

**HEADQUARTERS**

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Open Letter to Shareholders, Customers and Strategic Partners of Smart Energy Solutions, Inc.

Thank you for your active and continued interest in Smart Energy Solutions (NASDAQ OTCBB: SMGY). As your new Chief Executive Officer, I wish to provide you with periodic updates on the many activities we will be undertaking to support our company's growth.

Obviously the biggest recent accomplishment of the past six months for our organization has been its evolution from a simple idea—the passion of inventor and entrepreneur Aharon Levinas—into a publicly traded company, in a very short period of time. Smart Energy Solutions already has assembled both an experienced board of directors and a seasoned management team. I urge you to visit www.batterybrain.com to review the credentials of the fine individuals leading our company. In addition, you'll find a press release accompanying this letter that describes my appointment as CEO.

Smart Energy Solutions has wasted no time moving forward with its business activities. In the past several months, we quickly gained key contracts in Israel and Holland and logged significant sales in North America via the Internet. In the beginning of November, we also participated in North America's two largest automotive aftermarket shows, AAPEX and SEMA. Our presence at these industry events has been a top priority for us, since over 150,000 individuals in businesses ranging from automotive OEMs to RV and boat manufacturers, manufacturer reps to retailers—including many key decision makers—would be in attendance.

In preparation for these critical events, Smart Energy Solutions redesigned its product, developed new packaging, created a full range of new marketing materials as well as two new show exhibits, mailed key customers and executives, and followed up with visitors to past Battery Brain displays. We believe our efforts paid off, as the following activities indicate:

- Merchandising and distributor proposals were sent to all major buyers who attended our exhibits;
- Proposals were also submitted to several major automotive manufacturers that have large North American dealer organizations;
- A proposal is now under review at one of the RV industry's largest retailers with both bricks-and-mortar and catalog operations;
- A large Southeast OEM that specializes in automotive OEM alarm system installations has just concluded a successful test of Battery Brain. We hope to sign an agreement with this company next week;
- Aharon Levinas and I met with executives at a major hard goods retailer that has both retail and service capabilities. The retailer has shown great interest and is currently reviewing our products;

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- A parts supplier who is interested in our product is making a presentation to a major United States federal agency on our behalf;
- We are currently developing relationships with distributors on virtually every continent, all of whom are interested in offering Battery Brain.

In addition, contacts have been made with a number of manufacturers agents about the representation of Battery Brain. Discussions are presently taking place with several of them, and we will update you if or when deals are signed.

Smart Energy Solutions has also had several major developments on the international front. A major European truck manufacturer will soon be testing Battery Brain for use in their vehicles; in addition, a European retailer with over 2,000 stores has agreed in principle to carry Battery Brain in their stores systemwide.

While we cannot give you assurances that any of the above activities will result in agreements or revenues for our company, it is our belief that our efforts will, at least in part, be well rewarded. Battery Brain has shown great potential for success in the marketplace, and we are confident of our future success.

To further develop our company's sales efforts, Smart Energy Solutions has retained Andrew Knowles, a highly regarded sales consultant. Andrew has extensive RV and power sports sales and marketing experience gained at North America's largest camper van manufacturer, Home & Park Motorhomes, as well as at motorcycle, personal watercraft and ATV manufacturer Kawasaki Inc.

Improvements have taken place in Battery Brain's product design as well. New molds have been produced at our Zhuhai, China facility; as a result, the base of Battery Brain now supports chassis mounting. We are also expecting a prototype of a marine version of Battery Brain to soon arrive for evaluation.

On the marketing front, activities to build product awareness are in full swing. Battery Brain is now being featured on the Home Shopping Channel in time for Christmas, though it is a bit early to gauge actual impact on sales. We will also be advertising on the Competitive Edge national sports show in the first quarter of 2006.

The Smart Energy Solutions, Inc. and Battery Brain websites are currently undergoing changes, particularly to improve the Investor Section. These changes will include an updated stock price, press releases and company news. We are targeting to have these updates completed within the next two weeks.

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Finally, as we enter 2006, we will be executing a new Strategic and Operating Plan for the company. This plan is in its final stages of completion and will be presented at the December 2005 meeting of our board of directors. Details of it will be subsequently shared with shareholders.

In closing, I want to assure you that our major priority at Smart Energy Solutions will be to grow revenues and earnings with a continuing sense of urgency. It is my hope that through this and future letters, we can fully communicate the progress, the results, and the excitement surrounding our diverse efforts.

Sincerely,
Pete Mateja
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Forward-Looking Statements:

This press release contains forward-looking statements, particularly as related to, among other things, Smart Energy Solution's business strategy. The words or phrases "would be", "will allow", "intends to", "may result", "are expected to", "will continue", "anticipates", "expects", "estimate", "project", "indicate", "could", "potentially", "should", "believe", "considers" or similar expressions are intended to identify "forward-looking statements." Actual results could differ materially from those projected in the forward-looking statements as a result of a number of risks and uncertainties. Such forward-looking statements are based on current expectations, involve known and unknown risks, a reliance on third parties for information, and other factors that may cause Smart Energy Solution's actual results, performance or achievements, or developments in its industry, to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially from anticipated results include risks and uncertainties related to our ability to consummate any of the agreements described above, failure to generate revenues, general economic conditions and other factors that are detailed in Smart Energy Solution's Quarterly and Annual Reports and other documents Smart Energy Solution files from time-to-time with the Securities and Exchange Commission. Statements made herein are as of the date of this press release and should not be relied upon as of any subsequent date. The Company cautions readers not to place undue reliance on such statements. Smart Energy Solutions does not undertake, and specifically disclaims any obligation, to update any forward-looking statements to reflect occurrences, developments, unanticipated events or circumstances after the date of such statement. Actual results may differ materially from Smart Energy Solution's expectations and estimates.

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