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中國地能產業集團有限公司

CHINA GROUND SOURCE ENERGY INDUSTRY GROUP LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8128)

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 26 SEPTEMBER 2016

At the extraordinary general meeting of China Ground Source Energy Industry Group Limited (the “Company”) held on Monday, 26 September 2016 (the “EGM”), the proposed resolutions as set out in the notice of the EGM dated 30 August 2016 (“Notice of EGM”) were taken by polls. Terms used herein shall have the same meaning as those defined in the circular of the Company dated 30 August 2016 (“Circular”) and the Notice of EGM.

The Company’s branch share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking. The poll results in respect of the resolutions proposed at the EGM are as follows:

Ordinary Resolution		Number of votes cast and approximate percentage of total number of votes cast			
		For		Against	
1.	To pass the ordinary resolution No. 1 set out in the Notice of the EGM in respect of the sale and purchase framework agreement entered into between the Company and China Energy Conservation and Environmental Protection Group Company* 中國節能環保集團公司 and the proposed annual caps for the continuing connected transactions thereunder.	923,220,000	100%	0	0%
Special Resolution					
2.	To pass the special resolution No. 2 set out in the Notice of the EGM in respect of the amendments to the Articles of Association and adoption of amended and restated Articles of Association.	922,764,000	52.04%	850,456,000	47.96%

As more than 50% of the votes were cast in favour of the resolution No. 1 abovementioned, the resolution No. 1 was duly passed as ordinary resolution of the Company.

As less than 75% of the votes were cast in favour of resolution No. 2 abovementioned, the special resolution No. 2 was not passed.

As at the date of the EGM, the total number of issued ordinary shares of the Company was 2,876,375,117 Shares. As disclosed in the Circular, CECEP(HK) and its associates, holding 850,000,000 Shares in aggregate, representing approximately 29.55% of the issued share capital of the Company as at the date of EGM, had material interests in the Continuing Connected Transaction and were required to abstain and did abstain from voting at the EGM in respect of the resolution No.1 as set out in the Notice of EGM. Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against the resolution No.1 at the EGM was 2,026,375,117 Shares. There were no Shares entitling the Shareholders to vote only against the resolution at the EGM.

By order of the Board
China Ground Source Energy Industry Group Limited
Wong Lai Yuk
Company Secretary

Hong Kong, 26 September 2016

As at the date of this announcement, the Board comprises Mr. Liu Dajun, Mr. Xu Shengheng, Ms. Chan Wai Kay, Katherine and Mr. Zang Yiran as executive Directors, Mr. Zhao Youmin and Mr. Daiqi as non-executive Directors, Mr. Jia Wenzeng, Mr. Wu Desheng and Mr. Zhang Honghai as independent non-executive Directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the GEM website for 7 days from the date of its publication and on the website of the Company at www.cgseenergy.com.hk.