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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)

REPURCHASE OF CONVERTIBLE BONDS

Reference is made to the announcements dated 14 July 2015 and 30 July 2015, respectively (the “**Announcements**”) made by China Smarter Energy Group Holdings Limited (the “**Company**”) in relation to the issue of the Convertible Bonds in the principal amount of US\$80,000,000 by the Company on 30 July 2015. Unless otherwise defined, terms defined in the Announcements shall have the same meanings when used herein.

The Company announces that on 27 July 2016, the Company repurchased Convertible Bonds in the principal amount of US\$30,000,000 in accordance with the terms and conditions of the Convertible Bonds (the “**Repurchase**”). Immediately after the Repurchase, there are outstanding Convertible Bonds in the principal amount of US\$50,000,000, convertible into 357,175,650 Conversion Shares at the Initial Conversion Price of HK\$1.0891 per Conversion Share (subject to adjustments).

By Order of the Board
China Smarter Energy Group Holdings Limited
Mr. Wang Hao
Chairman

Hong Kong, 27 July 2016

As at the date of this announcement, Mr. Wang Hao, Mr. Lai Leong, Mr. Lam Kwan Sing, Mr. Wong Nga Leung, Mr. Hon Ming Sang and Mr. Zhou Chengrong are the executive directors of the Company; and Mr. Fok Ho Yin, Thomas, Mr. Tsui Ching Hung and Ms. Cheung Oi Man, Amelia are the independent non-executive directors of the Company.

* *For identification purposes only*