





Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) On July 31, 2009, Mr. Frederic Rittreiser notified the Board of Directors (the "Board of Directors") of SmartHeat, Inc. (the "Company") of his intent to voluntarily retire as a director of the Company, effective July 31, 2009. The Company thanks Mr. Rittreiser for his service as a member of the Board of Directors. Mr. Rittreiser and the Company note that he is not resigning because of any disagreement with the Company on any matter relating to the Company's operations, policies or practices. Mr. Rittreiser was chairman of the Corporate Governance and Nominating Committee a member of the Audit Committee and Compensation Committee and is being replaced by Mr. Xin Li as the chairman of the Corporate Governance and Nominating Committee. The Board of Directors has voted to reduce the number of its members to five (5) and reduce the number of members of each of the Audit Committee, Compensation Committee and Corporate Governance and Nominating Committee to three (3).

ITEM 9.01 Financial Statements And Exhibits.

(a) Not applicable.

(b) Not applicable.

(c) Exhibits. None.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 3, 2009

SMARTHEAT INC.

By:	/s/ Jun Wang
Name:	Jun Wang
Title:	Chairman & Chief Executive Officer