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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)

## **POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 25 FEBRUARY 2010**

At the extraordinary general meeting of China Ground Source Energy Limited (the “Company”) held on Thursday, 25 February 2010 (the “EGM”), the proposed resolution as set out in the notice of the EGM dated 5 February 2010 (“Notice of EGM”) was taken by poll. Terms used herein shall have the same meaning as those defined in the circular of the Company dated 5 February 2010 (“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 result in respect of the resolution proposed at the EGM is as follows:

Ordinary Resolution	Number of votes cast and approximate percentage of total number of votes cast			
	For		Against	
To appoint SHINEWING (HK) CPA Limited as the auditors of the Group for holding office until the conclusion of the next annual general meeting of the Company and to authorize the board of directors of the Company to fix their remuneration.	638,759,000	76.4%	197,306,000	23.6%

As more than 50% of the votes were cast in favour of the resolution abovementioned, the resolution was duly passed as ordinary resolution of the Company.

As at the date of the EGM, the total number of issued ordinary shares of the Company was 1,688,278,117 shares, the holders of which were entitled to attend and vote for or against the resolution. There was no share of the Company entitling the holder to attend and vote only against the resolution at the EGM.

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

Hong Kong, 25 February 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. Jeffrey Soo Kim Fui as executive Directors, Mr. Fu Hui Zhong as non-executive Director, Ms. Laura Chan Man Kuen, Mr. Jia Wenzeng and Mr. Paul Chow Wan Hoi as independent non-executive Directors.*

*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: (i) the information contained in this announcement is accurate and complete in all material aspects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) 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.*

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