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Shanghai Qingpu Fire-Fighting Equipment Co., Ltd.*
上海青浦消防器材股份有限公司
(a joint stock limited company incorporated in the People's Republic of China)
(Stock Code: 8115)

FIRST QUARTERLY RESULTS ANNOUNCEMENT FOR THE THREE MONTHS ENDED 31 MARCH 2023

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED

GEM has been positioned as a market designed to accommodate small and mid-sized companies to which a higher investment risk may be attached than other companies listed on the Stock Exchange. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration.

Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

This announcement, for which the directors (the “Directors”) of Shanghai Qingpu Fire-Fighting Equipment Co. Ltd (the “Company”, together with its subsidiaries, the “Group”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “GEM Listing Rules”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

* For identification purpose only

QUARTERLY RESULTS (UNAUDITED)

The Board of Directors (the “Board”) of Shanghai Qingpu Fire-Fighting Equipment Co., Ltd. (the “Company”, and together with its subsidiaries, collectively the “Group”) presents the unaudited results of the Group for the three months ended 31 March 2023 (the “Period”) together with the unaudited comparative figures for the corresponding period in 2022, as follows:

		Unaudited	
		Three months ended 31 March	
		2023	2022
	<i>Notes</i>	<i>RMB'000</i>	<i>RMB'000</i>
Revenue	3	15,676	14,783
Cost of sales		(11,872)	(10,602)
Gross profit		3,804	4,181
Other income and gains	3	194	289
Selling and distribution expenses		(619)	(852)
Administrative expenses		(2,253)	(2,090)
Finance cost		(92)	(113)
Profit before tax		1,034	1,415
Income tax credit/(expense)	4	105	(22)
Profit for the period and total comprehensive income for the period		1,139	1,393
Attributable to:			
Owners of the Company		565	510
Non-controlling interests		574	883
		1,139	1,393
Earnings per share attributable to ordinary equity holders of the Company (RMB)	5		
— Basic (cents)		0.30	0.27
— Diluted (cents)		0.30	0.27

Notes:

1. GENERAL

Shanghai Qingpu Fire-Fighting Equipment Factory was transformed into a joint stock limited liability company in the People's Republic of China (the "PRC") on 1 December 2000 and was renamed as Shanghai Qingpu Fire-Fighting Equipment Co., Ltd. ("上海青浦消防器材股份有限公司") (the "Company" together with its subsidiaries, the "Group"). The registered office of the Company is located at No. 1988, Jihe Road, Hua Xin Town, Qingpu District, Shanghai, the PRC and its principal place of business in Hong Kong is situated at Unit 2605, Island Place Tower, 510 King's Road, North Point, Hong Kong.

The Company's H shares are listed on the GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

During the period, the Group was involved in the following principal activities:

- manufacture and sale of pressure vessels (including fire-fighting equipment products and pressure vessels products);
- sales of marine fire-fighting equipment and provision of related installation and inspection services;
- provision of fire technology inspection services;
- manufacture and sales of aquarium products;
- trading of other products; and
- lease of office building and industrial properties.

In the opinion of the directors (the "Directors") of the Company, the Company's immediate holding company is 聯城消防集團股份有限公司 (literally translated as "Liancheng Fire-Fighting Group Joint Stock Co., Ltd.", "Liancheng"), a limited liability company established in the PRC, and the ultimate holding company is 浙江恒泰房地產有限公司 (literally translated as "Zhejiang Hengtai Real Estate Company Limited", "Zhejiang Hengtai"), a limited liability company established in the PRC.

2. PRINCIPAL ACCOUNTING POLICIES

The unaudited condensed consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards ("IFRSs") (which include all International Financial Reporting Standards, International Accounting Standards ("IASs") and Interpretations) promulgated by the International Accounting Standards Board ("IASB"). The condensed consolidated financial statements also comply with the applicable disclosure requirements of the Hong Kong Companies Ordinance and the Rules Governing the Listing of Securities on the GEM (the "GEM Listing Rules") of the Stock Exchange. The financial information has been prepared under the historical convention, except for investment properties and financial assets at fair value through profit or loss, which are measured at fair value.

The unaudited condensed consolidated financial statements for the three months ended 31 March 2023 are unaudited, but have been reviewed by the audit committee of the Company.

The accounting policies adopted are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended 31 December 2022.

The IASB has issued several amendments to IFRSs that are first effective for the current accounting period of the Group. None of these developments has had a material effect on how the Group's results for the current or prior periods have been prepared or presented in this announcement.

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

3. REVENUE, OTHER INCOME AND GAINS

An analysis of the Group's revenue, other income and gains is as follows:

	Unaudited	
	Three months ended	
	31 March	
	2023	2022
	RMB'000	RMB'000
Revenue from contracts with customers		
Sales of pressure vessels	6,158	3,987
Sales of aquarium products	5,207	7,111
Sales of marine fire-fighting equipment	1,666	952
Inspection services fee	860	1,059
	<u>13,891</u>	<u>13,109</u>
Revenue from other sources		
Gross rental income	1,785	1,674
	<u>15,676</u>	<u>14,783</u>
Other income and gains		
Interest income	9	8
Realised gains on financial assets at fair value through profit or loss	87	125
Government grant	94	93
Others	4	63
	<u>194</u>	<u>289</u>
Total revenue, other income and gains	<u>15,870</u>	<u>15,072</u>

4. INCOME TAX CREDIT/(EXPENSE)

No provision for Hong Kong profits tax has been made as the Group had no assessable profits arising in Hong Kong during the three months ended 31 March 2023 (three months ended 31 March 2022: Nil).

According to the Announcement of the State Administration of Taxation on Issues Relating to Implementation of Inclusive Income Tax Relief Policy for Small Low-profit Enterprises, a lower corporate income tax (“CIT”) rate is applicable to small scale enterprises with low profitability that meet certain conditions, pursuant to which, (i) the first RMB1,000,000 of assessable profits (the “1st Assessable Profits”) of these subsidiaries are effective taxable at 5% (i.e. 20% CIT rate on 25% of the 1st Assessable Profits) (three months ended 31 March 2022: 2.5% (i.e. 20% CIT rate on 12.5% of the 1st Assessable Profits)); and (ii) the remaining assessable profits not over RMB3,000,000 (the “Remaining Assessable Profits”) are taxable at 5% (i.e. 20% CIT rate on 25% of the Remaining Assessable Profits) (three months ended 31 March 2022: 5% (i.e. 20% CIT rate on 25% of the Remaining Assessable Profits)). Certain of the Company’s subsidiaries have been designated as a small scale enterprise.

Under the Corporate Income Tax Law, the CIT for other companies in the Group is calculated at a rate of 25% (three months ended 31 March 2022: 25%) on the Group’s estimated assessable profits for the three months ended 31 March 2023.

	Unaudited	
	Three months ended	
	31 March	
	2023	2022
	RMB’000	RMB’000
Current tax — PRC		
Charge for the period	(130)	(22)
Deferred tax	235	—
	<u>105</u>	<u>(22)</u>

5. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

The calculation of the basic earnings per share for the three months ended 31 March 2023 is based on the profit attributable to equity holders of the Company of approximately RMB565,000 (three months ended 31 March 2022: approximately RMB510,000), and on the number of 187,430,000 (31 March 2022: 187,430,000) ordinary shares in issue during the period.

No adjustment has been made to the basic earnings per share amounts for the three months ended 31 March 2023 and 2022 in respect of a dilution as the Group had no potentially dilutive ordinary shares in issue during those periods.

6. DIVIDEND

No dividend was paid or declared by the Company during the three months ended 31 March 2023 (three months ended 31 March 2022: Nil).

7. EQUITY

	Attributable to owners of the Company									Total equity RMB'000
	Paid up capital RMB'000	Share premium RMB'000	Capital reserve RMB'000	Statutory reserve fund RMB'000	Discretionary common reserve fund RMB'000	Asset revaluation reserve RMB'000	Retained profits RMB'000	Total RMB'000	Non-controlling interests RMB'000	
As at 1 January 2023	18,743	10,910	44,149	10,042	1,500	-	50,353	135,697	14,410	150,107
Profit for the period and total comprehensive income for the period	-	-	-	-	-	-	565	565	574	1,139
Fair value of land use right granted by shareholder and non-controlling interests	-	-	248	-	-	-	-	248	212	460
As at 31 March 2023	<u>18,743</u>	<u>10,910</u>	<u>44,397</u>	<u>10,042</u>	<u>1,500</u>	<u>-</u>	<u>50,918</u>	<u>136,510</u>	<u>15,196</u>	<u>151,706</u>
As at 1 January 2022	18,743	10,910	43,655	9,409	1,500	-	45,400	129,617	10,404	140,021
Profit for the period and total comprehensive income for the period	-	-	-	-	-	-	510	510	883	1,393
As at 31 March 2022	<u>18,743</u>	<u>10,910</u>	<u>43,655</u>	<u>9,409</u>	<u>1,500</u>	<u>-</u>	<u>45,910</u>	<u>130,127</u>	<u>11,287</u>	<u>141,414</u>

8. RELATED PARTY TRANSACTIONS

During the three months ended 31 March 2023, the Group provided inspection service to a related company, 上海石化消防工程有限公司 (controlled by a director of Zhejiang Hengtai) (literally translated as “Shanghai Petro-Chemical Fire-fighting Engineering Company Limited”) for inspection service income of approximately RMB3,000 (three months ended 31 March 2022: Nil).

BUSINESS AND FINANCIAL REVIEW

Turnover

For the three months ended 31 March 2023, the Group recorded a turnover of approximately RMB15,676,000 (three months ended 31 March 2022: RMB14,783,000), representing an increase of approximately 6% over the corresponding period of last year mainly due to increase in sales of marine fire-fighting equipment and sales of pressure vessels which is partially offset by decrease in sales of aquarium products.

Gross profit

For the three months ended 31 March 2023, the Group's overall gross profit was approximately RMB3,804,000 (three months ended 31 March 2022: RMB4,181,000). The gross profit ratio excluding gross rental income and related cost, was 18% for the three months ended 31 March 2023 (three months ended 31 March 2022: 19%). The gross profit ratio was stable compared to corresponding period of last year.

Other income and gains

For the three months ended 31 March 2023, the Group's other income and gains decreased to approximately RMB194,000 from RMB289,000, representing a decrease of 33% over the corresponding period of last year. This is mainly because of the decrease in realised gains on financial assets at fair value through profit or loss and utilities expense recharged to tenants.

Selling and distribution expenses

For the three months ended 31 March 2023, the Group's selling and distribution expenses decreased to approximately RMB619,000 from RMB852,000, representing a decrease of 27% over the corresponding period of last year. This is in line with the decrease in sales of aquarium products during the three months ended 31 March 2023.

Administrative expenses

For the three months ended 31 March 2023, the Group's administrative expenses increased to approximately RMB2,253,000 from RMB2,090,000, representing an increase of 8% over the corresponding period of last year. This is mainly because of the increase in general administrative expenses for operation purpose.

Finance costs

For the three months ended 31 March 2023, the Group's finance costs were approximately RMB92,000 (three months 31 March 2022: RMB113,000), mainly representing interest incurred during the three months ended 31 March 2023 for bank borrowings obtained to partially financing the payment of consideration for the acquisition of production plant.

Profit for the period

At a result of the above, for the three months ended 31 March 2023, the Group recorded a profit for the period of approximately RMB1,034,000 (three months ended 31 March 2022: RMB1,393,000).

Income tax credit/(expense)

Pursuant to the relevant PRC tax regulations, the normal Corporate Income Tax ("CIT") rate is 25%.

According to the Announcement of the State Administration of Taxation on Issues Relating to Implementation of Inclusive Income Tax Relief Policy for Small Low-profit Enterprises, a lower corporate income tax ("CIT") rate is applicable to small scale enterprises with low profitability that meet certain conditions, pursuant to which, (i) the first RMB1,000,000 of assessable profits (the "1st Assessable Profits") of these subsidiaries are effective taxable at 5% (i.e. 20% CIT rate on 25% of the 1st Assessable Profits) (three months ended 31 March 2022: 2.5% (i.e. 20% CIT rate on 12.5% of the 1st Assessable Profits)); and (ii) the remaining assessable profits not over RMB3,000,000 (the "Remaining Assessable Profits") are taxable at 5% (i.e. 20% CIT rate on 25% of the Remaining Assessable Profits) (three months ended 31 March 2022: 5% (i.e. 20% CIT rate on 25% of the Remaining Assessable Profits)). Certain of the Company's subsidiaries have been designated as a small scale enterprise.

Tax credit of the Group for the three months ended 31 March 2023 was mainly due to the discharge of deferred tax liabilities.

Non-controlling interests

For the three months ended 31 March 2023, profit for the period attributable to non-controlling interests was approximately RMB574,000 (three months ended 31 March 2022: profit of RMB883,000). The decrease was mainly attributable to the decrease in profits of certain non-wholly-owned subsidiaries for the three months ended 31 March 2023 when compared with three months ended 31 March 2022.

BUSINESS REVIEW

The Group's fire extinguisher products cover three categories, carbon dioxide, water-based, and dry powder. The wide product range offered by the Group can meet the diversified needs of the customers. In addition, the Group's fire extinguishers for non-marine use are granted the Certificate for Product Type Approval by the China Certification Center for Fire Products and its fire extinguishers for marine use are granted the Certificates of Type Approval by the China Classification Society, Shanghai Branch. The Group's pressure cylinders have obtained the manufacture licence in the PRC and they meet the quality standards or requirements of the United States of America and the European Union.

Since the outbreak of COVID-19, the PRC has been actively working to prevent and control its spread. In 2023, most restrictions were lifted, allowing people to travel freely during Chinese New Year. However, some businesses such as transportation companies stopped for holidays earlier than usual, negatively impacting sales of aquarium products for the Period. Despite this setback, the Company was able to achieve positive results during the period because business activities have resumed and picked up since the second half of 2022.

PROSPECT

The Directors are optimistic about the PRC economy's steady recovery from the global COVID-19 outbreak, as restrictions are lifted worldwide. The Company will also carefully consider developing and acquiring profitable enterprises in accordance with relevant laws and regulations to accelerate profitability growth, aiming to become a major player in manufacturing, selling fire-fighting equipment, and providing fire-fighting services in the PRC.

DIRECTORS' AND SUPERVISORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 March 2023, the interests and short positions of the Directors and supervisors of the Company in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the “SFO”)) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the minimum standards of dealing by directors as referred to in Rule 5.46 of the Rules Governing the Listing of Securities on the GEM (the “GEM Listing Rules”), were as follows:

Long positions in shares of the Company

Name	Capacity	Number of shares	Approximate percentage of total issued share capital
Mr. Zhou Jin Hui (Note 1)	Held by controlled corporation	133,170,000	71.05%

Note:

1. Liancheng hold 131,870,000 domestic shares of the Company. Liancheng Fire Protection Group (Hong Kong) Company Limited, a 100% subsidiary of Liancheng, holds 1,300,000 H shares of the Company. Zhejiang Hengtai owns 80% of Liancheng and Mr. Zhou Jin Hui owns 58% of Zhejiang Hengtai. Accordingly, Mr. Zhou Jin Hui is deemed to be interested in 131,870,000 domestic shares and 1,300,000 H shares in the Company.

Liancheng is owned as to 80% by Zhejiang Hengtai and 20% by Mr. Zhou Jin Hui.

Save as disclosed above, as at 31 March 2023, none of the Directors and supervisors of the Company has any interests and short positions in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the minimum standards of dealing by directors as referred to in Rule 5.46 of the GEM Listing Rules.

SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31 March 2023, the following persons (other than the Director and supervisors of the Company) have interests and short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO:

Name	Capacity	Number of shares	Approximate percentage of total registered Share capital
Liancheng Fire-Fighting Group Company Limited (<i>Note 3</i>)	Beneficial owner	131,870,000 (<i>Note 1</i>)	70.36%
	Held by controlled corporation	1,300,000 (<i>Note 2</i>)	0.69%
Zhejiang Hengtai Real Estate Joint Stock Co., Ltd.	Held by controlled corporation	131,870,000 (<i>Note 1</i>)	70.36%
	Held by controlled corporation	1,300,000 (<i>Note 2</i>)	0.69%
Mr. Zhou Jin Hui	Held by controlled corporation	131,870,000 (<i>Note 1</i>)	70.36%
		1,300,000 (<i>Note 2</i>)	0.69%

Notes:

- All represent domestic shares of the Company.
- Liancheng hold 131,870,000 domestic shares of the Company. Liancheng Fire Protection Group (Hong Kong) Company Limited, a wholly-owned subsidiary of Liancheng, holds 1,300,000 H shares of the Company. Zhejiang Hengtai owns 80% of Liancheng. Accordingly, Zhejiang Hengtai is deemed to be interested in 131,870,000 domestic shares and 1,300,000 H shares in the Company.

Liancheng is owned as to 80% by Hengtai and 20% by Mr. Zhou Jin Hui.

- On 12 January 2017, the board of directors of the Company was notified that, an aggregate of 131,870,000 domestic shares of the Company (the "Pledged Shares") held by Liancheng have been pledged in favour of an independent third party (the "Lender") as a security for a loan amount of RMB198,000,000 provided by the Lender to Liancheng (the "2017 Loan"). The Pledged Shares will be released if Liancheng makes a partial repayment amounting to RMB63,000,000 to the Lender. Relevant shares pledge registration procedures have been completed with China Securities Depository and Clearing Corporation Limited. As of 12 January 2017 and the date of this announcement, the Pledged Shares represent approximately 70.36% and 100% of the issued share capital and domestic shares of the Company, respectively.

Save as disclosed above, the Company has not been notified of any other person had relevant interests representing 5 percent or more in the issued shares capital of the Company as at 31 March 2023.

DIRECTORS' AND SUPERVISORS' INTERESTS IN CONTRACTS

To the best knowledge of the Board, save as disclosed in note 8 of this announcement, no contracts of significance in relation to the Company's business to which the Company was a party and in which any persons who were Directors and supervisors of the Company during the three months ended 31 March 2023 had a material interest, whether directly or indirectly, subsisted at 31 March 2023 or at any time during the three months ended 31 March 2023.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the three months ended 31 March 2023, the Company did not purchase, sell or redeem any of the Company's listed securities.

CORPORATE GOVERNANCE

The Company wish to state that it has complied with all code provisions set out in the Code on Corporate Governance Practices contained in the Appendix 15 of the GEM Listing Rules (the "Code") during the period.

(1) Corporate Governance Practices

The Company is committed to promoting good corporate governance, with the objectives of (i) the maintenance of responsible decision making, (ii) the improvement in transparency and disclosure of information to shareholders, (iii) the continuance of respect for the rights of shareholders and the recognition of the legitimate interests of the shareholders, and (iv) the improvement in management of risk and the enhancement of performance by the Company. The Company has applied Appendix 15 of the GEM Listing Rules with these objectives in mind.

(2) Directors' Securities Transactions

The Company has adopted a code of conduct regarding directors' securities transactions on terms no less exacting than the required standard of dealings as set out in Rules 5.48 to 5.67 of the GEM Listing Rules. Having made specific enquiry of the Directors of the Company, all Directors have complied with the required standard of dealings and code of conduct regarding securities transactions by directors.

AUDIT COMMITTEE

The Company has an audit committee (the “Audit Committee”) established with written terms of reference in compliance with GEM Listing Rules. The primary duties of the Audit Committee are to review and supervise the financial reporting process and internal controls of the Group and to provide advice to the Directors of the Company.

The Audit Committee comprises three independent non-executive Directors, namely Mr. Yang Chun Bao, Mr. Wang Guo Zhong and Mr. Song Zi Zhang.

The Audit Committee has reviewed the Group’s unaudited results for the three months ended 31 March 2023 and has provided advice and comments thereon.

By order of the Board
Shanghai Qingpu Fire-Fighting Equipment Co., Ltd.
Zhou Jin Hui
Chairman

Shanghai, 10 May 2023

As at the date of this announcement, the executive Directors are Mr. Zhou Jin Hui, Mr. Shi Hui Xing and Mr. Zhou Guo Ping; and the independent non-executive Directors are Mr. Wang Guo Zhong, Mr. Yang Chun Bao and Mr. Song Zi Zhang.

This announcement, for which the Directors collectively and individually accept full responsibilities, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will be published on the GEM website on the “Latest Company Announcements” page for at least 7 days from the date of publication and on the website of the Company www.shanghaiqingpu.com.