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SINO ENERGY INTERNATIONAL HOLDINGS GROUP LIMITED

中能國際控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1096)

GRANT OF SHARE OPTIONS

On 29 April 2016, the Company has granted 136,000,000 Share Options, subject to acceptance by the Grantees, to subscribe for an aggregate of 136,000,000 Shares under the Share Option Scheme.

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Sino Energy International Holdings Group Limited (the “**Company**”) announces that on 29 April 2016 (the “**Grant Date**”), the Company has granted to twenty three eligible persons (the “**Grantees**”), being, certain employees, business partners and consultants of the Company and its subsidiaries, subject to acceptance by the Grantees, a total of 136,000,000 share options (the “**Share Options**”) to subscribe for 136,000,000 new ordinary shares of HK\$0.10 each (the “**Shares**”) in the share capital of the Company (upon exercise in full and subject to adjustment in accordance with the share option scheme adopted by the Company on 4 September 2011 (the “**Share Option Scheme**”) and Rule 17.03(13) of the Listing Rules) under the Share Option Scheme which limit being refreshed pursuant to the shareholders’ resolution duly passed at the annual general meeting of the Company held on 5 June 2015. Details of the Share Options granted are as follows:

Date of grant : 29 April 2016

Exercise price : HK\$0.46 per Share

(being not less than the highest of (i) the closing price of HK\$0.46 per Share as quoted in the Stock Exchange's daily quotation sheet on the Grant Date); (ii) the average closing price of HK\$0.41 per Share as quoted in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the Grant Date; and (iii) the nominal value of HK\$0.10 per Share)

Granted number of Share Options : An aggregate of 136,000,000 Share Options in respect of 136,000,000 Shares

Validity period (i.e. exercise period) of the Share Options : Ten years from the Grant Date to 29 April 2026

The total number of Shares issued and to be issued upon exercise of the options granted under the Share Option Scheme to each Grantee (including both exercised and outstanding options) in a 12-month period does not exceed one per cent of the issued share capital of the Company. No Grantees, as a result of any further grant of Share Options, would result in the total number of options granted or to be granted (including exercised, cancelled and outstanding options) to such Grantee in a 12-month period up to and including the Grant Date representing in aggregate over one per cent of the issued share capital of the Company.

None of the Grantees is a Director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined in the Listing Rules).

By order of the Board
Sino Energy International Holdings Group Limited
Cai Xiuman
Joint Chairman

Hong Kong, 29 April 2016

As at the date of this announcement, the executive Directors are Mr. Chen Jianbao, Ms. Cai Xiuman, Mr. Wang Wei, Mr. Zhang Wenbin, Mr. Chen Yuanjian, Mr. Sun Hui Ding and Mr. Wang Qingshan and the independent non-executive Directors are Mr. Chen Jinzhong, Roy, Mr. Chen Yonghua, Mr. Lee Ho Yiu Thomas and Mr. Gu Renliang.