



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 convened and held at 9:00 a.m. on 18 March 2008 at the conference hall on the Fourth Floor, Company Office Building, No. 1 Wei Fang Lu, Jing Ji Kai Fa Qu, Zouping County, Shandong Province, The People’s Republic of China (the “**PRC**”), to consider and, if thought fit, approve the following resolutions:

AS ORDINARY RESOLUTION

RESOLUTION NO. 1

“**THAT:**

- (a) the asset transfer agreement dated 14 January 2008 (the “**Asset Transfer Agreement**”) and entered into between the Company and Shandong Weiqiao Chuangye Group Company Limited (山東魏橋創業集團有限公司) (“**Holding Company**”) in relation to the acquisition of the Thermal Power Assets (as defined in the announcement of the Company dated 14 January 2008 and the circular of the Company dated 1 February 2008 of which this notice forms part) by the Company from Holding Company (the “**Acquisition**”) (a copy of which has been produced to this meeting marked “A” and signed by the Chairman hereof for identification purpose) and the transactions contemplated thereunder be and is hereby approved, ratified and confirmed;
- (b) the execution of the Asset Transfer Agreement by a director of the Company for and on behalf of the Company, be and is hereby approved, ratified and confirmed; and

RESOLUTION NO. 2

“**THAT** subject to the passing of Resolution No. 1 above as a ordinary resolution by poll:

- (a) the form of the supply of excess electricity agreement proposed to be entered into between the Company and Holding Company (a copy of which has been produced to this meeting marked “B” and signed by the Chairman hereof for identification purpose) at completion of the Asset Transfer Agreement (“**Completion**”) in relation to the supply by the Company of electricity which is in

excess of the actual electricity consumption by the Company and its subsidiaries to Holding Company for a term commencing from the date of Completion and ending on 31 December 2010 (both dates inclusive) (“**Supply of Excess Electricity Agreement**”) be and is hereby approved;

- (b) the continuing connected transactions contemplated under the Supply of Excess Electricity Agreement and the proposed annual caps therefor, be and are hereby approved;
- (c) the execution of the Supply of Excess Electricity Agreement by a director of the Company for and on behalf of the Company be and is hereby approved; and
- (d) the directors of the Company be and are hereby authorized to do such other 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 Supply of Excess Electricity Agreement with such changes as the directors of the Company may consider necessary, desirable or expedient.”

By Order of the Board
Wei qiao Textile Company Limited
Zhao Suwen
Executive Director and Company Secretary

1 February 2008
Shandong
The People’s Republic of China

Notes:

- (A) The H Share register of the Company will be closed from 18 February 2008 to 18 March 2008 (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 close of business on 15 February 2008, 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 4:00 p.m. on 15 February 2008.

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

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

- (B) 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 of the Company not later than 20 days before the date of the EGM, i.e. no later than 27 February 2008.

Details of the Office of the Secretary to the Board of Directors of the Company are as follows:

First Floor
Company Office Building
No.1 Wei Fang Lu
Jing Ji Kai Fa Qu
Zouping County
Shandong Province
People's Republic of China

Tel: 86 (543) 4162222

Fax: 86 (543) 4162000

- (C) 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.
- (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 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 46th Floor, Hopewell Centre, 183 Queen's Road East, 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.
- (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, 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/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.
- (H) 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.

** The Company is registered in Hong Kong as an oversea company under the English name "Weiqiao Textile Company Limited".*

As at the date of this announcement, the board of Directors of the Company comprises of 9 Directors Ms. Zhang Hongxia, Mr. Qi Xingli, Ms. Zhao Suwen and Ms. Zhang Yanhong as executive Directors, Mr. Zhang Shiping and Mr. Wang Zhaoting as non-executive Directors and Mr. Wang Naixin, Mr. Xu Wenying and Mr. George Chan Wing Yau as independent non-executive Directors.