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# CGS

**CHINA GROUND SOURCE ENERGY LIMITED**

**中國地能有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 8128)

## **GRANT OF SHARE OPTIONS**

This announcement is made pursuant to Rule 23.06A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited.

The Board of Directors (“Board”) of China Ground Source Energy Limited (“Company”) announces that the Company has granted the following share options, subject to acceptance of the grantees, under its share option scheme adopted on 28 July 2010 and became effective on 9 August 2010 with details as follows:

Date of Grant:	9 September 2010
Exercise price of share options granted:	HK\$0.426 to subscribe for one ordinary share of US\$0.04 each in the capital of the Company (“Share”)
Number of share options granted:	172,992,000 share options (each share option shall entitle the holder of the share option to subscribe for one Share)
Average closing price of the Shares for the 5 business days immediately preceding the date of grant:	HK\$0.426 per Share
Closing price of a Share on the Date of Grant:	HK\$0.415 per Share
Validity period of the share options:	Valid for 10 years from the date of grant

Out of the 172,992,000 share options granted, a total of 54,700,000 share options were granted to directors and chief executives of the Company, details of which are as follows:

<b>Name of Director/ chief executive</b>	<b>Position/Capacity</b>	<b>Number of share options granted</b>
Chan Wai Kay Katherine	Chairman and Executive Director	17,000,000
Xu Shengheng	Executive Director, Chief Executive Officer and substantial shareholder	11,600,000
Wu Shu Min	Executive Director	11,600,000
Soo Kim Fui Jeffrey	Chief Financial Officer and Executive Director	6,000,000
Fu Hui Zhong	Non-executive Director	4,000,000
Chan Man Kuen Laura	Independent Non-executive Director	1,500,000
Jia Wenzeng	Independent Non-executive Director	1,500,000
Chow Wan Hoi Paul	Independent Non-executive Director	1,500,000

The granting of share options to the above directors and chief executives of the Company has been approved by the independent non-executive directors of the Company (excluding the independent non-executive director who is the grantee of the share options).

By order of the Board  
**China Ground Source Energy Limited**  
**Chan Wai Kay Katherine**  
*Chairman*

Hong Kong, 9 September 2010

*As at the date of this announcement, the Board comprises Ms. Chan Wai Kay, Katherine, Mr. Xu Shengheng, Mr. Wu Shu Min, and Mr. Soo Kim Fui, Jeffrey as executive directors, Mr. Fu Hui Zhong as non-executive director and Ms. Chan Man Kuen, Laura, Mr. Jia Wenzeng and Mr. Chow Wan Hoi, Paul 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.*

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