



福山國際能源集團有限公司

FUSHAN INTERNATIONAL ENERGY GROUP LIMITED

(Incorporated in Hong Kong with limited liability under the Hong Kong Companies Ordinance)

(Stock Code: 639)

**ANNOUNCEMENT
MEMORANDUM OF UNDERSTANDING RELATING TO
A POSSIBLE VERY SUBSTANTIAL ACQUISITION
AND CONNECTED TRANSACTION**

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The parties to the MOU mutually agreed to further extend (i) the time for the negotiation and finalisation of the definitive agreement for the Proposed Acquisition and (ii) the expiry date of the Exclusivity Undertaking under the MOU to 31 May 2008.

There is no assurance that the Proposed Acquisition will be proceeded with as planned, or at all. Shareholders and potential investors are advised to exercise extreme caution when dealing in the Shares.

This announcement is made pursuant to Rule 13.09 of the Listing Rules. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the announcement of the Company dated 31 January 2008 (the "Announcement").

As disclosed in the Announcement, the Company entered into the MOU with Fortune Dragon on 31 January 2008 in relation to the potential acquisition of the Target Group. Pursuant to the MOU, the Company and Fortune Dragon shall use their best endeavours to negotiate and finalise a definitive formal agreement for the Proposed Acquisition by no later than 29 February 2008 (or such later date as the parties may agree). As disclosed in the announcement of the Company dated 3 March 2008, the parties to the MOU mutually agreed to extend the time for the negotiation and finalisation of the definitive agreement for the Proposed Acquisition to 30 March 2008, being the expiry date of the Exclusivity Undertaking under the MOU. As mentioned in the announcement of the Company dated 31 March 2008, the parties to the MOU mutually agreed to extend (i) the time for the negotiation and finalisation of the definitive agreement for the Proposed Acquisition and (ii) the expiry date of the Exclusivity Undertaking under the MOU to 30 April 2008. On 2 May 2008, the parties to the MOU mutually agreed to further extend (i) the time for the negotiation and finalisation of the definitive agreement for the Proposed Acquisition and (ii) the expiry date of the Exclusivity Undertaking under the MOU to 31 May 2008.

There is no assurance that the Proposed Acquisition will be proceeded with as planned, or at all. Shareholders and potential investors are advised to exercise extreme caution when dealing in the Shares.

By order of the Board
SO KWOK HOO
Executive Director

Hong Kong, 2 May 2008

As at the date of this announcement, the Board comprises Mr. Wong Lik Ping, Mr. So Kwok Hoo, and Mr. Xue Kang as executive directors, Mr. Li King Luk as a non-executive Director, Mr. Kee Wah Sze, Mr. Choi Wai Yin and Mr. Chan Pat Lam as independent non-executive Directors.