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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)

NOTICE OF BOARD OF DIRECTORS' MEETING

The board of the directors (the "Board") of China Ground Source Energy Limited (the "Company") hereby announces that a meeting of the Board will be held at Room 1303 York House, The Landmark, 15 Queen's Road Central, Central, Hong Kong on 19 December 2008, Friday, at 4:30 p.m. for the following purposes:

- (1) To consider and approve the audited final results of the Company and its subsidiaries for the year ended 30 September 2008 and approve the draft announcement of the audited final results to be published on the GEM website;
- (2) To consider the payment of a final dividend, if any;
- (3) To consider the closure of the Register of Members, if necessary;
- (4) To consider the time and venue of the forthcoming annual general meeting of the Company;
and
- (5) To transact any other business.

As at the date of this announcement, the members of the Board comprise Mr. Wu Shu Min and Mr. Xu Zhi Feng as executive Directors, Mr. Lu Chuan as non-executive Director, Mr. Liu Yang, Mr. Zhang Lai and Ms. Cai Xin as independent non-executive Directors.

By order of the board of
China Ground Source Energy Limited
Wu Shu Min
Chairman

Hong Kong, 9 December 2008

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 GEM website with the domain name of www.hkgem.com on the “Latest Company Announcement” page for at least 7 days from the date of publication and on the website of the Company at www.iini.com.