
THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular, or as to the action to be taken, 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 Weiqiao Textile Company Limited, you should at once hand this circular together with the enclosed forms of proxy 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.

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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)

**SUPPLEMENTAL CIRCULAR TO
THE CIRCULAR TO SHAREHOLDERS DATED 10 APRIL 2018
IN RELATION TO
PROPOSED APPOINTMENT OF
AN INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

This supplemental circular should be read in conjunction with the circular of the Company dated 10 April 2018 (the “**Original Circular**”).

The Annual General Meeting will be convened and held as originally scheduled at 9:00 a.m. on Monday, 28 May 2018 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. A supplemental notice of the Annual General Meeting is set out on pages 6 to 9 of this supplemental circular. Whether or not you are able to attend the above meeting, you are requested to complete and return the enclosed revised form of proxy (“**Revised Proxy Form**”) in accordance with the instructions printed thereon as soon as possible and in any event not later than 24 hours before the time appointed for holding the Annual General Meeting. Completion and return of the Revised Proxy Form will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

30 April 2018

* For identification purposes only.

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DEFINITIONS

Unless the context requires otherwise, the following expressions shall have the following meanings in this supplemental circular:

“Annual General Meeting”	the annual general meeting of the Company to be held at 9:00 a.m. on Monday, 28 May 2018 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 PRC
“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time
“Board”	the board of Directors
“Company”	魏橋紡織股份有限公司 (Weiqiao Textile Company Limited)
“Director(s)”	the director(s) of the Company
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	People’s Republic of China (excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region and Taiwan)
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Shareholder(s)”	registered holder(s) of the shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



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)

Executive Directors:

Zhang Hongxia (Chairman)
Zhao Suwen
Zhang Yanhong
Zhang Jinglei

Non-executive Directors:

Zhang Shiping
Zhao Suhua

Independent Non-executive Directors:

Wang Naixin
George Chan Wing Yau
Chen Shuwen

Registered Office:

No. 34 Qidong Road
Weiqiao Town
Zouping County
Shandong Province
The PRC

Principal Place of Business in the PRC:

No. 1, Wei Fang Road
Zouping Economic Development Zone
Zouping County
Shandong Province
The PRC

Principal Place of Business in Hong Kong:

Suite 5109
The Center, 99th Queen's Road Central
Central
Hong Kong

To the Shareholders

Dear Sir/Madam,

**SUPPLEMENTAL CIRCULAR TO
THE CIRCULAR TO SHAREHOLDERS DATED 10 APRIL 2018
IN RELATION TO
PROPOSED APPOINTMENT OF
AN INDEPENDENT NON-EXECUTIVE DIRECTOR
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

A. INTRODUCTION

This supplemental circular should be read in conjunction with the Original Circular. The purpose of this supplemental circular is to provide you with further information regarding a supplemental resolution to be proposed at the Annual General Meeting relating to the proposed appointment of an independent non-executive Director and to give you the supplemental notice of the Annual General Meeting and the Revised Proxy Form.

* *For identification purposes only*

LETTER FROM THE BOARD

B. PROPOSED APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR

Subject to the approval by the Shareholders at the Annual General Meeting, the Board proposes to appoint Mr. Liu Yanzhao (“**Mr. Liu**”) as an independent non-executive Director with effect from the date of the Annual General Meeting. In order to allow the Shareholders to make an informed decision in respect of the proposed appointment, the biographical details of Mr. Liu are set out below pursuant to the Rule 13.51(2) of the Listing Rules.

Mr. Liu, aged 44, graduated from Shandong Economics College (山東經濟學院), currently known as Shandong University of Finance and Economics (山東財經大學), and obtained a bachelor’s degree in economics in July 1996. He has almost 22 years of experience in accounting. He served as the director of capital verification department of Shandong Binzhou Audit Firm (山東濱州審計事務所) from July 1996 to October 1999. From October 1999 to January 2005, he served as the director of audit department of Shandong Huanghe Limited Liability Accounting Firm (山東黃河有限責任會計師事務所) and he has been the deputy head and deputy director accountant of Shandong Huanghe Limited Liability Accounting Firm (山東黃河有限責任會計師事務所) since January 2005.

Mr. Liu was accredited as a Chinese certified public accountant by Shandong Institute of Certified Public Accountants (山東省註冊會計師協會) in 2000, a Chinese certified public valuer by China Appraisal Society (中國資產評估協會) in 2001, a Chinese certified tax agent by Shandong Certified Tax Agent Management Center (山東省註冊稅務師管理中心) in 2003 and a senior accountant by Shandong Senior Evaluation Committee of Qualification in Account (山東省會計專業資格高級評審委員會) in 2012. He was awarded as the “Outstanding Inspection Individual in Asset Appraisal Industry (資產評估行業檢查先進個人)” by Ministry of Finance and China Appraisal Society (中國資產評估協會) in 2004 and the “Outstanding Certified Public Accountant in Shandong Province (山東省優秀註冊會計師)” by Shandong Institute of Certified Public Accountants (山東省註冊會計師協會) in 2012.

Save as disclosed above and as of the date of this supplemental circular, Mr. Liu (i) has not held any other directorships in listed public companies in the last three years; (ii) does not have any relationship with any other Directors, supervisors and senior management of the Company or substantial shareholders or controlling shareholders of the Company; and (iii) was not interested in any shares of the Company as defined in Part XV of the SFO. There is no other information which is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

Mr. Liu will be appointed for a term of 3 years commencing from the grant of approval at the Annual General Meeting and subject to re-election in accordance with the Articles of Association or pursuant to the Listing Rules. The remuneration of Mr. Liu as Director will be determined according to the standards for independent non-executive Directors.

C. SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING AND THE REVISED PROXY FORM

Since the notice (the “**Original Notice**”) and the proxy form (the “**Original Proxy Form**”) sent together with the Original Circular do not contain the supplemental resolution relating to the proposed appointment of Mr. Liu as an independent non-executive Director as set out in this supplemental circular, a

LETTER FROM THE BOARD

supplemental notice of the Annual General Meeting has been prepared and is set out on pages 6 to 9 of this supplemental circular, and the Revised Proxy Form is enclosed with this supplemental circular to include such resolution.

Whether or not you are able to attend the Annual General Meeting, you are requested to complete the Revised Proxy Form in accordance with the instructions printed thereon and return it to the Company's branch H shares registrar, Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for holders of H shares) or to the office of the secretary to the Board, Room 412, Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Economic Development Zone, Zouping County, Shandong Province, The PRC (for holders of domestic shares) as soon as possible and in any event not later than 24 hours before the time appointed for holding the Annual General Meeting (the "**Closing Time**"). Completion and return of the Revised Proxy Form will not preclude you from attending and voting in person at the Annual General Meeting or any adjournment thereof if you so wish.

A Shareholder who has not yet lodged the Original Proxy Form with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe) is requested to lodge the Revised Proxy Form if he/she wishes to appoint proxy to attend, speak and vote at the Annual General Meeting on his/her behalf. In this case, the Original Proxy Form should not be lodged with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe).

A Shareholder who has already lodged the Original Proxy Form should note that:

- (a) If no Revised Proxy Form is lodged with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe), the Original Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the Annual General Meeting except for those resolutions to which the Shareholder has indicated his/her voting direction in the Original Proxy Form.
- (b) If the Revised Proxy Form is lodged with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe) before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
- (c) If the Revised Proxy Form is lodged with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe) after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no Revised Proxy Form was lodged with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe). Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Company's branch H shares registrar or the office of the secretary to the Board (as the case maybe) before the Closing Time.

LETTER FROM THE BOARD

Pursuant to Rule 13.39(4) of the Listing Rules, voting at the Annual General Meeting will be conducted by poll. The poll results will be published on the websites of the Company and of the Stock Exchange following the Annual General Meeting.

D. RECOMMENDATIONS

The Directors believe that the proposed appointment of Mr. Liu as an independent non-executive Director at the Annual General Meeting is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend that all the Shareholders vote in favour of the above resolution to be proposed at the Annual General Meeting.

Yours faithfully,
By the order of the Board
Weiqiao Textile Company Limited*
Zhang Hongxia
Chairman and Executive Director

Shandong, the PRC
30 April 2018

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING



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)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

REFERENCE IS MADE to the notice (the “**Original Notice**”) dated 10 April 2018 of the annual general meeting of Weiqiao Textile Company Limited (the “**Company**”) for the year ended 31 December 2017 (the “**Annual General Meeting**”) to be held at 9:00 a.m. on Monday, 28 May 2018 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**”).

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the Annual General Meeting will be held as originally scheduled. The ordinary resolution no. 12 relating to the re-election of Mr. Wang Naixin as an independent non-executive director of the Company as set out in the Original Notice shall be withdrawn. In addition, the Annual General Meeting will consider and, if thought fit, to pass, with or without modifications, the following supplemental resolution of the Company, in addition to the resolutions set out in the Original Notice:

ORDINARY RESOLUTION

13. to consider and approve the appointment of Mr. Liu Yanzhao as an independent non-executive director of the Company;

Further, the ordinary resolutions no. 13, 14 and 15 and the special resolutions no. 16 and 17 respectively set out in the Original Notice shall be re-numbered and referred to as ordinary resolutions no. 14, 15 and 16 and special resolutions no. 17 and 18, respectively.

* *For identification purposes only*

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Save for the changes mentioned in this supplemental notice, all the resolutions contained in the Original Notice remain to be valid and effective.

By behalf of the Board
Weiqiao Textile Company Limited*
Zhang Jinglei
Executive Director and Company Secretary

30 April 2018
Shandong, the PRC

As at the date of this announcement, the Board comprises nine directors, namely Ms. Zhang Hongxia, Ms. Zhao Suwen, Ms. Zhang Yanhong and Mr. Zhang Jinglei as executive directors, Mr. Zhang Shipping 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) The Company's H share register of members will be closed from Saturday, 28 April 2018 to Monday, 28 May 2018 (both dates inclusive), during which no transfer of shares will be registered. In order to qualify for attending to, and voting in, the Annual General Meeting, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Friday, 27 April 2018.

The Company's H share register of members will be closed from Saturday, 2 June 2018 to Friday, 8 June 2018 (both dates inclusive), during which no transfer of shares will be registered. In order to qualify for the proposed final dividends, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Friday, 1 June 2018.

- (B) Holders of H shares and domestic shares, who intend to attend the Annual General Meeting, must complete the reply slips for attending the Annual General Meeting and return them to the office of the secretary to the Board not later than 20 days before the date of the Annual General Meeting, i.e. no later than Tuesday, 8 May 2018.

Details of the office of the secretary to the Board are as follows:

Room 412, Fourth Floor
Company Office Building
No. 1 Wei Fang Road
Economic Development Zone
Zouping County
Shandong Province
The PRC

Postal Code: 256200
Tel: (86) 543 416 2222
Fax: (86) 543 416 2000

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

- (C) Each holder of H shares and domestic shares, who has the right to attend and vote at the Annual General Meeting (or at any adjournment thereof), is entitled to appoint in writing one or more proxies, whether a shareholder of the Company or not, to attend and vote on his behalf at the Annual General Meeting. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll. Each shareholder who wishes to appoint one or more proxies should first review the annual report of the Company for the year ended 31 December 2017.
- (D) 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.
- (E) To be valid, the form of proxy which was sent together with circular of the Company dated 10 April 2018 (the “**Original Proxy Form**”) and/or the form of proxy which is sent together with the supplemental circular of the Company dated 30 April 2018 (the “**Revised Proxy Form**”), and if the Original Proxy Form and/or the Revised Proxy Form is signed by a person under a power of attorney or other authority on behalf of the appointor, a certified copy of that power of attorney or other authority (such certification to be made by a notary public), must be delivered to the Company’s branch H shares registrar, Computershare Hong Kong Investor Services Limited, Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (for holders of H shares) or to the office of the secretary to the Board, Room 412, Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Economic Development Zone, Zouping County, Shandong Province, The PRC (for holders of domestic shares), not less than 24 hours before the time for holding the Annual General Meeting or any adjournment thereof (the “**Closing Time**”).

IMPORTANT: A SHAREHOLDER WHO HAS ALREADY LODGED THE ORIGINAL PROXY FORM SHOULD NOTE THAT:

- (a) If no Revised Proxy Form is lodged with the Company’s branch H shares registrar or the office of the secretary to the Board (as the case maybe), the Original Proxy Form, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the Annual General Meeting except for those resolutions to which the Shareholder has indicated his/her voting direction in the Original Proxy Form.
- (b) If the Revised Proxy Form is lodged with the Company’s branch H shares registrar or the office of the secretary to the Board (as the case maybe) before the Closing Time, the Revised Proxy Form, if correctly completed, will revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid proxy form lodged by the Shareholder.
- (c) If the Revised Proxy Form is lodged with the Company’s branch H shares registrar or the office of the secretary to the Board (as the case maybe) after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no Revised Proxy Form was lodged with the Company’s branch H shares registrar or the office of the secretary to the Board (as the case maybe). Accordingly, Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the Company’s branch H shares registrar or the office of the secretary to the Board (as the case maybe) before the Closing Time.
- (F) If a proxy attends the Annual General Meeting 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 Annual General Meeting, such legal representative should produce his ID card and valid documents evidencing his capacity as such legal representative. If a legal person share shareholder appoints a representative of the company other than its legal representative to attend the Annual General Meeting, 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.

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

(G) The Annual General Meeting is expected to last for half a day. Shareholders attending the Annual General Meeting 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).*