

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## 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**

#### **APPOINTMENT AND RESIGNATION**

#### **OF**

#### **EXECUTIVE DIRECTORS AND NON-EXECUTIVE DIRECTORS**

The board of directors (the “Board”) of Fushan International Energy Group Limited (the “Company”) (together with its subsidiaries, the “Group”) is pleased to announce that with effect from 4 March 2009:

- (1) Mr. Cao Zhong (“Mr. Cao”) was appointed as an executive director of the Company; and
- (2) Mr. Leung Shun Sang, Tony (“Mr. Leung”) was appointed as a non-executive director of the Company.

The Board also announced that:

- (1) Mr. Li King Luk (“Mr. Li”) resigned as a non-executive director of the Company with effect from 4 March 2009; and
- (2) Mr. Huang Bin (“Mr. Huang”) has tendered his resignation as an executive director of the Company with effect from 31 March 2009.

**Mr. Cao**, aged 49, graduated from Zhejiang University, the People’s Republic of China and Graduate School, The Chinese Academy of Social Sciences with a bachelor degree in engineering and a master degree in economics. Mr. Cao is the deputy chairman and general manager of Shougang Holding (Hong Kong) Limited (“Shougang Holding”) and a director of Fine Power Group Limited (“Fine Power”) (a wholly-owned subsidiary of Shougang Holding). He is the managing director of Shougang Concord International Enterprises Company Limited (“Shougang International”) which is a listed company in Hong Kong and a director of Ultimate Capital Limited (“UCL”) (a wholly-owned subsidiary of Shougang International). Shougang Holding, Fine Power, Shougang International and UCL are substantial shareholders of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“SFO”). Mr. Cao is

the vice chairman and managing director of Shougang Concord Grand (Group) Limited and the chairman of each of Shougang Concord Technology Holdings Limited, Shougang Concord Century Holdings Limited, Global Digital Creations Holdings Limited and APAC Resources Limited, all of which are listed companies in Hong Kong. He is also a director of Mount Gibson Iron Limited, a company listed on the Australian Securities Exchange. Mr. Cao has extensive experience in corporate management and operation.

As at the date of this announcement, Mr. Cao has not entered into any service agreement with the Company in respect of his appointment as an executive Director of the Company. In accordance with the Company's articles of association, Mr. Cao will retire and being eligible, will offer himself for re-election as an executive Director of the Company at the Company's next general meeting. Mr. Cao's emolument in respect of his appointment as an executive Director of the Company has not been determined by the Board yet. Should it be fixed by the Board, it will further be announced by the Company as soon as practicable.

Save for disclosed above, Mr. Cao does not hold any other positions with the Company or other members of the Group and did not hold any other directorships in other Hong Kong or overseas listed public companies in the last three years.

Save for disclosed above, Mr. Cao does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the date of this announcement.

**Mr. Leung**, aged 65, is a non-executive director of Shougang International. Shougang International is a substantial shareholder of the Company within the meaning of Part XV of the SFO. Mr. Leung is also a director of each of Shougang Concord Grand (Group) Limited, Shougang Concord Technology Holdings Limited, Shougang Concord Century Holdings Limited and Global Digital Creations Holdings Limited, all of which are listed companies in Hong Kong. Mr. Leung is the managing director of CEF Group. Mr. Leung holds a master degree in business administration from New York State University and has over 30 years of experience in finance, investment and corporate management.

As at the date of this announcement, Mr. Leung has not entered into any service agreement with the Company in respect of his appointment as a non-executive Director of the Company. In accordance with the Company's articles of association, Mr. Leung will retire and being eligible, will offer himself for re-election as a non-executive Director of the Company at the Company's next general meeting. Mr. Leung's emolument in respect of his appointment as a non-executive Director of the Company has not been determined by the Board yet. Should it be fixed by the Board, it will further be announced by the Company as soon as practicable.

Save for disclosed above, Mr. Leung does not hold any other positions with the Company or other members of the Group and did not hold any other directorships in other Hong Kong or overseas listed public companies in the last three years.

Save for disclosed above, Mr. Leung does not have any relationships with any directors, senior management or substantial or controlling shareholders of the Company nor any interests in the shares of the Company within the meaning of Part XV of the SFO as at the date of this announcement.

**Mr. Mr. Li's** resignation is due to not devote much time to the affairs of the Company. There is no disagreement between Mr. Li and the Board and Mr. Li confirms that there are no matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

**Mr. Huang's** resignation is due to not devote much time to the affairs of the Company. There is no disagreement between Mr. Huang and the Board and Mr. Huang confirms that there are no matters that need to be brought to the attention of the shareholders of the Company in relation to his resignation.

Save as disclosed above, the Board is not aware of any other matters in relation to the appointment of Mr. Cao and Mr. Leung as an executive Director and a non-executive Director of the Company respectively; and the resignation of Mr. Huang and Mr. Li as an executive Director and a non-executive Director of the Company that need to be brought to the attention of the holders of securities of the Company nor is there any information that is required to be disclosed pursuant to rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to welcome Mr. Cao and Mr. Leung for joining the Company as an executive Director and a non-executive Director of the Company respectively. The Board would also like to take this opportunity to thank Mr. Huang and Mr. Li for their contributions to the Group during their tenure of services.

By Order of the Board  
**Fushan International Energy Group Limited**  
WONG Lik Ping  
Chairman

Hong Kong, 4 March 2009

*As at the date of this announcement, the Board comprises Mr. Wong Lik Ping, Mr. Cao Zhong, Mr. So Kwok Hoo, Mr. Xue Kang, Mr. Liu Qingshan and Mr. Huang Bin as executive directors of the Company ; Mr. Chen Zhouping, Mr. Leung Shun Sang Tong and Mr. Shi Jianping as non-executive directors of the Company; and Mr. Kee Wah Sze, Mr. Choi Wai Yin and Mr. Chan Pat Lam as independent non-executive directors of the Company.*