development will be published pursuant to Rule 13.24A of the Listing Rules.

## **POSSIBLE DELAY IN PUBLICATION OF THE 2024 ANNUAL RESULTS**

The Board wishes to inform the shareholders of the Company (the “**Shareholders**”) that there will be a delay in publication of the Company's annual results for the year ended 31 December 2024 (the “**2024 Annual Results**”) as the Company is still in the process of collecting and collating the necessary information and documents from its subsidiaries as required by the Auditor to complete the auditing process for 2023 Annual Results and 2024 Annual Results, and hence additional time is required for the Company to prepare the 2024 Annual Results. The Company is working closely with its subsidiaries and the Auditor to provide all requisite information and documents to complete the audit procedures as soon as possible. However, the expected date of the publication of the 2024 Annual Results will need to be further discussed and determined with the Auditor and will be announced as and when appropriate.

Pursuant to Rule 13.49(1) of the Listing Rules, the Company is required to publish the 2024 Annual Results not later than three months after the end of the financial year (i.e. on or before 31 March 2025). In light of the aforementioned circumstances, it is expected that the Company is unable to publish the 2024 Annual Results on or before 31 March 2025, as required by the Listing Rules.

Pursuant to Rule 13.49(3) of the Listing Rules, if the Company is unable to publish the 2024 Annual Results within the prescribed timeframe, it must announce its results prepared based on the financial results which have yet to be agreed upon with the Auditor (so far as such information is available). The Board, after due and careful consideration, is of the view that it would not be appropriate for the Company to publish the unaudited management accounts of the Group for the year ended 31 December 2024 at this stage as they may not accurately reflect the financial performance and/or position of the Group and the publication of the unaudited management accounts could cause confusion and may be misleading to the Shareholders and potential investors of the Company.

### **POSSIBLE DELAY IN DESPATCH OF THE 2024 ANNUAL REPORT**

Pursuant to Rule 13.46(2) of the Listing Rules, the Company is required to despatch its annual report for the year ended 31 December 2024 (the “**2024 Annual Report**”) to the Shareholders no later than four months after the end of the financial year (i.e. on or before 30 April 2025). Due to the possible delay in the publication of the 2024 Annual Results, it is expected that there may be a possible delay in the despatch of the 2024 Annual Report.

The possible delay in despatch of the 2024 Annual Report, if materialised, will constitute a non-compliance with Rule 13.46(2) of the Listing Rules. The expected date of despatch of the 2024 Annual Report will be announced as and when appropriate.

### **POSTPONEMENT OF BOARD MEETING**

The Board announces that due to the delay in publication of the 2024 Annual Results, the meeting of the Board (the “**Board Meeting**”) for the purpose of considering and approving, among others, the 2024 Annual Results will be postponed and the Company will publish further announcement to inform its shareholders on the date of the relevant Board Meeting as and when appropriate.

### **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 2 April 2024 and 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, 27 March 2025

*As at the date of this announcement, Mr. Chen Xiaxuan, Mr. Bo Dateng and Ms. Yue Lu are the executive directors of the Company; and Mr. Pun Hau Man, Mr. Lo Ka Ki and Mr. Choi Pun Lap are the independent non-executive directors of the Company.*

\* *For identification purposes only*