

FUXING CHINA GROUP LIMITED (THE “COMPANY”)

(Incorporated in Bermuda)
(Company Registration No.: 38973)

IN-PRINCIPLE APPROVAL FOR THE LISTING AND QUOTATION OF 39,604,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (“SUBSCRIPTION SHARES”) TO BE ISSUED PURSUANT TO THE PROPOSED SUBSCRIPTION AND UP TO 39,604,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY (“CONVERSION SHARES”) UPON THE CONVERSION OF THE CONVERTIBLE NOTES

Further to the announcements made on 9 September 2009, 15 September 2009 and 18 September 2009 in relation to the proposed Subscription and the Notes Issuance, the Board of Directors of the Company is pleased to announce that the Singapore Exchange Securities Trading Limited (“**SGX-ST**”) has granted its in-principle approval on 25 September 2009 for the listing and quotation of the Subscription Shares and the Conversion Shares on the Official List of the SGX-ST.

The in-principle approval granted by the SGX-ST is subject to the following:-

- (a) Compliance with the SGX-ST’s listing requirements;
- (b) A written undertaking from the Company that it will make periodic announcements on the use of proceeds from the proposed placement of shares and that it will provide status report on the use of the placement proceeds in the annual report;
- (c) A written undertaking from the Company that it will not allot and issue any of the placement shares so as to transfer a controlling interest in the Company without the prior approval of the Company’s shareholders in a general meeting;
- (d) A written confirmation from the Company that it will not issue the Subscription Shares to persons prohibited under Listing Rule 812 (1); and
- (e) Shareholders’ approval for the issue of the Conversion Shares at a special general meeting to be convened.

The SGX-ST’s in-principle approval is not to be taken as an indication of the merits of the Subscription, the Subscription Shares, the Company and/or its subsidiaries.

The use of proceeds from the issue of the Subscription Shares will be announced periodically as and when the funds from the same are materially disbursed, and the Company will provide a status report on such use of the proceeds in its annual report or annually on SGXNET, until such time such proceeds have been fully utilised.

Further announcements will be issued by the Company upon the allotment and issue of the Subscription Shares.

BY ORDER OF THE BOARD

Hong Qing Liang
Executive Director and CEO
25 September 2009