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169(1B)

Return by a public company purchasing its own shares for holding in treasury

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Pursuant to section 169(1B) of the Companies Act 1985

Please complete leaibly in black type or bold block letterina

Company Number

2714781

Company Name in full

CLS HOLDINGS PLC

Please do not write in the space below For HM Revenue &

PART A PURCHASE BY COMPANY OF ITS OWN SHARES FOR HOLDING IN TREASURY

Note This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company Shares placed in treasury must be "qualifying shares" as defined by

section 162(4)

Companies

Act 1985

of the

Class of shares (ordinary or preference etc)

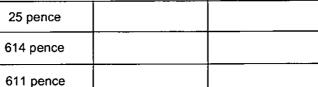
Number of shares

Date(s) shares delivered to the company

For each share Nominal value

Maximum price paid

Minimum price paid







The aggregate amount paid by the company for the shares to which this return relates was

Stamp Duty is payable on the aggregate amount at the rate of 0.5 % rounded up to the nearest multiple of £5

£ 311.763.26 1,560

PART B FULLY PAID BONUS SHARES PLACED IN TREASURY PURSUANT TO SECTION 162C(6) OF THE COMPANIES ACT 1985

Class of shares (ordinary or preference etc) Number of shares

Nominal value of each share

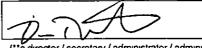
Date(s) shares delivered to the company

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"Delete as appropriate

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Signed



Date

(**a director / secretary / administrator / administrative receiver / receiver manager / receiver)

You do not have to give any contact information in the box opposite, but if you do, it will help Companies House to contact you if there is a query on the form The contact information that you give will be visible to searchers of the public record

A45 31/07/2007 **COMPANIES HOUSE**

Sarah Ghinn, Deputy Company Secretary, CLS Holdings plc 26th Floor, Portland House, Bressenden Place, London, SW16 1NU Tel 020 7840 7772 DX number DX exchange

When you have completed and signed the form and it has been stamped by the HM Revenue & Customs please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh or LP - 4 Edinburgh 2 1. Before this form is delivered to Companies House it must be "stamped" by HM Revenue & Customs Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid HM Revenue & Customs Stamp Office is located at

HMRC Stamp Office 9th Floor City Centre House 30 Union Street Birmingham B2 4AR

Tel 0845 6030135

Cheques for Stamp Duty must be made payable to "HM Revenue & Customs, Stamp Taxes" and crossed "Not Transferable"

NOTE. This form must be presented to the HM Revenue & Customs Stamp Office for stamping together with the payment of duty within 30 days of the purchase of the shares, otherwise HM Revenue & Customs penalties may be incurred.

2 After this form has been "stamped" and returned to you by HM Revenue & Customs it must be sent to

For companies registered in

England or Wales:

The Registrar of Companies Companies House Crown Way Cardiff CF14 3UZ

DX 33050 Cardiff

Scotland

The Registrar of Companies Companies House 37 Castle Terrace Edinburgh EH1 2EB

DX 235 Edinburgh

or LP - 4 Edinburgh 2