

*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.*



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)**

## **HOLDING ANNOUNCEMENT**

Reference is made to the holding announcements by Shanghai Qingpu Fire-Fighting Equipment Co., Ltd. (the “**Company**”) dated 7 January 2009, 3 February 2009 and 3 March 2009. The board of directors (the “**Board**”) of the Company makes this holding announcement to inform the public of the current status of the Company.

As advised by Liancheng Fire-Fighting Group Company Limited\* (聯城消防集團股份有限公司) (“**Liancheng**” or the “**Offeror**”) and its legal adviser in the People's Republic of China (the “**PRC**”), Liancheng has recently obtained all the required written approvals from relevant PRC government departments for making the unconditional mandatory cash offer (the “**Offer**”) to all the issued shares of the Company not already owned or agreed to be acquired by Liancheng and its concert parties pursuant to Rule 26.1 of the Hong Kong Code on Takeovers and Mergers (the “**Code**”). As at the date of this announcement, the Offeror is in the process of arranging the necessary funding for the Offer to be transferred to Hong Kong. Further announcement(s) setting out details of the Offer will be published as and when appropriate.

Trading in the H shares of the Company (the “**H Shares**”) was suspended with effect from 9:30 a.m. on 21 December 2006 and has remained suspended pending the release of announcement relating to the outstanding financial statements of the Company and the submission of a viable resumption proposal to demonstrate, among other things, to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) that the Company (i) complies with Rule 17.26 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “**GEM Listing Rules**”); (ii) has in place adequate financial reporting system and internal control procedures; (iii) has sufficient working capital for the operation; and (iv) addresses concerns raised by the auditors if any qualification arise from the audit report to seek its approval for the resumption of trading in the H Shares. Further announcement will be made in this regard in compliance with the GEM Listing Rules. Trading in the H Shares will remain suspended until further notice.

By order of the Board  
**Shanghai Qingpu Fire-Fighting Equipment Co., Ltd.\***  
**Wong Kwan Pui**  
*Company Secretary*

Hong Kong, 1 April 2009

*As at the date of this announcement, the Board comprises (i) three executive directors, namely Mr. Jiang Zi Qiang, Mr. Liu Zhu Gen and Mr. Chen Yun; (ii) five non-executive directors, namely Mr. Jiang Zhou, Mr. Li Zheng Li, Mr. Zhao Shu Guang, Mr. Chen Zhen Qiang and Ms. Li Min Zhi and (iii) three independent non-executive directors, namely Mr. Chen Wen Gui, Mr. Yang Chun Bao and Mr. Wang Guo Zhong (altogether, the “**Directors**”).*

*The Directors (save for Mr. Jiang Zi Qiang who was not contactable to give his comment on this announcement prior to its release) collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company in this announcement. The Directors (save for Mr. Jiang Zi Qiang who was not contactable to give his comment on this announcement prior to its release), having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading; (2) there are no other matters the omission of which would make any statement in this announcement misleading; and (3) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable. The Company made various attempts by phone, physical visit or enquired through Mr. Jiang Zi Qiang’s son to contact Mr. Jiang Zi Qiang since November 2007 but failed.*

*This announcement will remain on the “Latest Company Announcement” page of the GEM website for at least 7 days from the date of its publication.*

*\* For identification purpose only*