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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)

**INSIDE INFORMATION
SUPPLEMENTAL ANNOUNCEMENT ON WINDING UP PETITION**

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) and 13.25(1)(b) 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 announcement of the Company dated 15 April 2025 (the “**Announcement**”) in relation to the winding up petition against the Company. Unless otherwise defined, capitalized terms used herein shall bear the same meanings as those defined in the Announcement.

The Company would like to supplement the information contained in the Announcement as follows:—

DETAILS OF ANPA PETITION

The Petitioner is a limited company incorporated in Hong Kong carrying on financial printing and other related services business. It has provided various services to the Company including typesetting, proofreading, production, printing and binding, bulk delivery and other services.

The ANPA Petition is based on the Petitioner’s claim and the ruling from the District Court that the Company has failed to pay the outstanding sums (including interests) of HK\$834,109.25 under certain invoices issued to the Company for services rendered by the Petitioner to the Company.

EFFECTS OF ANPA PETITION

Pursuant to section 182 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Chapter 32 of the Laws of Hong Kong), any disposition of the property of the Company, including things in action, and any transfer of shares, or alteration in the status of the members of the Company after the commencement date of the winding up, namely the date of the presentation of the ANPA Petition (i.e. 10 April 2025), will be void as a matter of Hong Kong law unless a validation order is obtained from the High Court. Any disposition made on or after 10 April 2025 will not be affected if the ANPA Petition is subsequently struck out, dismissed or permanently stayed, and hence the board of directors of the Company wishes to remind its shareholders and potential investors that, the transfer of shares in the Company made on or after 10 April 2025 would be void without a validation order from the High Court in the event that the Company is ultimately wound up. Pursuant to the circular dated 28 December 2016 issued by Hong Kong Securities Clearing Company Limited (“**HKSCC**”) in relation to the transfer of the shares of listed issuers after a winding up petition has been presented, and in view of the restrictions and the uncertainties that may arise in relation to the transfer of shares of the Company, for participant(s) who conduct share transfers through HKSCC (the “**Participant**”), HKSCC may at any time, and without notice, exercise its powers under the General Rules of Central Clearing and Settlement System (“**CCASS**”) to temporarily suspend any of its services in respect of shares of the Company. This may include the suspension of acceptance of deposits of share certificates of the Company into CCASS. The share certificates of the Company received by HKSCC but not yet re-registered in HKSCC Nominees Limited’s name will also be returned to the relevant Participant and HKSCC shall reserve the right to reverse any credit granted to such Participant by debiting the relevant securities from its CCASS account accordingly. These measures would generally cease to apply from the date when the ANPA Petition has been struck out, dismissed or permanently stayed, or the Company has obtained the necessary validation order from the High Court.

The filing of the ANPA Petition does not represent the successful winding up of the Company by the Petitioner. No winding-up order has been granted by the High Court to wind up the Company as at the date of this announcement.

As at the date of this announcement, to the best of the Directors’ knowledge, information and belief, the Petition has no material impact to the Company’s financial performance and financial position and there is no cross defaults or breach of loan covenants in relation to the Company’s bank and other borrowings.

Actions to be Taken by the Company

The Company is seeking advice to determine the next steps and possible actions in respect of the ANPA Petition, including whether to apply for a validation order. Meanwhile, the Company is discussing and finalizing the terms of settlement with the Petitioner in procuring the withdrawal the ANPA Petition as soon as possible. The Company will keep its shareholders and investors informed of any significant development in relation to the ANPA Petition, and make further announcements as and when appropriate.

The Shareholders and potential investors should exercise caution when dealing in the securities of the Company.

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

Hong Kong, 21 May 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*