



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)

**PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING  
TO BE HELD ON 28 DECEMBER 2016**

I/We \_\_\_\_\_,  
of \_\_\_\_\_,  
am/are the shareholder(s) of Weiqiao Textile Company Limited (the “**Company**”), holding \_\_\_\_\_  
H Shares/domestic shares. I/we hereby appoint \_\_\_\_\_,  
of \_\_\_\_\_,  
as my/our proxy/proxies or I/We hereby appoint the chairman of the extraordinary general meeting (the “**Extraordinary General Meeting**”) as my/our proxy (please delete where appropriate) for \_\_\_\_\_ H Shares/  
domestic shares which I/we hold in the share capital of the Company to attend and vote at the Extraordinary General Meeting to be held at the conference hall 401 on the Fourth Floor, Company Office Building, No. 1 Wei Fang Road, Economic Development Zone, Zouping County, Shandong Province, the People's Republic of China at 9:00 a.m. on 28 December 2016 (Wednesday) or at any adjournment thereof. The proxy/proxies is/are authorised to vote on the resolution according to the following instructions. In the absence of instructions, the proxy/proxies shall vote for or against the resolution or abstain at their discretion.

	Ordinary Resolution	For	Against	Abstention
1.	<p>“<b>THAT:</b></p> <p>(a) the Company's entering into of the supply of excess electricity agreement (the “<b>Supply of Excess Electricity Agreement</b>”) with Shandong Weiqiao Chuangye Group Company Limited (山東魏橋創業集團有限公司) (the “<b>Holding Company</b>”) on 26 October 2016 be and is hereby approved, ratified and confirmed;</p> <p>(b) the estimated annual maximum transaction value of the supply of excess electricity by the Company and its subsidiaries (the “<b>Group</b>”) to Holding Company and its subsidiaries (excluding the Group) (as set out in the announcement of the Company dated 26 October 2016 and the circular of the Company dated 29 November 2016) for each of the three years ending 31 December 2019 (the “<b>Annual Caps</b>”) be and are hereby approved, ratified and confirmed; and</p> <p>(c) any director of the Company (the “<b>Director</b>”) 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 Supply of Excess Electricity Agreement and the transactions contemplated thereunder, and the Annual Caps, with such changes as the Directors may consider necessary, desirable or expedient.”</p>			

Date: \_\_\_\_\_ 2016

Signature: \_\_\_\_\_

\* 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).

*Notes:*

- (A) The Company's H Share register of members will be closed from 29 November 2016 (Tuesday) to 28 December 2016 (Wednesday) (both dates inclusive), during which no transfer of shares will be registered. Any holders of H Shares of the Company, whose names appear on the Company's register of members at 4:30 p.m. on 28 November 2016 (Monday), are entitled to attend and vote at the Extraordinary General Meeting after completing the registration procedures for attending the meeting. In order to qualify for attending to, and voting in, the forthcoming Extraordinary 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, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 28 November 2016 (Monday).
- (B) Holders of H Shares and Domestic Shares, who intend to attend the Extraordinary General Meeting, must complete the reply slips for attending the Extraordinary General Meeting and return them to the Office of the Secretary to the Board not later than 20 days before the date of the Extraordinary General Meeting, i.e. no later than 8 December 2016 (Thursday).

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

Fourth Floor  
Company Office Building  
No. 1 Wei Fang Road  
Economic Development Zone  
Zouping County  
Shandong Province  
the People's Republic of China  
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 Extraordinary 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 Extraordinary General Meeting. 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, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the Extraordinary General Meeting 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 Extraordinary General Meeting. 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 Extraordinary General Meeting or any adjournment, thereof in order for such documents to be valid.
- (G) If a proxy attends the Extraordinary 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 Extraordinary 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 Extraordinary 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.
- (H) The Extraordinary General Meeting is expected to last for half a day. Shareholders attending the Extraordinary General Meeting are responsible for their own transportation and accommodation expenses.
- (I) **IMPORTANT:** If you wish to vote for a resolution, please place a "✓" in the box marked "FOR". If you wish to vote against a resolution, please place a "✓" in the box marked "AGAINST". Failure to complete a box will entitle your proxy to cast your vote(s) at his discretion. The shares abstained will not be counted in the calculation of the required majority. Your proxy will also be entitled to vote at his discretion on any resolution (or any amendment thereto) properly put to the Extraordinary General Meeting other than those set out in the notice convening the Extraordinary General Meeting.
- (J) Completion and deposit of this form of proxy will not preclude you from attending and voting at the meeting if you so wish. In the event that you attend the meeting after having lodged this form of proxy, this form of proxy will be deemed to have been revoked.
- (K) Each alteration made to this form of proxy must be initialed by the person who signs it.