
THIS 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)

**PROPOSED CHANGE OF REGISTERED ADDRESS,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICES OF EXTRAORDINARY GENERAL MEETING**

A letter from the Board is set out on pages 3 to 6 of this circular.

A notice convening the EGM to be convened and held at 9:00 a.m. on Friday, 16 July 2021 at the conference hall 401 on the Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province, the PRC are set out on pages 7 to 9 of this circular. Whether or not you are able to attend the above meeting, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch H Shares registrar, Computershare Hong Kong Investor Services Limited, at 17M 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, Zouping Economic Development Zone, Zouping City, Shandong Province, the PRC (for holders of Domestic Shares) as soon as possible and in any event not less than 24 hours before the time for holding the above meeting or the time appointed for taking the poll. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

27 May 2021

* For identification purposes only.

CONTENTS

	<i>Page</i>
Definitions	1
Letter from the Board	3
Introduction	3
Proposed Change of Registered Address	4
Proposed Amendments to the Articles of Association	4
EGM	5
Book Closure	5
Recommendations	6
Notice of the EGM	7

DEFINITIONS

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

“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
“Domestic Shares”	domestic shares in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for in RMB
“EGM”	an extraordinary general meeting of the Company to be held at 9:00 a.m. on Friday, 16 July 2021 at the conference hall 401 on the Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province, the PRC
“Group”	the Company and its subsidiaries
“H Shares”	overseas listed foreign shares in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are listed on the Stock Exchange
“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)
“Proposed Amendments”	the proposed amendments to the Articles of Association as set out in this circular
“Proposed Change of Registered Address”	the proposed change of the registered address of the Company in the PRC as set out in this circular
“Share(s)”	include Domestic Shares and H Shares
“Shareholder(s)”	registered holder(s) of the shares of the Company

DEFINITIONS

“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:

Ms. Zhang Hongxia (*Chairman*)
Ms. Zhang Yanhong (*Vice Chairman*)
Ms. Zhao Suwen
(*Chief Financial Officer, Authorized Representative*)
Mr. Zhang Jinglei
(*Company Secretary, Authorized Representative*)

Non-executive Directors:

Ms. Zhao Suhua

Independent Non-executive Directors:

Mr. George Chan Wing Yau
Mr. Chen Shuwen
Mr. Liu Yanzhao

Registered Address:

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

Principal Place of Business in the PRC:

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

Place of Business In Hong Kong:

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

To the Shareholders

Dear Sir/Madam,

**PROPOSED CHANGE OF REGISTERED ADDRESS,
PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
AND
NOTICES OF EXTRAORDINARY GENERAL MEETING**

A. INTRODUCTION

The purpose of this circular is to provide you with information regarding resolutions to be proposed at the EGM relating to the Proposed Change of Registered Address and the Proposed Amendments and to give you the notice of the EGM.

* For identification purposes only.

LETTER FROM THE BOARD

B. PROPOSED CHANGE OF REGISTERED ADDRESS

The Board proposed to change the registered address of the Company in the PRC from “34 Qidong Road, Weiqiao Town, Zouping County, Shandong Province” to “No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province” for its development needs.

The Proposed Change of Registered Address is subject to the approval of the Shareholders by way of an ordinary resolution at the EGM and the approval of, and registration or filing with, the relevant competent authorities in the PRC.

C. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In order to reflect the Proposed Change of Registered Address and according to the relevant requirements under the laws and regulations of the PRC, the Board proposes to make corresponding amendment to the current Articles of Association. Details of the Proposed Amendments are as follows:

Existing Articles of Association	Revised Articles of Association
<p>Article 1.3 Domicile of the Company: 34 Qidong Road, Weiqiao Town, Zouping County, Shandong Province</p> <p>Postcode: 256212 Tel: 0543-4162222 Fax: 0543-4162000</p>	<p>Article 1.3 Domicile of the Company: No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province</p> <p>Postcode: 256200 Tel: 0543-4162222 Fax: 0543-4162000</p>
<p>Article 25.3 The following terms shall have the following meanings in these Articles of Association save as otherwise interpreted in specific contexts:</p> <p>.....</p> <p>“Domicile of the Company” refers to 34 Qidong Road, Weiqiao Town, Zouping County, Shandong Province</p> <p>.....</p>	<p>Article 25.3 The following terms shall have the following meanings in these Articles of Association save as otherwise interpreted in specific contexts:</p> <p>.....</p> <p>“Domicile of the Company” refers to No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province</p> <p>.....</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.

LETTER FROM THE BOARD

The Hong Kong and PRC legal advisers of the Company have confirmed that the Proposed Amendments conform with the requirements of the Listing Rules and the applicable PRC laws and regulations, respectively. The Directors also confirmed that there is nothing unusual about the Proposed Amendments for a company listed in Hong Kong.

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

D. EGM

The notice convening the EGM to be held at 9:00 a.m. on Friday, 16 July 2021 at the conference hall 401 on the Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province, the PRC, are set out on pages 7 to 9 of this circular for the purpose of considering and if thought fit, passing the resolutions set out therein.

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

Form of proxy for use at the EGM is accompanied with this circular. Whether or not you are able to attend the EGM, you are requested to complete the form of proxy in accordance with the instructions printed thereon and return it to the Company's branch H Shares registrar, Computershare Hong Kong Investor Services Limited, at 17M 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 City, Shandong Province, the PRC (for holders of Domestic Shares) as soon as possible and in any event not less than 24 hours before the time for holding the above meeting or the time appointed for taking the poll. Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

The reply slip for the EGM is also enclosed with this circular. You are reminded to complete and sign the reply slip and return the signed reply slip to the office of the secretary to the Board at Room 412, Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province, the PRC, no later than Saturday, 26 June 2021 in accordance with the instructions printed thereon.

E. BOOK CLOSURE

The Company's register of members will be closed from Wednesday, 16 June 2021 to Friday, 16 July 2021 (both dates inclusive), during which no transfer of shares will be registered. Shareholders whose names appear on the register of members of the Company on Wednesday, 16 June 2021 are entitled to attend and vote at the EGM. In order to qualify for attending and voting at the EGM, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 15 June 2021.

LETTER FROM THE BOARD

F. RECOMMENDATIONS

The Directors believe that all the resolutions proposed for consideration and approval by the Shareholders at the EGM are 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 all the resolutions to be proposed at the EGM.

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

Shandong, the PRC
27 May 2021

* *For identification purposes only.*

NOTICE OF THE EGM



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”) will be held at 9:00 a.m. on Friday, 16 July 2021 at the conference hall 401 on the Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Zouping Economic Development Zone, Zouping City, Shandong Province, the People's Republic of China (the “PRC”) for the following purposes:

ORDINARY RESOLUTION

1. to consider and approve the proposed change of the registered address of the Company in the PRC.

SPECIAL RESOLUTION

2. to consider and approve the proposed amendments to the articles of association of the Company.

By behalf of the Board

Weiqiao Textile Company Limited*

Zhang Jinglei

Executive Director and Company Secretary

27 May 2021
Shandong, the PRC

As at the date of this notice, the board of directors of the Company 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.

NOTICE OF THE EGM

Notes:

- (A) The Company's register of members will be closed from Wednesday, 16 June 2021 to Friday, 16 July 2021 (both dates inclusive), during which no transfer of shares will be registered. Shareholders whose names appear on the register of members of the Company on Wednesday, 16 June 2021 are entitled to attend and vote at the EGM. In order to qualify for attending and voting at the EGM, all transfers of shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 15 June 2021.
- (B) Holders of H shares and domestic shares, who intend to attend the EGM, must complete the reply slip for attending the EGM and return it to the office of the secretary to the board of directors of the Company not later than 20 days before the date of the EGM, i.e. no later than Saturday, 26 June 2021.

Details of the office of the secretary to the board of directors of the Company are as follows:

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

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

- (C) Each holder of H shares who has the right to attend and vote at the EGM (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 EGM. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
- (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, 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 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 H Shares registrar, Computershare Hong Kong Investor Services Limited, at 17M 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.
- (F) 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 (C) to (D) 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 of the Company, 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.
- (G) 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 ID card and valid documents evidencing his capacity as such legal representative. If a legal person share shareholder appoints a representative of the

NOTICE OF THE EGM

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.

- (H) The EGM is expected to last for 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).*