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## China Fire Safety Enterprise Group Limited

中國消防企業集團有限公司

(Stock code: 445)

## **DESPATCH OF CIRCULAR IN RELATION TO**

## (1) VERY SUBSTANTIAL ACQUISITION, CONNECTED TRANSACTION AND SPECIAL DEAL (2) PROPOSED ISSUE OF CONSIDERATION SHARES, CONVERTIBLE BONDS AND SUBSCRIPTION SHARES UNDER SPECIFIC MANDATE (3) PROPOSED INCREASE OF AUTHORIZED CAPITAL AND (4) APPLICATION FOR WHITEWASH WAIVER

Reference is made to (i) the joint announcement of China Fire Safety Enterprise Group Limited (the "**Company**") and China International Marine Containers (Group) Co., Ltd. dated 4 December 2017 (the "**Joint Announcement**"); (ii) the announcement of the Company dated 6 February 2018 in relation to the Subscription (the "**Subscription Announcement**"); and (iii) the announcements of the Company dated 27 December 2017, 25 January 2018 and 14 February 2018, respectively, in relation to the delay in despatch of the Circular. Unless the context requires otherwise, terms used herein shall have the same meanings as those defined in the Joint Announcement and the Subscription Announcement.

The circular (the "**Circular**") containing, among other things, (i) further details of the Proposed Acquisitions, the proposed increase in authorized capital of the Company, the Specific Mandate, the Whitewash Waiver and the Special Deal; (ii) a letter from the CFE Independent Board Committee to the independent CFE Shareholders containing its recommendation in respect of the Proposed Acquisitions, the Subscription and the Specific Mandate; (iii) a letter from the CFE Whitewash Waiver Board Committee to the independent CFE Shareholders containing its recommendation in respect of the Whitewash Waiver Board Committee to the independent CFE Shareholders containing its recommendation in respect of the Special Deal; and (iv) a letter from the CFE Independent Financial Adviser to the CFE Independent Board Committee, the CFE Whitewash

Waiver Board Committee and the independent CFE Shareholders containing its recommendation in respect of the Proposed Acquisitions, the Subscription, the Specific Mandate, the Whitewash Waiver and the Special Deal, was despatched to the CFE Shareholders on 15 March 2018.

CFE Shareholders are advised to read the Circular carefully, in particular the letter from the Board, the letter from the CFE Independent Board Committee to the Independent CFE Shareholders, the letter from the CFE Whitewash Waiver Board Committee to the Independent CFE Shareholders, the letter of advice from the CFE Independent Financial Advisor and the additional information set out in the appendices to the Circular.

The Board strongly advises the Independent CFE Shareholders to read each of these letters and the appendices before reaching a decision in respect of the resolutions to be proposed at the EGM to be convened and held at Falcon Room II, Basement, Gloucester Luk Kwok Hong Kong, 72 Gloucester Road, Wanchai, Hong Kong at 3:00 p.m. on 11 April 2018 (Wednesday).

WARNING: The Proposed Acquisitions and the Subscription are conditional upon the relevant conditions precedent being fulfilled (or waived, as the case may be) and may or may not proceed. In particular, the Executive may or may not grant the Whitewash Waiver. If the Whitewash Waiver is not granted by the Executive or is not approved by the CFE Independent Shareholders by way of poll, the Sale and Purchase Agreements will lapse and the Proposed Acquisitions and the Subscription will not proceed. Accordingly, the CFE Shareholders and prospective investors are reminded to exercise caution when trading in the securities of the Company.

> By order of the Board China Fire Safety Enterprise Group Limited Li Ching Wah Company Secretary

Hong Kong, 15 March 2018

As at the date of this announcement, the Directors are as follows:

Dr. Li Yin Hui	Chairman and Non-executive Director
Mr. Jiang Xiong	Honorary Chairman and Executive Director
Mr. Zheng Zu Hua	Executive Director
Mr. Luan You Jun	Executive Director
Mr. Yu Yu Qun	Non-executive Director
Mr. Robert Johnson	Non-executive Director
Dr. Loke Yu	Independent non-executive Director
Mr. Heng Ja Wei	Independent non-executive Director
Mr. Ho Man	Independent non-executive Director

All the Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.