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Mitsumaru East Kit (Holdings) Limited
三丸東傑(控股)有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2358)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “**Meeting**”) of Mitsumaru East Kit (Holdings) Limited (the “**Company**”) will be held at Suite 5005-5006, 50/F., Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Tuesday, 4 February 2014 at 10:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. (a) “**THAT** the master agreement dated 12 December 2013 (the “**Master Agreement**”) entered into between China Water Affairs Group Limited as purchaser and the Company as vendor in respect of the sales and purchase of water meters and the related products, a copy of which has been produced to the Meeting marked “A” and initialed by the chairman of the Meeting for the purposes of identification, and the terms and conditions thereof and its proposed annual cap amounts from the date falling upon passing of this resolution until 31 December 2016 and the transactions contemplated thereunder and the implementation thereof be and are hereby confirmed, ratified and approved;” and

- (b) “**THAT** any one of the directors be authorised for and on behalf of the Company, among other matters, to sign, seal, execute, perfect, deliver or to authorise signing, executing, perfecting and delivering all such documents and deeds, to do or authorise doing all such acts, matters and things as they may in their discretion consider necessary, expedient or desirable to give effect to and implement the Master Agreement and the transactions contemplated thereunder and to waive compliance from or make and agree such variations of a non-material nature to any of the terms of the Master Agreement as they may in their discretion consider to be desirable and in the interests of the Company and all the director’s acts as aforesaid be hereby confirmed, ratified and approved”
2. “**THAT** ZHONGHUI ANDA CPA Limited be and is hereby appointed as the auditor of the Company and its subsidiaries to fill the casual vacancy following the resignation of BDO Limited as auditor of the Company and its subsidiaries, and to hold office until the conclusion of the next annual general meeting of the Company and that the board of directors of the Company be authorised to fix their remuneration.”

By order of the Board
MITSUMARU EAST KIT (HOLDINGS) LIMITED
Siu Chi Ming
Executive Director

Hong Kong, 16 January 2014

Head office and principal place of business in Hong Kong:
Suite 5005-5006, 50th Floor
Central Plaza
18 Harbour Road
Wanchai
Hong Kong

Notes:

1. Any member entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of any officer, attorney or other person duly authorised to sign the same.
3. In order to be valid, the 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 or authority, must be deposited with the branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited, at Room 1712–16, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 48 hours before the time appointed for holding the Meeting or any adjourned meeting thereof (as the case may be).
4. Completion and return of the form of proxy will not preclude members from attending and voting in person at the Meeting or at any adjourned meeting thereof (as the case may be) should they so wish, and in such event, the form of proxy shall be deemed to be revoked.
5. Where there are joint registered holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the Meeting, whether in person or by proxy, the joint registered holder present whose name stands first on the register of members of the Company in respect of the shares shall be accepted to the exclusion of the votes of the other registered holders.

As at the date of this announcement, the executive Directors are Mr. Siu Chi Ming and Mr. Tang Chin Wan, the independent non-executive Directors are Ms. Au Shui Ming, Mr. Martin He and Mr. Wu Yinong.