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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)**

**PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR  
AND  
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

**PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR**

Subject to the approval by the shareholders (the “**Shareholders**”) of Weiqiao Textile Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) at the annual general meeting of the Company to be held on 28 May 2021 (the “**AGM**”), the board (the “**Board**”) of directors (the “**Directors**”) of the Company proposes to appoint Mr. Wei Jiakun (“**Mr. Wei**”) as an executive Director with effect from the date of the AGM.

In order to allow the Shareholders to make an informed decision in respect of the proposed appointment, the biographical details of Mr. Wei are set out below pursuant to the Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”).

Mr. Wei, aged 53, was appointed as the general manager of the Company on 18 November 2014. Mr. Wei is responsible for overseeing the Group’s production, operation and marketing and formulating the Group’s business strategies. He joined the Company’s predecessor, Zouping County Weiqiao Cotton Spinning Factory (鄒平縣位橋棉紡織廠) in 1986 and had over 31 years of experience in cotton textile industry. Mr. Wei served as the workshop supervisor and the director in the spinning mill of Zouping County Weiqiao Cotton Spinning Factory (鄒平縣位橋棉紡織廠) from September 1990 to October 2001, the general manager of Weihai Weiqiao Textile Company Limited (威海魏橋紡織有限公司) from November 2001 to September 2002, the deputy general manager of Weiqiao Industrial Park of the Company from October 2002 to January 2005, the general manager of Zouping No.2 Industrial Park of the Company from February 2005 to April 2009 and the general manager of Binzhou Weiqiao Technology Industrial Park Company Limited (濱州魏橋科技工業園有限公司)

from May 2009 to November 2014. Currently, he also serves as a director of Shandong Weiqiao Chuangye Group Company Limited (山東魏橋創業集團有限公司). Mr. Wei is the brother of the husband of Ms. Zhao Suhua, a non-executive Director.

Save as disclosed above and as at the date of this announcement, Mr. Wei (i) has not held any directorship in listed public companies in the last three (3) years; (ii) does not have any other relationship with any 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 Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). There is no information in relation to the appointment of Mr. Wei as an executive Director 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. Wei will be appointed for a term of three (3) years commencing from the grant of approval at the AGM and subject to re-election in accordance with the articles of association of the Company (the “**Articles of Association**”) or pursuant to the Listing Rules. The remuneration of Mr. Wei as Director will be determined according to the standards for executive Directors.

## **PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

In accordance with the current laws and regulations of the People’s Republic of China (the “**PRC**”) and the actual situations of the Company, the Board proposed to make certain amendments (the “**Proposed Amendments**”) to the current Articles of Association.

Details of the Proposed Amendments are as follows:

<b>Existing Articles of Association</b>	<b>Revised Articles of Association</b>
<p><b>Article 2.2</b> The business scope of the Company is: cotton processing; spinning, weaving, printing and dyeing, and production, processing and sales of knitgoods and clothes; production and sales of thermal power and electricity; self-operated import and export within the <b>approved</b> scope of practice; sales of cotton. (Items which require approvals under the law shall be subject to the approval from relevant authorities before the commencement of business.)</p> <p>The business scope of the Company shall be as approved by the industrial and commercial administration authority. The Company may, as per market changes and the Company’s own needs and upon approval of the examination and approval authority, adjust the business and operation method, and establish branches in and outside China.</p>	<p><b>Article 2.2</b> The business scope of the Company is: cotton processing; spinning, weaving, printing and dyeing, and production, processing and sales of knitgoods and clothes; production and sales of thermal power and electricity; self-operated import and export within the <b>record</b> scope of practice; sales of cotton. (Items which require approvals under the law shall be subject to the approval from relevant authorities before the commencement of business.)</p> <p>The business scope of the Company shall be as approved by the industrial and commercial administration authority/<b>market regulatory authorities</b>. The Company may, as per market changes and the Company’s own needs and upon approval of the examination and approval authority (<b>if required</b>), adjust the business and operation method, and establish branches in and outside China.</p>
<p><b>Article 3.3</b> The Company may offer its shares to both domestic and foreign investors with the approval of <b>the relevant securities regulatory authority under the State Council</b>.</p> <p>Foreign investors as referred to in the preceding paragraph shall mean those investors in foreign countries and Hong Kong, Macau or Taiwan who subscribe for shares of the Company. Domestic investors shall mean those investors in the PRC, excluding the aforementioned regions, who subscribe for shares of the Company.</p>	<p><b>Article 3.3</b> The Company may offer its shares to both domestic and foreign investors with the approval of <b>CSRC</b>.</p> <p>Foreign investors as referred to in the preceding paragraph shall mean those investors in foreign countries and Hong Kong, Macau or Taiwan who subscribe for shares of the Company. Domestic investors shall mean those investors in the PRC, excluding the aforementioned regions, who subscribe for shares of the Company.</p>

Existing Articles of Association	Revised Articles of Association
<p><b>Article 3.4</b> Shares that the Company issues to domestic investors for subscription in Renminbi shall be known as domestic shares. Shares that the Company issues to foreign investors for subscription in foreign currencies shall be known as foreign shares. Foreign shares offered and listed overseas shall be known as overseas listed foreign shares. The domestic shares that are allowed to be listed and traded on foreign stock exchanges with the approval of <b>the securities regulatory authorities under the State Council</b> and the overseas listed foreign shares are collectively referred to as overseas listed shares. Among which, those listed on the Hong Kong Stock Exchange are referred to as “H Shares”.</p> <p>Unless otherwise required under the laws and regulations, conversion of all or part of the shares held by the holders of domestic shares into the H Shares is not subject to voting at the general meeting or shareholders class meeting, provided that it shall be subject to the approval of <b>the securities regulatory authorities under the State Council</b> and comply with the regulatory procedures, provisions and requirements of the overseas securities market.</p>	<p><b>Article 3.4</b> Shares that the Company issues to domestic investors for subscription in Renminbi shall be known as domestic shares. Shares that the Company issues to foreign investors for subscription in foreign currencies shall be known as foreign shares. Foreign shares offered and listed overseas shall be known as overseas listed foreign shares. The domestic shares that are allowed to be listed and traded on foreign stock exchanges with the approval of <b>CSRC</b> and the overseas listed foreign shares are collectively referred to as overseas listed shares. Among which, those listed on the Hong Kong Stock Exchange are referred to as “H Shares”.</p> <p>Unless otherwise required under the laws and regulations, conversion of all or part of the shares held by the holders of domestic shares into the H Shares is not subject to voting at the general meeting or shareholders class meeting, provided that it shall be subject to the approval of <b>CSRC</b> and comply with the regulatory procedures, provisions and requirements of the overseas securities market.</p>
<p><b>Article 3.7</b> The board of directors of the Company may make arrangement for separately issuing overseas listed foreign shares and domestic shares according to the issue scheme approved by <b>the securities regulatory authority under the State Council</b>.</p> <p>According to the aforesaid scheme for separate issue of overseas listed foreign shares and domestic shares, the Company may issue the shares within 15 months after approval of CSRC.</p>	<p><b>Article 3.7</b> The board of directors of the Company may make arrangement for separately issuing overseas listed foreign shares and domestic shares according to the issue scheme approved by <b>CSRC</b>.</p> <p>According to the aforesaid scheme for separate issue of overseas listed foreign shares and domestic shares, the Company may issue the shares within 15 months after approval of CSRC.</p>

Existing Articles of Association	Revised Articles of Association
<p><b>Article 6.1</b> Shares are certificates issued by the Company as evidence of the shareholders' equity of the Company. The Company shall issue book entry shares or shares in script form or shares in any other form specified by <b>the securities regulatory authority under the State Council</b> according to provisions of relevant government agencies at the location where the Company's shares are issued and listed.</p>	<p><b>Article 6.1</b> Shares are certificates issued by the Company as evidence of the shareholders' equity of the Company. The Company shall issue book entry shares or shares in script form or shares in any other form specified by <b>CSRC</b> according to provisions of relevant government agencies at the location where the Company's shares are issued and listed.</p>
<p><b>Article 6.5</b> The Company may keep overseas the register of holders of overseas listed shares and entrust it to the care of an overseas agency in accordance with the understanding and agreement reached between <b>the securities regulatory authority under the State Council</b> and the overseas securities regulatory authority. The original of the register of holders of overseas listed shares listed in Hong Kong shall be kept in Hong Kong.</p> <p>The Company shall keep at its domicile a copy of the register of holders of overseas listed shares; the entrusted overseas agency shall always ensure that the original and copies of the register of holders of overseas listed shares are consistent. Where the original and copies of the register of holders of overseas listed shares are discrepant, the original shall prevail.</p>	<p><b>Article 6.5</b> The Company may keep overseas the register of holders of overseas listed shares and entrust it to the care of an overseas agency in accordance with the understanding and agreement reached between <b>CSRC</b> and the overseas securities regulatory authority. The original of the register of holders of overseas listed shares listed in Hong Kong shall be kept in Hong Kong.</p> <p>The Company shall keep at its domicile a copy of the register of holders of overseas listed shares; the entrusted overseas agency shall always ensure that the original and copies of the register of holders of overseas listed shares are consistent. Where the original and copies of the register of holders of overseas listed shares are discrepant, the original shall prevail.</p>

Existing Articles of Association	Revised Articles of Association
<p><b>Article 8.9</b> The notice of a general meeting shall be sent to shareholders (whether or not they are entitled to vote at the general meeting) by personal delivery or by pre-paid mail to their addresses as recorded in the shareholders' register. For holders of domestic shares, the notice of a general meeting may be issued in the form of public announcement.</p> <p>Public announcement referred to in the preceding paragraph shall be published in one or more newspaper(s) designated by <b>the securities regulatory authority under the State Council</b> during the period between 45 days to 50 days prior to the date of the meeting. Once the announcement has been published, all holders of domestic shares shall be deemed to have received the notice of relevant general meeting.</p> <p>Where the Company intends to give a notice of a general meeting, it shall ensure that holders of foreign shares registered in Hong Kong have enough time to exercise their rights or act in accordance with the notice.</p>	<p><b>Article 8.9</b> The notice of a general meeting shall be sent to shareholders (whether or not they are entitled to vote at the general meeting) by personal delivery or by pre-paid mail to their addresses as recorded in the shareholders' register. For holders of domestic shares, the notice of a general meeting may be issued in the form of public announcement.</p> <p>Public announcement referred to in the preceding paragraph shall be published in one or more newspaper(s) designated by <b>CSRC</b> during the period between 45 days to 50 days prior to the date of the meeting. Once the announcement has been published, all holders of domestic shares shall be deemed to have received the notice of relevant general meeting.</p> <p>Where the Company intends to give a notice of a general meeting, it shall ensure that holders of foreign shares registered in Hong Kong have enough time to exercise their rights or act in accordance with the notice.</p>
<p><b>Article 10.1</b> The Company shall have a board of directors, which shall be accountable to and report to general meetings. The board of directors shall consist of <b>at least 7 and at most 11 directors</b> (the exact number of directors shall be passed at a general meeting), <b>including 4 executive directors</b> responsible for the daily affairs assigned by the Company, <b>3-7 non-executive directors who will not handle daily affairs of the Company</b>, 1 chairman and <b>1 vice chairman</b>. The Company shall ensure that the number of independent non-executive directors is at least one third of the total number of members of the board of directors.</p>	<p><b>Article 10.1</b> The Company shall have a board of directors, which shall be accountable to and report to general meetings. The board of directors shall consist of <b>5-19 directors</b> (the exact number of directors shall be passed at a general meeting), including executive directors responsible for the daily affairs assigned by the Company <b>and non-executive directors (including independent non-executive directors)</b>, 1 chairman and <b>1-2 vice chairman</b>. The Company shall ensure that the number of independent non-executive directors is at least one third of the total number of members of the board of directors.</p>

Existing Articles of Association	Revised Articles of Association
<p><b>Article 14.2</b> The validity of an act of a director, <b>manager</b> or other senior executive on behalf of the Company for a goodwill third person is not affected by any incompliance in the appointment, election or qualification thereof.</p>	<p><b>Article 14.2</b> The validity of an act of a director, <b>general manager, vice-general manager</b> or other senior executive on behalf of the Company for a goodwill third person is not affected by any incompliance in the appointment, election or qualification thereof.</p>
<p><b>Article 16.7</b> Appointment, dismissal or non-appointment of certified public accountants shall be subject to decision at the general meeting and shall be filed with <b>the securities regulatory authority under the State Council</b>.</p>	<p><b>Article 16.7</b> Appointment, dismissal or non-appointment of certified public accountants shall be subject to decision at the general meeting and shall be filed with <b>CSRC (if required)</b>.</p>

Save for the Proposed Amendments set out above, other provisions in the Articles of Association remain unchanged.

The Articles of Association and the Proposed Amendments are written in Chinese and English. If there is any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.

The Proposed Amendments are subject to the approval of the Shareholders by way of a special resolution at the AGM and the approval of, and registration or filing with, the relevant competent authorities in the PRC.

A special resolution will be put to the Shareholders at the forthcoming AGM for approving, among other things, the Proposed Amendments.

A circular containing, among other things, further information regarding the proposed appointment of an executive Director and the Proposed Amendments, together with a notice to convene the AGM, will be despatched to the Shareholders as soon as practicable.

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

26 March 2021  
Shandong, the People's Republic of China

*As at the date of this announcement, the Board comprises eight directors, namely Ms. Zhang Hongxia, Ms. Zhang Yanhong, Ms. Zhao Suwen and Mr. Zhang Jinglei as executive directors, Ms. Zhao Suhua as non-executive director and Mr. George Chan Wing Yau, Mr. Chen Shuwen and Mr. Liu Yanzhao as independent non-executive directors.*

*\* 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).*