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TAI PING CARPETS INTERNATIONAL LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 146)



NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Members of Tai Ping Carpets International Limited (the “Company”) will be held at 21st Floor, St. George’s Building, 2 Ice House Street, Central, Hong Kong, on Friday, 18 June 2010 at 9:30 a.m. for the following purposes:

1. To receive and consider the audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31 December 2009.
2. To declare a final dividend for the year ended 31 December 2009.
3. To re-elect retiring Directors and authorise the Board to fix their remuneration.
4. To re-appoint BDO Limited as auditor of the Company and to authorise the Board to fix the remuneration.

By order of the Board
Chan Wing Sze
Company Secretary

Hong Kong, 28 April 2010

Notes:

1. A Shareholder entitled to attend and vote at the meeting convened by the above notice is entitled to appoint a proxy to attend and vote on his behalf. A proxy need not be a Shareholder of the Company.
2. The register of Members of the Company will be closed from Wednesday, 16 June 2010 to Friday, 18 June 2010, both days inclusive, during which period no transfer of Shares will be registered.
3. To be entitled to receive the final dividend, Shareholders must ensure that all transfer documents accompanied by the relevant Share certificates are lodged with the Company's Branch Registrars and Registration Office in Hong Kong, Computershare Hong Kong Investor Services Limited, 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Tuesday, 15 June 2010.
4. Subject to the passing of the necessary resolution at the Annual General Meeting, the final dividend will be payable on or about 12 July 2010 to Shareholders whose names appear on the register of Members of the Company at the close of business on 18 June 2010.
5. With reference to item 3 above regarding the re-election of Directors, Mr. Nicholas T. J. Colfer, Mr. James H. Kaplan, Mr. Lincoln C. K. Yung, Mr. Lincoln K. K. Leong and Mr. Michael T. H. Lee shall retire by rotation pursuant to the Bye-laws of the Company. Mr. Nicholas T. J. Colfer, Mr. James H. Kaplan, Mr. Lincoln C. K. Yung and Mr. Lincoln K. K. Leong, being eligible, have offered themselves for re-election at the Annual General Meeting. The re-election of these retiring Directors will be individually voted upon by Shareholders by way of separate resolutions. Details regarding each of these Directors are set out in Appendix I of this circular. Mr. Michael T. H. Lee has indicated to the Company that he will not offer himself for re-election as a Director at the Annual General Meeting.

As at the date of this announcement, the Directors of the Company are: Chairman and Non-executive Director – Mr. Nicholas T. J. Colfer; Chief Executive Officer and Executive Director – Mr. James H. Kaplan; Independent Non-Executive Directors – Mrs. Yvette Y. H. Fung, Mr. Michael T. H. Lee, Mr. Roderic N. A. Sage, Mr. Lincoln C. K. Yung; Non-Executive Directors – Mr. Ian D. Boyce, Mr. Lincoln K. K. Leong, Mr. David C. L. Tong, Mr. John J. Ying; Alternate Director – Mr. Nelson K. F. Leong (Alternate to Mr. Lincoln K. K. Leong).