

---

**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

---

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this circular, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

**If you are in doubt** as to any aspect of this circular or as to the action you should take, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in A-S China Plumbing Products Limited, you should at once hand this circular and the enclosed proxy form to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

---

# **ASPPL**

## **A-S China Plumbing Products Limited**

*(Incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 8262)

### **PROPOSED RE-ELECTION OF DIRECTORS, PROPOSED CHANGE OF AUDITORS AND NOTICE OF ANNUAL GENERAL MEETING**

---

The notice of the annual general meeting of A-S China Plumbing Products Limited to be held at City Garden Hotel, 9 City Garden Road, North Point, Hong Kong on 30 June 2008 at 9:00 a.m. is set out in Appendix II to this circular.

Whether or not you are able to attend the annual general meeting in person, please complete the enclosed proxy form in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the annual general meeting or any adjourned meeting. Completion and return of the proxy form will not preclude you from attending and voting at the annual general meeting or any adjourned meeting thereof should you so wish.

This circular will remain on the "Latest Company Announcements" page of the Growth Enterprise Market website at <http://www.hkgem.com> for at least 7 days from the date of its posting and on the website of A-S China Plumbing Products Limited at <http://www.asppl.com>.

---

## CHARACTERISTICS OF GEM

---

GEM has been established as a market designed to accommodate companies to which a high investment risk may be attached. In particular, companies may list on GEM with neither a track record of profitability nor any obligation to forecast future profitability. Furthermore, there may be risks arising out the emerging nature of companies listed on GEM and the business sectors or countries in which the companies operate. Prospective investors should be aware of the potential risks of investing in such companies and should make the decision to invest only after due and careful consideration. The greater risk profile and other characteristics of GEM mean that it is a market more suited to professional and other sophisticated investors.

Given the emerging nature of companies listed on GEM, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board of the Stock Exchange and no assurance is given that there will be a liquid market in securities traded on GEM.

The principal means of information dissemination on GEM is publication on the internet website operated by the Stock Exchange. GEM-listed companies are not generally required to issue paid announcements in gazette newspapers. Accordingly, prospective investors should note that they need to have access to the GEM website at <http://www.hkgem.com> in order to obtain up-to-date information on GEM-listed issuers.

---

## CONTENTS

---

	<i>Page</i>
<b>Definitions</b> .....	1
<b>Letter from the Board</b>	
A. Introduction .....	3
B. Proposed Re-election of Directors .....	4
C. Proposed Change of Auditors .....	4
D. Annual General Meeting .....	4
E. Procedures for Demanding a Poll .....	5
F. Recommendation .....	5
G. Responsibility Statement .....	6
<b>Appendix I – Biographical Details of Directors</b> .....	7
<b>Appendix II – Notice of Annual General Meeting</b> .....	13

---

## DEFINITIONS

---

In this circular, unless the context states otherwise, the following expressions have the following meanings:

“AGM”	the annual general meeting of the Company to be held at City Garden Hotel, 9 City Garden Road, North Point, Hong Kong on 30 June 2008 at 9:00 a.m.
“Articles of Association”	the articles of association of the Company
“Auditors”	the auditors of the Company
“Board”	the board of Directors
“Company”	A-S China Plumbing Products Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on GEM (Stock code : 8262)
“Director(s)”	the director(s) of the Company
“EY”	Messrs. Ernst & Young
“GEM”	the Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Ideal Standard”	Ideal Standard International TopCo (BC) Luxco S.C.A., the Company’s ultimate holding company
“Latest Practicable Date”	29 May 2008, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular
“Notice of AGM”	the notice dated 6 June 2008 convening the AGM as set out in Appendix II to this circular
“PwC”	Messrs. PricewaterhouseCoopers
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

---

## DEFINITIONS

---

“Share(s)”	ordinary share(s) of US\$0.01 each in the share capital of the Company
“Shareholder(s)”	registered holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States Dollars, the lawful currency of the United States of America

---

LETTER FROM THE BOARD

---

# ASPPL

## A-S China Plumbing Products Limited

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8262)**

*Board of Directors:*

*Acting Chairman and Executive Director:*

Mr. Ye Zhi Mao, Jason

*Executive Directors:*

Mr. Gao Jin Min

Ms. Chen Rong Fang

Mr. Wang Gang

Mr. Yang Xiong

*Non-executive Director:*

Mr. Peter James O'Donnell

*Independent non-executive Directors:*

Mr. Chang Sze-Ming, Sydney

Mr. Ho Tse-Wah, Dean

Mr. Wong Kin Chi

*Registered office:*

P.O. Box 309 GT

Ugland House

South Church Street

Grand Cayman

Cayman Islands

*Principal place of business*

*in Hong Kong:*

Suite 3703,

Office Tower Langham Place

8 Argyle Street, Mongkok

Kowloon

Hong Kong

6 June 2008

*To the Shareholders:*

Dear Sir or Madam,

**PROPOSED RE-ELECTION OF DIRECTORS,  
PROPOSED CHANGE OF AUDITORS  
AND  
NOTICE OF ANNUAL GENERAL MEETING**

**A. INTRODUCTION**

The purpose of this circular is to provide you with information regarding certain resolutions to be proposed at the AGM. These include (i) ordinary resolutions relating to the proposed re-election of the Directors; and (ii) an ordinary resolution relating to the proposed appointment of PwC as the Auditors.

---

## LETTER FROM THE BOARD

---

### **B. PROPOSED RE-ELECTION OF DIRECTORS**

In accordance with Article 116 of the Articles of Association, Mr. Ye Zhi Mao, Jason, Mr. Gao Jin Min, Mr. Peter James O'Donnell, Mr. Chang Sze-Ming, Sydney, Mr. Ho Tse-Wah, Dean and Mr. Wong Kin Chi shall retire from their offices at the AGM and shall be eligible for re-election at the AGM.

In accordance with Article 99 of the Articles of Association, Ms. Chen Rong Fang, Mr. Wang Gang and Mr. Yang Xiong, who were appointed by the Board with effect from 27 July 2007, 13 March 2008 and 4 June 2008 respectively, shall hold office until the AGM and shall then be eligible for re-election at the AGM.

At the AGM, ordinary resolutions will be proposed to the Shareholders to re-elect Mr. Ye Zhi Mao, Jason, Mr. Gao Jin Min, Ms. Chen Rong Fang, Mr. Wang Gang and Mr. Yang Xiong as executive Directors; Mr. Peter James O'Donnell as non-executive Director; and Mr. Chang Sze-Ming, Sydney, Mr. Ho Tse-Wah, Dean and Mr. Wong Kin Chi as independent non-executive Directors.

Biographical details of the aforesaid Directors as required to be disclosed under the GEM Listing Rules are set out in Appendix I to this circular.

### **C. PROPOSED CHANGE OF AUDITORS**

On 4 June 2008, the Board announced that an ordinary resolution will be proposed to the Shareholders at the AGM to appoint PwC as the Auditors following the retirement of EY as the Auditors at the conclusion of the AGM.

The reason for the proposed change of the Auditors is that PwC are also the auditors of Ideal Standard, the Company's ultimate holding company. The Board believes that by using the same auditors as Ideal Standard, the Company can streamline the audit process.

EY have confirmed to the Board in writing on 30 May 2008 that there are no circumstances connected with the proposed change of Auditors that need to be brought to the attention of the Shareholders. The Board also confirms that there are no matters in connection with the proposed change of Auditors that need to be brought to the attention of the Shareholders. EY have completed the audit work on the financial statements of the Company for the year ended 31 December 2007 and have not yet commenced any audit work for the financial year ending 31 December 2008.

### **D. ANNUAL GENERAL MEETING**

A notice of the AGM to be held at City Garden Hotel, 9 City Garden Road, North Point, Hong Kong on 30 June 2008 at 9:00 a.m. is set out in Appendix II to this circular.

---

## LETTER FROM THE BOARD

---

A proxy form for the AGM is enclosed with this circular. Whether or not you are able to attend the AGM in person, please complete the enclosed proxy form in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as possible, and in any event not less than 48 hours before the time appointed for the holding of the AGM or any adjourned meeting. Completion and return of the proxy form will not preclude you from attending and voting at the AGM or any adjourned meeting thereof should you so wish.

### **E. PROCEDURES FOR DEMANDING A POLL**

In accordance with Article 80 of the Articles of Association, a resolution put to the vote of the AGM shall be decided on a show of hands unless (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is duly demanded. A poll may be demanded by:

- (a) the chairman of the AGM; or
- (b) at least five Shareholders present in person or by proxy and entitled to vote or who represent in the aggregate not less than one-tenth of the total voting rights of all Shareholders having the right to attend and vote at the AGM; or
- (c) any Shareholder or Shareholders present in person or by proxy and holding shares conferring a right to attend and vote at the AGM on which there have been paid up sums in the aggregate equal to not less than one-tenth of the total sum paid up on all shares conferring that right.

Unless a poll is so demanded and not withdrawn, a declaration by the chairman of the AGM that a resolution has on a show of hands been carried, or carried unanimously, or by a particular majority, or lost, and an entry to that effect in the Company's book containing the minutes of proceedings of meetings of the Company shall be conclusive evidence of that fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

### **F. RECOMMENDATION**

The Directors consider that the proposed resolutions as set out in the Notice of AGM are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of these proposed resolutions.



---

## LETTER FROM THE BOARD

---

### G. RESPONSIBILITY STATEMENT

This circular, 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:

- (i) the information contained in this circular is accurate and complete in all material respects and not misleading;
- (ii) there are no other matters the omission of which would make any statement in this circular misleading; and
- (iii) all opinions expressed in this circular have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

Yours faithfully,  
By order of the Board  
**Ye Zhi Mao, Jason**  
*Acting Chairman and Executive Director*

*The following are the particulars of the Directors proposed to be re-elected at the AGM:*

#### EXECUTIVE DIRECTORS

**Mr. Ye Zhi Mao, Jason**, aged 40, is the acting chairman of the Board, an executive Director, the acting general manager, the compliance officer and an authorized representative of the Company. Mr. Ye joined the Company in August 2004 as the chief financial officer and has been appointed as an executive Director with effect from 17 February 2005. Prior to this, he worked at Siemens Business Communication Systems Ltd., AlliedSignal (China) Ltd. as a finance manager and finally at Wall's (China) Ltd. as a finance director. Mr. Ye graduated from the Shanghai University of Finance and Economics with a bachelor's degree in economics and holds an EMBA degree from China Europe International Business School. Save as disclosed above, Mr. Ye does not hold any other positions with the Company or its subsidiaries.

Mr. Ye has not entered into a service contract with the Company. He has not been appointed for a specific term but will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Ye will not be entitled to any director's emoluments for the year 2008.

Save as disclosed above, Mr. Ye has not held any directorships in other listed public companies in the last three years nor does he hold any other major appointments. Mr. Ye does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Ye does not have any interests in the Shares within the meaning of Part XV of the SFO.

**Ms. Chen Rong Fang**, aged 32, is an executive Director, the qualified accountant, the company secretary and an authorized representative of the Company. She joined the Company in May 2002 as the finance manager and has been appointed as an executive Director with effect from 27 July 2007. Prior to this, she worked with an international accounting firm. Ms. Chen graduated from Shanghai International Studies University with a bachelor's degree in economics. Ms. Chen is a member of the Chinese Institute of Certified Public Accountants and a fellow member of the Association of Chartered Certified Accountants. Save as disclosed above, Ms. Chen does not hold any other positions with the Company or its subsidiaries.

Ms. Chen has not entered into a service contract with the Company. She has not been appointed for a specific term. In accordance with the Articles of Association, Ms. Chen shall hold office until, and shall then be eligible for re-election at, the AGM. Ms. Chen will not be entitled to any director's emoluments for the year 2008.

Save as disclosed above, Ms. Chen has not held any directorships in other listed public companies in the last 3 years nor does she hold any other major appointments. Ms. Chen does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Ms. Chen does not have any interests in the Shares within the meaning of Part XV of the SFO.

**Mr. Gao Jin Min**, aged 47, is an executive Director. He joined the Company in December 2006 as general manager of Bath and Kitchen China and has been appointed as an executive Director with effect from 4 May 2007. Prior to this, he worked at Meilin Group as MIS manager; Wyan Electronic System Ltd. DVS (U.S.), Hyundai (South Korea), AHTV (China ) JV as marketing manager; Motorola – Panda JV Nanjing Power Computer Ltd. as marketing manager; Siemens Ltd. China (SLC) as regional general manager; and finally at Sunshine 100 Real Estate Group as chief operation officer. Mr. Gao graduated from the University of Science and Technology of China with a master degree in modal analysis and before that, he graduated from the National University of Defense Technology China with a bachelor degree in applied mechanics. Save as disclosed above, Mr. Gao does not hold any other positions with the Company or its subsidiaries.

Mr. Gao has not entered into a service contract with the Company. He has not been appointed for a specific term but will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Gao will not be entitled to any director's emoluments for the year 2008.

Save as disclosed above, Mr. Gao has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Mr. Gao does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Gao does not have any interests in the Shares within the meaning of Part XV of the SFO.

**Mr. Wang Gang**, aged 41, is an executive Director. He joined the Group as a laboratory supervisor in 1993 and has been appointed as an executive Director with effect from 13 March 2008. Prior to this, he worked as a ceramic engineer in a tile factory in the mainland China. Mr. Wang holds a bachelor degree in engineering, majoring in inorganic non-metal materials, from Shanghai University and holds a MBA degree from Maastricht School of Management, the Netherlands. Mr. Wang has over 18 years of experience in ceramic manufacturing, and has a strong background on operation management, cost control and staff training in the areas of management, leadership and team-building skills and career development. Mr. Wang is currently a director of A-S (Shanghai) Pottery Co., Ltd., A-S (Tianjin) Pottery Co., Ltd. and Hua Mei Sanitary Ware Co., Ltd., which are subsidiaries of the Company, and the operation leader of three ceramic plants in the mainland China owned by A-S (Shanghai) Pottery Co., Ltd., A-S (Tianjin) Pottery Co., Ltd. and Hua Mei Sanitary Ware Co., Ltd., respectively. Save as disclosed above, Mr. Wang does not hold any other positions with the Company or its subsidiaries.

Mr. Wang has not entered into a service contract with the Company. He has not been appointed for a specific term. Mr. Wang will not be entitled to any director's emoluments for the year 2008. In accordance with the Articles of Association, Mr. Wang shall hold office until, and shall then be eligible for re-election at, the AGM.

Save as disclosed above, Mr. Wang has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Mr. Wang does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Wang does not have any interests in the Shares within the meaning of Part XV of the SFO.

**Mr. Yang Xiong**, aged 39, has been appointed as an executive Director with effect from 4 June 2008. Prior to his joining of the Group in June 2004, he was a plant manager of Honeywell (Kaiping) Industrial Polymers Co., Ltd.. In June 2004, he joined the Group as, and is currently still, the operation leader of the fittings and tubs operations of A-S (China) Co. Limited, a subsidiary of the Company. Mr. Yang is currently a director of A-S (Guangzhou) Enamelware Company Limited and A-S (Jiangmen) Fittings Co., Ltd., which are subsidiaries of the Company. Mr. Yang holds a bachelor degree in chemical engineering, majoring in polymer, from the Nanjing University of Technology. In 2002, he was awarded with a diploma in management program by the China Europe International Business School. Mr. Yang has over 17 years of experience in operation management, and has a strong background on cost control and staff training in the areas of management, leadership and team-building skills and career development. Save as disclosed above, Mr. Yang does not hold any other positions with the Company or its subsidiaries.

Mr. Yang has not entered into any service contract with the Company. He has not been appointed for a specific term. In accordance with the Articles of Association, Mr. Yang shall hold office until, and shall then be eligible for re-election at, the AGM. Mr. Yang will not be entitled to any director's emoluments for the year 2008.

Saved as disclosed above, Mr. Yang has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Mr. Yang does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Yang does not have any interests in the Shares within the meaning of Part XV of the SFO.

#### **NON-EXECUTIVE DIRECTOR**

**Mr. Peter James O'Donnell**, aged 46, has been appointed as a non-executive Director with effect from 11 May 2005. He currently serves as the managing director of UCL Asia Limited. The private equity investments in Asia of General Oriental Investments Limited, an initial management shareholder of the Company, are managed by UCL Asia Management Services, L.P., an affiliate of UCL Asia Limited. Prior to joining UCL Asia Limited, Mr. O'Donnell served as a director of General Oriental Investments (HK) Ltd.. Prior to this, he served as a vice-president of Bankers Trust Company in both New York and Hong Kong. From 1 January 1999 to 30 December 2006, he was a director of Noble Group Limited, whose shares are listed on the Singapore Exchange. Mr. O'Donnell also serves as a non-executive director of Singer Sri Lanka Ltd., and Singer Pakistan Ltd. Mr. O'Donnell holds BA and MBA degrees from Harvard University in the United States of America. Save as disclosed above, Mr. O'Donnell does not hold any other positions with the Company or its subsidiaries.

Mr. O'Donnell has not entered into a service contract with the Company. He has not been appointed for a specific term but will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. O'Donnell's director's emoluments for the year beginning July 2008 is fixed at US\$30,000 per annum, which is determined with reference to his duties, the estimated time to be spent by him on the Company's matters and the market conditions.

Save as disclosed above, Mr. O'Donnell has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Save and except for the relationship with General Oriental Investments Limited as disclosed above, Mr. O'Donnell does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. O'Donnell does not have any interests in the Shares within the meaning of Part XV of the SFO.

#### **INDEPENDENT NON-EXECUTIVE DIRECTORS**

**Mr. Chang Sze-Ming, Sydney**, aged 65, has been appointed as an independent non-executive Director with effect from 19 June 2003. He is the general manager of South Sphere Consulting Company Ltd. (Shanghai), which he founded to provide business consultancy on investments in China. He is also the chairman of International Business Forum (IBF) in Shanghai, and a senior consultant of the Shanghai Foreign Investment Development Board. Prior to his retirement in June 2001 from Armstrong World Industries Inc., a building materials company based in the United States of America, he had worked for 28 years for that company on numerous assignments in Asia and the United States of America. Save as disclosed above, Mr. Chang does not hold any other positions with the Company or its subsidiaries.

Mr. Chang has not entered into a service contract with the Company. He has not been appointed for a specific term but will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Chang's director's emoluments for the year beginning July 2008 is fixed at US\$30,000 per annum, which is determined with reference to his duties, the estimated time to be spent by him on the Company's matters and the market conditions.

Save as disclosed above, Mr. Chang has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Mr. Chang does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Chang does not have any interests in the Shares within the meaning of Part XV of the SFO.

**Mr. Ho Tse-Wah, Dean**, aged 70, has been appointed as an independent non-executive Director with effect from 19 June 2003. He is a partner in ALC Advisors, providing China-based advisory services to private equity investors and their investees. He is also a vice president of Unison International Corporation. Unison International Corporation is based in San Bruno, California, United States of America, and has conducted investment and advisory activities in China since 1979. Mr. Ho is a member of the board of ex-officio members of American Chamber of Commerce in Shanghai. He had served as

the chairman of the Manufacturers Business Council, chairman of the Board of Governors and secretary of the American Chamber of Commerce in Shanghai. Mr. Ho has been working in China since 1986. He graduated from the University of California (Berkeley) (AB), Cornell University (BS) and the Advanced Management Program at Harvard Business School. Save as disclosed above, Mr. Ho does not hold any other positions with the Company or its subsidiaries.

Mr. Ho has not entered into a service contract with the Company. He has not been appointed for a specific term but will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Ho's director's emoluments for the year beginning July 2008 is fixed at US\$30,000 per annum, which is determined with reference to his duties, the estimated time to be spent by him on the Company's matters and the market conditions.

Save as disclosed above, Mr. Ho has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Mr. Ho does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Ho does not have any interests in the Shares within the meaning of Part XV of the SFO.

**Mr. Wong Kin Chi**, aged 56, has been appointed as an independent non-executive Director with effect from 30 September 2004. He is currently running a company rendering professional services to clients with respect to financial and educational management in Hong Kong and China. He holds a MBA degree from the University of Durham, the United Kingdom. He is a fellow member of the Hong Kong Institute of Certified Public Accountants and an associate member of the Chartered Institute of Management Accountants of the United Kingdom, and the Society of Management Accountants of Canada for over 10 years. Mr. Wong is also an independent non-executive director of Omnicorp Limited, whose shares are listed on the Main Board of the Stock Exchange, and Omnitech Holdings Limited, whose shares are listed on the Australian Securities Exchange. Save as disclosed above, Mr. Wong does not hold any other positions with the Company or its subsidiaries.

Mr. Wong has not entered into a service contract with the Company. He has not been appointed for a specific term but will be subject to retirement and re-election at the annual general meeting of the Company in accordance with the Articles of Association. Mr. Wong's director's emoluments for the year beginning July 2008 is fixed at US\$30,000 per annum, which is determined with reference to his duties, the estimated time to be spent by him on the Company's matters and the market conditions.

Save as disclosed above, Mr. Wong has not held any directorships in other listed public companies in the last 3 years nor does he hold any other major appointments. Mr. Wong does not have any relationships with any Directors, senior management, management shareholders, substantial shareholders, or controlling shareholders of the Company.

As at the Latest Practicable Date, Mr. Wong does not have any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed above, there are no other matters that need to be brought to the attention of the Shareholders in relation to each of Mr. Ye Zhi Mao, Jason, Ms. Chen Rong Fang, Mr. Gao Jin Min, Mr. Wang Gang, Mr. Yang Xiong, Mr. Peter James O'Donnell, Mr. Chang Sze-Ming, Mr. Ho Tse-Wah, Dean and Mr. Wong Kin Chi as Directors. Further, there is no information to be disclosed pursuant to the requirements of rule 17.50(2)(h) to (v) of the GEM Listing Rules.

# ASPPL

## A-S China Plumbing Products Limited

*(Incorporated in the Cayman Islands with limited liability)*  
(Stock Code: 8262)

### NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that an annual general meeting (the “AGM”) of the shareholders of A-S China Plumbing Products Limited (the “Company”) will be held at City Garden Hotel, 9 City Garden Road, North Point, Hong Kong on 30 June 2008 at 9:00 a.m. for the following purposes:

1. To receive and adopt the audited financial statements and the reports of the directors (the “**Directors**” and each a “**Director**”) and the auditors of the Company for the year ended 31 December 2007, which were set out in the annual report of the Company for the year ended 31 December 2007;
2. To re-elect the following Directors:
  - (a) Mr. Ye Zhi Mao, Jason as an executive Director;
  - (b) Mr. Gao Jin Min as an executive Director;
  - (c) Ms. Chen Rong Fang as an executive Director;
  - (d) Mr. Wang Gang as an executive Director;
  - (e) Mr. Yang Xiong as an executive Director;
  - (f) Mr. Peter James O’Donnell as a non-executive Director;
  - (g) Mr. Chang Sze-Ming, Sydney as an independent non-executive Director;
  - (h) Mr. Ho Tse-Wah, Dean as an independent non-executive Director; and
  - (i) Mr. Wong Kin Chi as an independent non-executive Director;
3. To authorize the board of Directors to fix the Directors’ remuneration.



4. To consider and, if thought fit, to pass with or without modifications, the following resolution as an ordinary resolution of the Company:

**THAT:**

- (a) Messrs. PricewaterhouseCoopers be and are hereby appointed as the auditors of the Company following the retirement of Messrs. Ernst & Young at the conclusion of this annual general meeting of the Company and to hold office until the conclusion of the next annual general meeting of the Company; and
- (b) The board of directors of the Company be and are hereby authorized to fix the remuneration of Messrs. PricewaterhouseCoopers as the auditors of the Company.

By order of the Board  
**A-S China Plumbing Products Limited**  
**Chen Rong Fang**  
*Executive Director and Company Secretary*

Hong Kong, 6 June 2008

*Notes:*

1. Any member entitled to attend and vote at the AGM is entitled to appoint one or more proxy to attend and vote instead of him. A proxy need not be a member of the Company.
2. In order to be valid, the form of proxy together with a power of attorney or other authority (if any) under which it is signed or a notorially certified copy thereof, must be deposited at Computershare Hong Kong Investor Services Limited at Rooms 1806-1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding of the AGM or any adjourned meeting.
3. The register of members of the Company will be closed from 25 June 2008 to 30 June 2008, both days inclusive, during which period no transfer of shares will be effected. All share certificates with completed transfer forms either overleaf or separately, must be lodged with the Company's share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong, not later than 4:30 p.m. on 24 June 2008.
4. Biographical details of the Directors are set out in the circular of the Company dated 6 June 2008.
5. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.