



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)

**Form of proxy for use at Annual General Meeting  
 To be held on 28 June 2013 or any adjournment thereof**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of \_\_\_\_\_ shares <sup>(Note 2)</sup> of RMB0.10 each in the share capital  
 of the above-named Company (the "Company"), **HEREBY APPOINT THE CHAIRMAN OF THE MEETING** <sup>(Note 3)</sup>  
 or \_\_\_\_\_  
 of \_\_\_\_\_  
 and/or \_\_\_\_\_  
 of \_\_\_\_\_  
 as my/our proxy to attend at the Annual General Meeting of the Company (the "Meeting") to be held at No. 1988, Jihe Road,  
 Hua Xin Town, Qingpu District, Shanghai, the PRC on Friday 28 June 2013 at 3:00 p.m. and at any adjournment thereof for the  
 purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the said Meeting and at  
 such Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated  
 below <sup>(Note 4)</sup>.

RESOLUTIONS		FOR	AGAINST
1.	To adopt the audited Financial Statements and Reports of the Directors and the Auditors for the year ended 31 December 2012.		
2.	To re-appoint Ascenda Cachet CPA Limited as Auditors for the ensuring year and authorize the Board of Directors to fix their remuneration.		
3.	To give a general mandate to the Directors to issue, allot and dealt with additional shares not exceeding 20% of the issued share capital of the Company at the date of passing this resolution.		
4.	To give a general mandate to the Directors to repurchase shares not exceeding 10% of the total nominal amount of the issued share capital of the Company at the date of passing this resolution.		
5.	To extend the general mandate granted to the Directors to issue shares by adding the number of shares repurchased by the Company pursuant to the passing of the Resolution 4.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2013

Signature <sup>(Note 5)</sup> \_\_\_\_\_

**Notes:**

- Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares of the Company registered in your name(s).
- If any proxy other than the Chairman is preferred, strike out "**THE CHAIRMAN OF THE MEETING**" here inserted and insert the name and address of the proxy desired in the space provided. A member of the Company who is the holder of two or more shares may appoint more than one proxy to attend and vote on his behalf at the Meeting provided if more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each proxy is so appointed. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS PROXY, ANY ALTERNATION MADE TO THIS FORM MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "FOR", IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOXES MARKED "AGAINST"**. Failure to complete any or all of the boxes will entitle your proxy to cast his vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those referred to in the notice convening the Meeting.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer, attorney or other person authorised to sign the same.
- On a show of hands every member of the Company present in person or by proxy or being a corporation, is present by its duly authorised representative, shall have one vote and on a poll every member of the Company present in person or by proxy or, in the case of a member of the Company being a corporation, by its duly authorised representative, shall have one vote for every fully paid share for which he is the holder.
- In the case of joint holders the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) and for this purpose seniority will be determined by the order in which the names stand in the Register of Members.
- To be valid, this form of proxy together with the power of attorney (if any) or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited to the Secretary of the Company at the Company's principal place of business at the Company's office at Unit 2605, Island place Tower, 510 King's Road, North Point, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent you.
- Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the Meeting if you so wish and in such event, the instrument appointing a proxy shall be deemed to be revoked

\* For identification purpose only