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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)

**CONDITIONS FOR RESUMPTION OF TRADING IN THE H SHARES OF
THE COMPANY AND FURTHER DELAY IN DESPATCH OF CIRCULAR**

Financial adviser to the Company



Reference is made to the announcement of Shanghai Qingpu Fire-Fighting Equipment Co., Ltd. (the “**Company**”) dated 7 November 2012 (the “**Announcement**”) in relation to, among other things, a very substantial acquisition and connected transaction of the Company and the three announcements of the Company dated 4 December 2012, 31 January 2013 and 12 March 2013 in relation to, among other things, delay in despatch of circular and extension of long stop date in relation to the Sale and Purchase Agreement. Reference is also made to the announcement of the Company dated 26 March 2010. Capitalised terms used herein shall have the same meanings as those defined in the Announcement, unless otherwise specified.

As mentioned in the announcement of the Company dated 26 March 2010, the Stock Exchange proposed to exercise its right to cancel the listing of the H shares of the Company on the Stock Exchange under the GEM Listing Rule 9.14 and had served a notice on 26 February 2010 to the Company giving a period of six months for the submission of a viable resumption proposal to the Stock Exchange.

On 10 August 2010, the Company submitted a proposal for resumption of trading of the H Shares (the “**Proposal**”) to the Stock Exchange and subsequently made further submissions and amendments to the Proposal. By a letter dated 22 March 2013 (the “**Letter**”), the Stock Exchange informed the Company that the GEM Listing Committee (the “**Committee**”) has decided to allow the Company to proceed with the Proposal submitted by the Company dated 18 March 2013 subject to satisfying the following conditions by 31 July 2013:

- (1) completion of the acquisition of Shanghai Anchor Pressure Vessel (Group) Co., Ltd.; and
- (2) inclusion in the shareholder circular:
 - (a) a profit forecast of the enlarged Group for the year ending 31 December 2013 together with reports from its auditors and financial adviser under paragraph 29(2) of Appendix 1b of the GEM Listing Rules; and

- (b) a pro forma balance sheet of the enlarged Group upon completion of the Proposal and a comfort letter from its auditors under GEM Listing Rule 7.31.

In the Letter, the Company was also informed that the Company should also comply with the GEM Listing Rules and the Committee may modify the resumption conditions if the Company's situation changes.

As mentioned in the announcement of the Company dated 31 January 2013, the despatch of the Circular was further postponed to a date falling on or before 28 March 2013. As additional time is required to finalise certain information to be included in the Circular, it is expected that the date of despatch of the Circular will be further postponed to a date falling on or before 31 May 2013.

Shareholders and potential investors should note that the Acquisition is conditional upon fulfillment (or waiver thereof, where applicable) of the Conditions Precedent. Accordingly, the Acquisition may or may not proceed. The release of this announcement does not necessarily indicate the H Shares will be resumed for trading.

Dealing in the H Shares has been suspended since 21 December 2006 and please refer to the Company's announcement dated 26 March 2010 for details.

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

Hong Kong, 25 March 2013

As at the date of this announcement, the executive Directors are Mr Zhou Jin Hui, Mr Gong Xu Lin and Mr Shen Jian Zhong; the non-executive Directors are Ms Chai Xiao Fang and Ms Wang Xiang; and the independent non-executive Directors are Mr Wang Guo Zhong, Mr Yang Chun Bao and Mr Zhang Cheng Ying.

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 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 Announcement" for at least 7 days from the date of publication.

* *for identification purposes only*