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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 PRC)  
(Stock Code: 8115)

## **RESIGNATION AND APPOINTMENT OF DIRECTORS**

The board (“Board”) of directors (“Directors”) wishes to announce that Mr. Liu Zhu Gen (“Mr. Liu”) resigned as executive Director with effect from 30 July 2009 due to his other business commitments which requires more of his dedications. Mr. Liu has confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that needs to be brought to the attention of the Shareholders. The Board has accepted the resignation of Mr. Liu with effect from 30 July 2009.

The Board further announces that Mr. Jiang Zi Qiang (“Mr. Jiang”) has tendered a resignation letter dated 23 June 2009 for his resignation as executive Director. In view that Mr. Jiang is not contactable since November 2007, the Board considers that it would be practically difficult for Mr. Jiang to discharge his responsibility as an executive Director and the chairman of the Board. Thus, the Board accepted the resignation of Mr. Jiang as executive Director with effect from 30 July 2009. To the best knowledge of the Board, save for those matters in relation to Jiang’s Loan (as defined in the Composite Document dated 9 June 2009 (the “Composite Documents”)) and the guarantees/securities provided by the Company under the Security Agreements (as defined in the Composite Document), details of which are set out in the Composite Documents, the Directors are not aware of any disagreement with Mr. Jiang, nor any matter relating to his resignation that needs to be brought to the attention of the Shareholders.

The Board is pleased to announce that with effect from 30 July 2009, (i) Mr. Zhou Jin Hui (“Mr. Zhou”), has been appointed as the legal representative of the Company and executive Director; (ii) Mr. Zheng Yi Song (“Mr. Zheng”) and Mr. Hu Jing Hai (“Mr. Hu”) have been appointed as executive Directors; and (iii) Ms. Chai Xiao Fang (“Ms. Chai”) has been appointed as non-executive Director.

Mr. Zhou, aged 39, is the director of Liancheng Fire Protection Group (Hong Kong) Company Limited (“Liancheng HK”), Liancheng Fire-Fighting Group Company Limited\* (聯城消防集團股份有限公司) (“Liancheng”), Zhejiang Hengtai Real Estate Joint Stock Co., Ltd\* (浙江恆泰房地產股份有限公司) (“Hengtai Real Estate”) and Jiangshan Construction Decoration Engineering Ltd.\* (江山市建築裝飾配套工程有限公司) (“Jiangshan Construction”). Liancheng is the beneficial owner of 131,870,000 Domestic Shares and Liancheng HK is the beneficial owner of 1,300,000 H Shares of the Company. Liancheng HK is wholly owned by Liancheng, which is then owned by Hengtai Real Estate and Rao Jun Xi as to 90% and 10% respectively. Hengtai Real Estate is owned by Mr. Zhou as to 58%. By virtue of Mr. Zhou’s indirect interest in the Company, Mr. Zhou is deemed to be interested in the same 131,870,000 Domestic Shares held by Liancheng and 1,300,000 H Shares held by Liancheng HK under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”). Mr. Zhou established Jiangshan Hengtai Real Estate

Co. Ltd.\* (江山市恒泰房地產有限公司) in 1998 which was converted into Zhejiang Hengtai Real Estate Joint Stock Co., Ltd. in 2003. Prior to this, he established Jiangshan Construction Decoration Engineering Ltd.\* (江山市建築裝飾配套工程有限公司) in 1996. Mr. Zhou completed the Business Administration Programme in the International Business University of Beijing (北京國際商務學院) and the training program for senior manager in Tsinghua University. In addition, he holds the degree of Master of Business Administration from the University of Management and Technology, Commonwealth of Virginia, the United States of America.

Mr. Zheng, aged 59, is the deputy general manager of Hengtai Real Estate. Prior to working in Hengtai Real Estate, he has worked in Jiangshan City Water Plant (江山市自來水廠) as factory manager, and in Jiangshan City Guaju Equipment Factory Company Limited\* (江山市蝸居工器廠有限公司) as the general manager. Mr. Zheng completed the training program for senior manager in Tsinghua University in 2007. In addition, he completed a executive training program in Jiangshan Municipal CPC Party School\* (中共江山市委黨校). Mr. Zheng is an assistant engineer and assistant economist as registered under the government of Jiang Shan City.

Mr. Hu, aged 34, is the general manager of Shanghai Petrochemical Firefighting Engineering Co., Ltd.\* (上海石化消防工程有限公司). Prior to this, he was the vice manager of the news center of the website of China Firefighting (中國消防網站新聞中心), the chief editor of the website of China Water Firefighting (中國水上消防網), the executive of the science education committee (科普教育工作委員會) of China Firefighting Association (中國消防協會). Mr. Hu obtained his bachelors degree of sports news (體育新聞) from Shanghai University of Sport (上海體育學院).

Ms. Chai, aged 46, is the financial controller and deputy general manager of Hengtai Real Estate. Ms. Chai completed the training program for senior manager in 2008 and the training program for financial controller in 2006 in Tsinghua University. In addition, she completed the accountancy program in Zhejiang Province Zhonghua Accountancy College\* (浙江省中華會計函授學院), the economic and management program in Hangzhou University (杭州大學), and the law program in China University of Geosciences (中國地質大學).

As at the date of this announcement, Mr. Zhou, Mr. Zheng, Mr. Hu and Ms. Chai (collectively known as the “New Directors”) did not hold any directorship in any publicly listed company in Hong Kong or overseas in the last 3 years.

The Company will enter into service contract with each of the New Directors. The appointment of the New Directors is for an initial term from the effective date of appointment to the date of the next general meeting of the shareholders of the Company (the “General Meeting”). The New Directors will not receive any remuneration until the next General Meeting.

As at the date of this announcement, saved for the interest of Mr. Zhou in the Company as disclosed above, none of the New Directors and their spouse has or is deemed to have, any interest in any shares or underlying shares of the Company within the meaning of Part XV of the SFO.

As at the date of this announcement, save as disclosed above, to the best of knowledge, information and belief of the Board having made reasonable enquiry, (i) the New Directors have not been a director of any other listed company in Hong Kong or overseas in the past 3 years, and had no prior relationship, business or otherwise, with the Company and its subsidiaries (the “Group”); (ii) the New Directors have no relationship with any members of the Board, senior management, management shareholders, substantial shareholders or controlling shareholders of the Company (as respectively defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”)); (iii) the New Directors do not have or are not deemed to have interests in any shares or underlying shares of the Company (within the meaning of Part XV of the SFO); (iv) the New Directors do not hold any other position in the Group; and (v) the New Directors do not have any other major appointments and professional qualifications.

As at the date of this announcement, save as disclosed herein, to the best of knowledge, information and belief of the Board having made reasonable enquiry, the Company considers that there is no information relating the appointment of Mr. Zhou as legal representative of the Company and executive Director, Mr. Zheng and Mr. Hu as executive Directors and Ms. Chai as non-executive Director that is required to be disclosed under Rule 17.50(2) of the GEM Listing Rules, and the New Directors is also not involved in any matters that are required to be disclosed under Rule 17.50(2)(h) to (v) of the GEM Listing Rules, nor any other matters that need to be brought to the attention of the shareholders of the Company.

The Board would like to express its welcome to the New Directors for joining the Board.

By order of the Board  
**Shanghai Qingpu Fire-Fighting Equipment Co., Ltd.\***  
**Li Zheng Li**  
*Director*

Hong Kong, 30 July 2009

*As at the date of this announcement, the executive Directors are Mr. Zhou Jin Hui, Mr. Zheng Yi Song, Mr. Hu Jing Hai, and Mr. Chen Yun, the non-executive Directors are Ms. Chai Xiao Fang, Mr. Jiang Zhou, Mr. Li Zheng Li, Mr. Zhao Shu Guang, Mr. Chen Zhen Qiang and Ms. Li Min Zhi and the independent non-executive Directors are Mr. Chen Wen Gui, Mr. Yang Chun Bao and Mr. Wang Guo Zhong.*

*This announcement, for which the Directors 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. The Directors, 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.*

*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