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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)

HOLDING ANNOUNCEMENT

The board of directors (the “**Board**”) of Shanghai Qingpu Fire-Fighting Equipment Co., Ltd. (the “**Company**”) makes this holding announcement to inform the public of the current status of the Company.

The Board is informed that Liancheng Fire-Fighting Group Company Limited* (聯城消防集團股份有限公司) (“**Liancheng**”), a joint stock limited company incorporated in the People’s Republic of China (“**PRC**”), is interested in approximately 70.36% of the voting right in the Company and therefore is required to make an 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 concerted parties pursuant to Rule 26.1 of the Hong Kong Code on Takeovers and Mergers (the “**Code**”).

As advised by Liancheng and its PRC legal adviser, Liancheng is in the process of obtaining the approvals from relevant PRC government departments, including the Ministry of Commerce, the National Development and Reform Commission and the State Administration of Foreign Exchange, for Liancheng to invest in projects outside the PRC, to set up subsidiaries outside the PRC and to transfer funding from the PRC to Hong Kong for making the Offer, and such approvals are expected to be obtained by the end of January 2009. Further announcement(s) setting out details of the Offer will be published as and when appropriate.

Trading in 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, that the Company (i) complies with Rule 17.26 of 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 the Stock Exchange 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 shares of the Company will remain suspended until further notice.

Disclosure of dealings

The associates of the Company are hereby reminded to disclose their dealings in any securities of the Company under Rule 22 of the Code.

In accordance with Rule 3.8 of the Code, reproduced below is the full text of Note 11 to Rule 22 of the Code:

“Responsibilities of stockbrokers, banks and other intermediaries

Stockbrokers, banks and others who deal in relevant securities on behalf of clients have a general duty to ensure, so far as they are able, that those clients are aware of the disclosure obligations attaching to associates and other persons under Rule 22 and that those clients are willing to comply with them. Principal traders and dealers who deal directly with investors should, in appropriate cases, likewise draw attention to the relevant Rules. However, this does not apply when the total value of dealings (excluding stamp duty and commission) in any relevant security undertaken for a client during any 7 day period is less than \$1 million. This dispensation does not alter the obligation of principals, associates and other persons themselves to initiate disclosure of their own dealings, whatever total value is involved.

Intermediaries are expected to co-operate with the Executive in its dealings enquiries. Therefore, those who deal in relevant securities should appreciate that stockbrokers and other intermediaries will supply the Executive with relevant information as to those dealings, including identities of clients, as part of that co-operation.”

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

Hong Kong, 7 January 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. An application in relation to Rule 9.4 of the Code for the executive’s consent for the exclusion of Mr. Jiang Zi Qiang’s responsibility has been made to the Securities and Future Commission.

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

* For identification purpose only