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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)**

**COMPLETION OF VERY SUBSTANTIAL ACQUISITION AND  
CONNECTED TRANSACTION IN RELATION TO  
THE ACQUISITION OF THE TARGET EQUITY INTEREST AND  
THE AMENDMENTS TO THE ARTICLES**

Reference is made to the announcements of Shanghai Qingpu Fire-Fighting Equipment Co., Ltd. (the “**Company**”) dated 8 December 2024, 30 May 2025, 5 June 2025 and 30 June 2025 (the “**Announcements**”) and the supplemental circular of the Company (the “**Circular**”) dated 30 May 2025 in relation to, among other things, the Acquisition, the issue of the Consideration Shares and the Convertible Bond and the grant of the Specific Mandates. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements and the Circular.

**COMPLETION OF THE ACQUISITION**

The Company is pleased to announce that all the conditions precedent as set out in the Sale and Purchase Agreement have been fulfilled and the Completion took place on 5 January 2026 as agreed by the Vendor and the Purchaser in writing. Upon the Completion, the Group will be interested in the entire equity interests of the Target Group, which will become wholly-owned subsidiaries of the Company and accordingly, the financial results of the Target Group will be consolidated into the accounts of the Company.

According to the Sale and Purchase Agreement, after the Completion, the Company will pay (i) RMB28 million by the allotment and issue of 28,000,000 Consideration Shares to Liancheng Fire Protection Group (Hong Kong) Company Limited (“**Liancheng (HK)**”) as the nominee of the Vendor; (ii) RMB85 million by the issue of the Convertible Bond to Liancheng (HK) as the nominee of the Vendor; and (iii) the remaining RMB87 million by cash. On 5 January 2026, the Company has allotted and issued 28,000,000 Consideration Shares and the Convertible Bond to Liancheng (HK) as the nominee of the Vendor.

\* For identification purposes only

## EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY AFTER THE COMPLETION AND IMMEDIATELY UPON FULL CONVERSION OF THE CONVERTIBLE BOND

Set out below is the shareholding structure of the Company: (i) before the Completion; (ii) after the Completion; and (iii) immediately upon full conversion of the Convertible Bond for illustration purpose (assuming that there will be no change in the issued share capital of the Company from the date of the Completion and up to the date of full conversion of the Convertible Bond other than the issue of the Consideration Shares and the Conversion Shares):

Shareholders	Before the Completion		After the Completion		After the Completion and immediately upon full conversion of the Convertible Bond <sup>Note (1)</sup>	
	Approximate Percentage of the total Shares of all classes in issue	Number of Shares	Approximate Percentage of the total Shares of all classes in issue	Number of Shares	Approximate Percentage of the total Shares of all classes in issue	Number of Shares
<b>H Shares</b>						
Liancheng (HK) <sup>Note (2)</sup>	0.7%	1,300,000	13.6%	29,300,000	38.0%	114,300,000
Public holders of H Shares	28.9%	54,260,000	25.2%	54,260,000	18.1%	54,260,000
<b>Total H Shares</b>	29.6%	55,560,000	38.8%	83,560,000	56.1%	168,560,000
<b>Domestic Shares</b>						
Liancheng	70.4%	131,870,000	61.2%	131,870,000	43.9%	131,870,000
<b>Total Shares</b>	100.0%	187,430,000	100.0%	215,430,000	100.0%	300,430,000

Notes:

- (1) Such shareholding structure is for illustration purpose only. The exercise of the conversion rights under the Convertible Bond by the Vendor or its nominee(s) shall be subject to the terms and conditions of the Convertible Bond, including that the Bondholder shall not exercise any conversion rights to such an extent that results or will result in less than 25% or the minimum prescribed percentage of the Shares as set out in the GEM Listing Rules would be held by the public immediately after the relevant exercise of the conversion rights. For details, please see the sub-section headed “Conversion rights” under the section headed “Issue of the Convertible Bond under Specific Mandate B” in the Circular.
- (2) Liancheng (HK) is a 100% subsidiary of Liancheng. Liancheng Qingda Fire Technology Group Co., Ltd.\* (聯城清大消防科技集團股份有限公司) (previously known as Zhejiang Hengtai Real Estate Joint Stock Co., Ltd.\* (浙江恒泰房地產股份有限公司)) (“**Liancheng Qingda**”) owns 80% of Liancheng and Mr. Zhou owns 58% of Liancheng Qingda. Accordingly, Liancheng, Liancheng Qingda and Mr. Zhou were deemed to be interested in H shares in the Company held by Liancheng (HK).

## CHANGE OF REGISTERED CAPITAL AND THE AMENDMENTS TO THE ARTICLES

References are made to the Announcements and Circular pursuant to which a special resolution (the “**Special Resolution**”) was passed to grant the authority to the Board to, among other things, make corresponding amendments to the articles of association of the Company (the “**Articles**”) to increase the total number of Shares and the amount of the registered capital of the Company as necessitated by and consequent on the allotment and issuance of the Consideration Shares pursuant to the Specific Mandate A.

On 5 January 2026, the Company has issued 28,000,000 Consideration Shares and the Convertible Bond to Liancheng (HK) as the nominee of the Vendor. Subsequent to the issuance of the Consideration Shares, the registered capital of the Company has been changed from RMB18,743,000 to RMB21,543,000 and the total number of issued Shares has been changed from 187,430,000 to 215,430,000.

According to the Special Resolution, the Board resolved on 4 January 2026 to amend the relevant provisions of the Articles to reflect the latest registered capital resulting from the issuance of the Consideration Shares. The specific details for the amendments to the Articles are as follows:

Original Articles	Amended Articles
<b>Article 21</b> The registered capital of the Company shall be Renminbi 18,743,000, the data registered with Shanghai Industrial and Commercial Administrative Management Bureau shall be the standard data.	<b>Article 21</b> The registered capital of the Company shall be Renminbi <del>18,743,000</del> <u>21,543,000</u> , the data registered with Shanghai <del>Industrial and Commercial Administrative Management Bureau</del> <u>Municipal Administration for Market Regulation</u> shall be the standard data.

The full text of the amended Articles will be published on the website of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.shanghaiqingpu.com](http://www.shanghaiqingpu.com)).

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

Hong Kong, 5 January 2026

*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, Ms. Zhu Yi Juan and Mr. Song Zi Zhang.*

*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 remain on the “Latest Company Announcements” page of GEM website at [www.hkgem.com](http://www.hkgem.com) for at least 7 days from the date of its posting and on the website of the Company at [www.shanghaiqingpu.com](http://www.shanghaiqingpu.com).*