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CHINA GROUND SOURCE ENERGY LIMITED

中國地能有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8128)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 10 AUGUST 2011

At the annual general meeting of China Ground Source Energy Limited (the “Company”) held on Wednesday, 10 August 2011 (the “AGM”), all proposed resolutions as set out in the notice of the AGM dated 4 July 2011 (“Notice of AGM”) were taken by polls. Terms used herein shall have the same meaning as those defined in the circular of the Company dated 4 July 2011 (“Circular”) and the Notice of AGM.

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

Resolutions		Number of votes cast and approximate percentage of total number of votes cast			
		For		Against	
1.	To receive and consider the audited financial statements of the Company for the year ended 31 March 2011 and the reports of the directors and the auditors of the Company.	925,282,750	100%	0	0%
2.	(i) To re-elect Ms. Chan Wai Kay Katherine as executive director of the Company and to authorise the Board to fix her remuneration.	925,282,750	100%	0	0%
	(ii) To re-elect Mr. Xu Shengheng as executive director of the Company and to authorise the Board to fix his remuneration.	925,282,750	100%	0	0%

Resolutions		Number of votes cast and approximate percentage of total number of votes cast			
		For		Against	
3.	To re-appoint the auditors and to authorize the board of directors of the Company to fix their remuneration.	925,282,750	100%	0	0%
4A.	To grant a general mandate to the directors of the Company to allot and issue new shares in the Company.	925,282,750	100%	0	0%
4B.	To grant a general mandate to the directors of the Company to repurchase shares in the Company.	925,282,750	100%	0	0%
4C.	Conditional upon the passing of the resolutions 4A and 4B, to extend the general mandate granted to the directors to issue new shares by adding the number of shares repurchased.	925,282,750	100%	0	0%
5.	To refresh the scheme limit of the share option scheme of the Company adopted on 28 July 2010.	925,282,750	100%	0	0%

As 100% of the votes were cast in favour of each of the resolutions, all the resolutions set out above were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued ordinary shares of the Company was 2,065,307,117 shares, the holders of which were entitled to attend and vote for or against the resolutions. There was no share of the Company entitling the holder to attend and vote only against the resolutions at the AGM.

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

Hong Kong, 10 August 2011

As at the date of this announcement, the Board comprises Ms. Chan Wai Kay, Katherine, Mr. Xu Shengheng, Mr. Wu Shu Min and Mr. Jeffrey Soo Kim Fui as executive Directors, Mr. Fu Hui Zhong as non-executive Director, Mr. Jia Wenzeng, Mr. Paul Chow Wan Hoi and Mr. Yau Kiam Fee 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.iini.com.