

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國地能有限公司
CHINA GROUND SOURCE ENERGY LIMITED

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8128)

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the name of the Company from “China Ground Source Energy Limited 中國地能有限公司” to “China Ground Source Energy Industry Group Limited 中國地能產業集團有限公司”.

The proposed change of Company’s name is subject to (i) the passing of a special resolution by the Shareholders at the AGM, among others, approving the proposed change of the Company’s name; and (ii) the Registrar of Companies in the Cayman Islands granting approval for the change of Company’s name.

A circular containing, among other things, details regarding the proposed change of the Company’s name together with a notice convening the AGM to seek the Shareholders’ approval will be despatched to the Shareholders as soon as possible.

PROPOSED CHANGE OF COMPANY NAME

The board (the “Board”) of directors (the “Directors”) of China Ground Source Energy Limited (the “Company”) proposes to change the name of the Company from “China Ground Source Energy Limited 中國地能有限公司” to “China Ground Source Energy Industry Group Limited 中國地能產業集團有限公司”.

CONDITIONS FOR THE CHANGE OF COMPANY NAME

The proposed change of the Company’s name is subject to the satisfaction of the following conditions:

- (i) the passing of a special resolution by the Shareholders at the annual general meeting of the Company (the “AGM”) to be held on 13 June 2013, among others, approving the proposed change of the Company’s name; and

- (ii) the Registrar of Companies in the Cayman Islands granting approval for the change of Company's name.

The proposed change of the Company's name will take effect after the fulfilment of the conditions mentioned above. The Company will carry out the necessary filing procedures with the Registrar of Companies in Hong Kong and the Registrar of Companies in the Cayman Islands.

REASONS FOR THE CHANGE OF COMPANY NAME

The Board considers that new name proposed will put emphasis on the principal business that is carried by the Company and its subsidiaries (the "Group"), and the characteristics of the industry in which the Group operates its business. The industrialization development of the Group's original innovative technology is the core assurance of this emerging industry of application of shallow geothermal energy as alternative energy for heating. The Board therefore considers that the proposed change of the Company's name is in the interests of the Company and its shareholders (the "Shareholders") as a whole.

EFFECTS OF CHANGE OF COMPANY NAME

The proposed change of Company's name will not affect any of the rights of the holders of securities of the Company. The existing share certificates of the Company in issue bearing the present name of the Company shall continue to be evidence of title to such securities and shall continue to be valid for trading, settlement, and registration purposes. There will not be any arrangement for exchange of the existing share certificates.

Upon the change of the Company's name becoming effective, new share certificate of the Company will be issued in the new name of the Company, and the stock short name of the Company will not be changed.

GENERAL

At the AGM to be held on 13 June 2013, special resolution would be proposed for the Shareholders to consider and, if thought fit, approve the proposed change of Company's name. A circular containing, among other things, details of the proposed change of the Company's name together with a notice convening the AGM will be despatched to the Shareholders as soon as possible.

The Company will make further announcement(s) on the change of the Company's name, and once the proposed change of the Company's name has become effective.

By order of the Board
China Ground Source Energy Limited
Zheng Qiyu
Chairman

Hong Kong, 15 April 2013

As at the date of this announcement, the Board comprises Mr. Zheng Qiyu, Ms. Chan Wai Kay, Katherine, Mr. Xu Shengheng and Mr. Zang Yiran as executive Directors, Ms. Wu Xiaohua and Ms. Xu Genghong as non-executive Directors, Mr. Jia Wenzeng, Mr. Wu Desheng and Mr. Hu Zhaoguang as independent non-executive Directors.

This announcement, for which the Directors 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: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from the date of its publication.