



# A-S China Plumbing Products Limited

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

## PROXY FORM

**Form of proxy for use by shareholders at the extraordinary general meeting to be held on 22nd Floor, Lansheng Building, 8 Huaihai Zhong Lu, Shanghai, P.R. China on 31 December, 2008 at 9:00 a.m.**

**(and any adjournment thereof)**

I/We<sup>1</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of<sup>2</sup> \_\_\_\_\_ Share(s) of US\$0.01 each in the capital of  
A-S China Plumbing Products Limited (the "Company") HEREBY APPOINT<sup>3</sup> \_\_\_\_\_  
of \_\_\_\_\_

or failing him, the chairman of the extraordinary general meeting of the Company (the "Meeting"), as my/our proxy to attend the Meeting to be held at 22nd Floor, Lansheng Building, 8 Huaihai Zhong Lu, Shanghai, P.R. China on 31 December, 2008 at 9:00 a.m. in respect of the resolution as set out in the notice convening the Meeting and at such Meeting (or at any adjournment thereof) to vote for me/us and in my/our name(s), in respect of the resolution as indicated below, and, if no such indication is given, as my/our proxy think fit.

	ORDINARY RESOLUTION	FOR <sup>4</sup>	AGAINST <sup>4</sup>
(i)	To approve, ratify and confirm the entering into of and the terms and conditions of and the transactions contemplated under the Extension Agreements, and the proposed annual caps for such transactions under the Extension Agreements for the financial year ending 31 December 2009 as set out in the Circular, in respect of: (a) the Export Distributorship Agreement between Ideal Standard (UK) and A-S Jiangmen Fittings; (b) the Export Distributorship Agreement between Ideal Standard (UK) and A-S Shanghai Pottery; (c) the Export Distributorship Agreement between Ideal Standard (UK) and A-S Tianjin Pottery; (d) the Technical Assistance Agreement between Ideal Standard (UK) and A-S Jiangmen Fittings; (e) the Technical Assistance Agreement between Ideal Standard (UK) and A-S Tianjin Pottery; (f) the Technical Assistance Agreement between Ideal Standard (UK) and A-S Shanghai Pottery; (g) the Management Assistance Agreement between Ideal Standard (UK) and A-S Tianjin Pottery; (h) the Reimbursement Agreement between Ideal Standard (UK) and the Company regarding the reimbursement of expenses by the Group to the Ideal Standard Group; and (i) the Reimbursement Agreement between Ideal Standard (UK) and the Company regarding the reimbursement of expenses by the Ideal Standard Group to the Group;		
(ii)	To approve the proposed annual caps for the transactions under the existing Continuing Connected Transaction Agreements (other than the Relevant Continuing Connected Transactions) for the financial year ending 31 December 2009 as set forth in the Circular; and		
(iii)	To authorize any one director of the Company to execute all such documents and/or do all such acts and things on behalf of the Company as he or she may deem necessary, desirable or expedient for the purposes of giving effect to, or in connection with the Continuing Connected Transactions.		
Terms defined in the circular dated 13 December 2008 issued by the Company (the "Circular") to its shareholders shall have the same meanings in this proxy form unless the context otherwise requires.			

Signature(s)<sup>5</sup> \_\_\_\_\_ Dated this \_\_\_\_\_ day \_\_\_\_\_, 2008

### 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 in the capital of the Company registered in your name(s).
- If any proxy other than the chairman of the Meeting is preferred, delete the words "or failing him, the chairman of the Meeting" and insert the name and address of the proxy desired in the space provided. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK THE BOX MARKED "AGAINST".** Failure to tick a box will entitle your proxy to cast your 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 authorized in writing or, in the case of a corporation, must either be executed under its common seal or under the hand of an officer or attorney or other person duly authorized.
- To be valid, this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or other authority, must be deposited at the Company's Hong Kong branch share registrars, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not less than 48 hours before the time appointed for holding the Meeting or any adjournment thereof.
- Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto, but if more than one of such joint holders is present at the Meeting, personally or by proxy, that one of the said holder so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- The proxy need not be a member of the Company but must attend the Meeting in person to represent the member.
- Completion and delivery of the form of proxy will not preclude you from attending and voting at the Meeting if you so wish.