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魏橋紡織股份有限公司

Weiqiao Textile Company Limited*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2698)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Weiqiao Textile Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) will be convened and held at 9:00 a.m. on Wednesday, 27 December 2017 at the conference hall 401 on the Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping County, Shandong Province, the People's Republic of China (the “**PRC**”), to consider and, if thought fit, approve the following:

AS ORDINARY RESOLUTION

“THAT:

- (a) the renewed cotton yarn/grey fabric and denim supply agreement (the “**Renewed Cotton Yarn/Grey Fabric and Denim Supply Agreement**”) entered into between the Company and Shandong Weiqiao Chuangye Group Company Limited (山東魏橋創業集團有限公司) (the “**Holding Company**”, collectively with its subsidiaries (excluding the Group), the “**Parent Group**”) on 17 October 2017 be and is hereby approved and confirmed;
- (b) the estimated maximum values of the annual aggregate supply of cotton yarn/grey fabric and denim by the Group to the Parent Group (as set out in the announcement of the Company dated 17 October 2017) for each of the three years ending 31 December 2020 (the “**Annual Caps**”) be and are hereby approved and confirmed; and

- (c) any director of the Company be and is hereby authorised to do further acts and things, enter into all such transactions and arrangements, execute such other documents and/or deeds and/or take all such steps, which in their opinion may be necessary, desirable or expedient to implement the Renewed Cotton Yarn/Grey Fabric and Denim Supply Agreement and the transactions thereunder, and the Annual Caps.”

By Order of the Board
Wei Qiao Textile Company Limited*
Zhang Jinglei
Executive Director and Company Secretary

10 November 2017
Shandong, the PRC

As at the date of this notice, the board of directors of the Company comprises nine directors, namely Ms. Zhang Hongxia, Ms. Zhao Suwen, Ms. Zhang Yanhong and Mr. Zhang Jinglei as executive directors, Mr. Zhang Shiping and Ms. Zhao Suhua as non-executive directors and Mr. Wang Naixin, Mr. Chen Shuwen and Mr. George Chan Wing Yau as independent non-executive directors.

Notes:

- (A) A circular containing, among others, (i) further details of the Renewed Cotton Yarn/Grey Fabric and Denim Supply Agreement and the Annual Caps; (ii) the letter from the independent board committee to the independent shareholder; and (iii) the letter of advice from the independent financial adviser to the independent board committee and the independent shareholders has been despatched to the shareholders on 10 November 2017.
- (B) The H share register of the Company will be closed from Monday, 27 November 2017 to Wednesday, 27 December 2017 (both days inclusive), during which no transfer of H shares will be effected. Any holders of H shares of the Company, whose names appear on the Company’s register of members at 4:30 p.m. on Friday, 24 November 2017, are entitled to attend and vote at the EGM after completing the registration procedures for attending the meeting. In order to be entitled to attend and vote at the EGM, share transfer documents should be lodged with the Company’s H share registrar not later than 4:30 p.m. on Friday, 24 November 2017.

The address of the share registrar for the Company’s H shares is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor
Hopewell Centre
183 Queen’s Road East
Wan Chai
Hong Kong

- (C) Holders of H shares and domestic shares, who intend to attend the EGM, must complete the reply slips for attending the EGM and return them to the Office of the Secretary to the board of directors not later than 20 days before the date of the EGM, i.e. on or before Thursday, 7 December 2017.

Details of the Office of the Secretary to the board of directors of the Company are as follows:

Fourth Floor
Company Office Building
No. 1 Wei Fang Road
Zouping Economic Development Zone
Zouping County
Shandong Province
The PRC
Tel: 86 (543) 4162222
Fax: 86 (543) 4162000

- (D) The resolution proposed at the EGM will be voted by way of poll.
- (E) Each holder of H shares who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the EGM. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
- (F) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified.
- (G) To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's H shares share registrar, Computershare Hong Kong Investor Services Limited, on Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time for holding the EGM or any adjournment thereof in order for such documents to be valid.
- (H) Each holder of domestic shares is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on its behalf at the EGM. Notes (D) to (E) also apply to holders of domestic shares, except that the proxy form or other documents of authority must be delivered to the Office of the Secretary to the board of directors, the address of which is set out in Note (B) above, not less than 24 hours before the time for holding the EGM or any adjournment, thereof in order for such documents to be valid.
- (I) If a proxy attends the EGM on behalf of a shareholder, he should produce his ID card and the instrument signed by the proxy or his legal representative, which specifies the date of its issuance. If the legal representative of a legal person share shareholder attends the EGM, such legal representative should produce his/her ID card and valid documents evidencing his capacity as such legal representative. If a legal person share shareholder appoints a representative of a company other than its legal representative to attend the EGM, such representative should produce his ID card and an authorization instrument affixed with the seal of the legal person share shareholder and duly signed by its legal representative.
- (J) The EGM, is expected to last not more than half a day. Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.

* *For identification purposes only. The Company is registered in Hong Kong as a non-Hong Kong company under the English name "Weiqiao Textile Company Limited" and the Chinese name of the Company under the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).*