
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant, or other professional adviser.

If you have sold or otherwise transferred all your shares in Shandong Weigao Group Medical Polymer Company Limited, you should at once hand this circular and the enclosed form of proxy and reply slip to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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WEGO 威高

山東威高集團醫用高分子製品股份有限公司
Shandong Weigao Group Medical Polymer Company Limited *
(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1066)

**(1) PROPOSED APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
(2) DISTRIBUTION OF INTERIM DIVIDEND
AND
(3) NOTICE OF SPECIAL GENERAL MEETING**

Notice convening the SGM of the Company to be held at the 5th Floor, 312 Shi Chang Road, Weihai, Shandong, the PRC on 10 October 2011 are set out on pages 7 to 9 of this circular. If you intend to attend the said meeting of the Company, please complete and return the accompanying reply slip in accordance with the instructions printed thereon as soon as possible and in any event by no later than 4:30 p.m. on 19 September 2011.

Whether or not you are able to attend the said meeting, you are requested to complete and return the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's registered office (in the case of the proxy form by holders of non-listed shares) at 312 Shi Chang Road, Weihai, Shandong, the PRC or at the Company's H share registrar at Tricor Standard Limited, 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong (in the case of proxy form of holders of H shares) as soon as possible and in any event not less than 24 hours before the time appointed for holding the meetings.

Completion and return of the form of proxy will not preclude you from attending and voting in person at the said meeting, or any adjournment thereof, should you so wish.

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DEFINITIONS

In this circular, the following expressions have the following meanings unless the context requires otherwise:

“Board”	the board of Directors
“Company”	山東威高集團醫用高分子製品股份有限公司 (Shandong Weigao Group Medical Polymer Company Limited*), a joint stock limited company incorporated in the PRC with limited liability and whose H Shares are listed on Main Board of the Stock Exchange
“Directors”	the directors of the Company
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China (in this circular excluding Hong Kong SAR, Macau SAR and Taiwan)
“RMB”	Renminbi, the lawful currency of the PRC
“SGM”	The special general meeting of the Company to be held at 9:00 a.m. on 10 October 2011 to approve, the resolution set out in the notice of the SGM on pages 7 to 9 of this circular
“Shareholders”	the holders of the Shares
“Shares”	the ordinary shares of RMB0.10 each in the share capital of the Company, comprising both the Non-listed Shares and the H Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD

WEGO 威高

山東威高集團醫用高分子製品股份有限公司
Shandong Weigao Group Medical Polymer Company Limited *

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1066)

Executive Directors:

Mr. Zhang Hua Wei
Mr. Miao Yan Guo
Mr. Wang Yi
Mr. Wang Zhi Fan
Mr. Wu Chuan Ming

*Registered office and principal
place of business in the PRC:*
312 Shi Chang Road
Weihai
Shandong Province
the PRC

Non-executive Directors:

Mr. Chen Xue Li
Mrs. Zhou Shu Hua
Mr. Li Bing Yung
Mr. Jean-Luc Butel

*Principal place of business
in Hong Kong:*
801, Chinachem Century Tower
178 Gloucester Road
Wanchai
Hong Kong

Independent non-executive Directors:

Mr. Luan Jian Ping
Mr. Li Jia Miao
Mr. Lo Wai Hung

22 August 2011

To the Shareholders

Dear Sir or Madam,

**(1) PROPOSED APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
(2) DISTRIBUTION OF INTERIM DIVIDEND
AND
(3) NOTICE OF SPECIAL GENERAL MEETING**

INTRODUCTION

The purpose of this circular is to provide you with further information regarding the proposed resolutions to be passed at the SGM in relation to the appointment of Ms. Fu Mingzhong (“Ms. Fu”) as an independent non-executive director of the Company and the proposed distribution of interim dividend for the six months ended 30 June 2011.

* For identification purpose only

LETTER FROM THE BOARD

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

As disclosed in the announcement of the Company dated 15 August 2011, the Board has nominated Ms. Fu as an independent non-executive Director, subject to the approval of the appointment by the Shareholders at the SGM by way of ordinary resolution.

Biography of Ms. Fu

Ms. Fu

Ms. Fu, aged 61, senior economist and associate chief pharmacist and has over 40 years of working experience, particular in the area of management experience in the pharmaceutical and healthcare products industry. Ms. Fu obtained a master's degree in engineering from the Harbin Institute of Technology in March 1995.

Ms. Fu was previously a workshop director, the head of the quality control office, the office head and the vice factory manager of The Third Harbin Pharmaceutical Factory from June 1972 to March 1999. Ms. Fu was a director of Harbin City Pharmaceutical Group and the general manager of Harbin Pharmaceutical Company Limited from March 1992 to December 1997. She was also a deputy general manager of China Medicines Group (中國醫藥(集團)公司) (currently known as China National Pharmaceutical Group (國藥集團)) from December 1997 to January 1999 and she was a director of China Medicines Group Corporation from January 1999 to July 2009 respectively. Ms. Fu was the executive deputy general manager of China National Pharmaceutical industry Corporation (中國醫藥工業公司) from January 1999 to January 2001. Ms. Fu was the chairman of National Medicines Company Limited (國藥集團藥業股份有限公司), (a company listed on the Shanghai Stock Exchange) from February 2001 to April 2008. Ms. Fu has been a director of Shenzhen Accord Pharmaceutical Company Ltd. (深圳一致藥業有限公司) (a company listed on the Shenzhen Stock Exchange) since April 2008 and was the chairman from April 2008 to December 2008. Ms. Fu has also been a director of Sinopharm Industrial Investment Co., Ltd. (國藥產業投資有限公司) from July 2008 to December 2010. Ms. Fu was the general manager, duty chairman and director of Sinopharm Group Co. Ltd., (國藥控股有限公司), (a company listed on the Hong Kong Stock Exchange) during the period from February 2006 to December 2009, and December 2009 to January 2011 respectively.

Ms. Fu is currently the chairman of China Association of Pharmaceutical Commerce and a member of the Thirteenth Shanghai Municipal People's Congress. Save as disclosed above, Ms. Fu did not hold any positions in the Company or any of its subsidiaries and did not hold any directorships in any other listed companies on the Stock Exchange and any other stock exchange in the three years preceding the date of this circular.

LETTER FROM THE BOARD

The Company will enter into a service contract with Ms. Fu for a term of 3 years with effect from the date of the appointment. Her remuneration is fixed at RMB72,000 per annum, which is determined by the Board with reference to her duties and responsibilities within the Company and the prevailing market conditions. Save as director's remuneration disclosed herein, Ms. Fu is not entitled to any other benefits. Ms. Fu had not previously held or currently holds any position in the Company or its subsidiaries and he does not have any relationship with any directors, senior management or substantial or controlling shareholders (as defined in the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules")).

As at the date of this circular, Ms. Fu is not connected with any directors, chief executive, substantial shareholders or controlling shareholders of the Company (within the meaning of the Listing Rules). As at the date of this circular, Ms. Fu does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters about the appointment of Ms. Fu as an independent non executive which are required to be disclosed pursuant to paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules nor are there other matters that need to be brought to the attention of the shareholders of the Company.

PROPOSED DISTRIBUTION OF INTERIM DIVIDEND

On 15 August 2011, the Board recommended to distribute an interim dividend of RMB0.029 per share (inclusive of tax). The total amount of dividends to be distributed shall be approximately RMB129,815,000, of which dividends paid to non-resident corporate shareholders will be subject to the corporate tax applicable on the PRC sourced income pursuant to the PRC Corporate Income Tax Law and the Regulations on the Implementation of the PRC Corporate Income Tax Law that became effective on 1 January 2008 and the applicable tax rate is 10%. The listed issuer will be responsible for withholding the relevant amount of tax from dividend payment and the dividends to be received by the non-resident corporate shareholders will be net of withholding tax. The proposal to declare and pay this interim dividend will be submitted to the shareholders of the Company at the SGM. Interim dividends payable for non-listed Shares will be distributed and paid in RMB whereas interim dividends for H Shares will be distributed and paid in Hong Kong dollars.

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

In order to determine the identity of the shareholders entitled to attend and vote at the SGM, the register of members of the Company will be closed from Saturday, 10 September 2011 to Monday, 10 October 2011 (both days inclusive). All transfer documents accompanied by the relevant share certificates, must be lodged with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Friday, 9 September 2011.

In order to determine the identity of the shareholders entitled to receive the interim dividend of the Company for the six months ended 30 June 2011, all transfer document accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, 26/F Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on 14 October 2011. The interim dividend of RMB0.029 per share for the six months ended 30 June 2011 will be paid to the Shareholders whose names are shown on the register of members of the Company at the close of business on the record date, i.e. 14 October 2011.

An interim dividend warrant of RMB0.029 per share will be will be despatched at the risk of those entitled thereto to their respective registered addresses on or before Friday, 4 November 2011.

SPECIAL GENERAL MEETING

The SGM will be held at the conference room of the Company's head office, 5th Floor, 312 Shi Chang Road, Weihai, Shandong, the PRC at 9:00 a.m. on 10 October 2011 at which an ordinary resolutions will be proposed to approve the appointment of Ms. Fu as an independent non-executive Director and distribution of interim dividend, by poll. The notice convening the SGM is set out on pages 7 to 9 of this circular.

A proxy form for use at the SGM and a reply slip are enclosed with this circular and are also published on the websites of the Hong Kong Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.weigaogroup.com>). If you are not able to attend the meeting in person, you are requested to complete and return the proxy form in accordance with the instructions printed thereon and to lodge the same with the Company's branch share registrar in Hong Kong, Tricor Standard Limited, 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time fixed for holding the SGM or any adjournment thereof (as the case may be). Completion and delivery of the proxy form will not preclude you from attending and voting in person at the SGM or any adjournment thereof (as the case may be) if you so wish. If you intend to attend the SGM in person or by proxy, you should also complete and return the reply slip to the Company in person, by post or by fax on or before 4:30 p.m. on 19 September 2011 in accordance with the instructions printed thereon.

LETTER FROM THE BOARD

Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, all votes casted at the SGM must be taken by poll and it is contemplated that the chairman of the meeting will make such demand at the SGM and will announce the results of the poll in the manner prescribed under Rule 13.39(5) of the Hong Kong Listing Rules.

PROCEDURE OF DEMANDING A POLL BY SHAREHOLDERS

Article 80 of the articles of association of the Company provides that all votes of Shareholders at general meetings must be taken by poll.

RECOMMENDATIONS

The Directors consider that the proposed resolutions as mentioned above are in the interests of the Company and its Shareholders as a whole and are fair and reasonable. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant ordinary resolutions to be proposed at the SGM.

By Order of the Board
Shandong Weigao Group Medical Polymer Company Limited
Chen Xue Li
Chairman

22 August 2011
Shandong, China

NOTICE OF THE SGM

WEGO 威高

山東威高集團醫用高分子製品股份有限公司
Shandong Weigao Group Medical Polymer Company Limited *

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1066)

NOTICE OF THE SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting (the “SGM”) of the shareholders of Shandong Weigao Group Medical Polymer Company Limited* (山東威高集團醫用高分子製品股份有限公司) (the “Company”) will be held at 5th Floor, No. 312 Shichang Road, Weihai, Shandong Province, the PRC on Monday, 10 October 2011 at 9:00 a.m. for the purpose of considering and, if thought fit, passing the following ordinary resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Ms. Fu Mingzhong as an independent non-executive director of the Company;
2. To consider and approve the distribution of interim dividend of RMB 0.029 per share for the six months ended 30 June 2011 to be distributed to all shareholders whose names appear on the register of members of the Company at the close of business on 14 October 2011.

Yours faithfully,

By order of the Board

Shandong Weigao Group Medical Polymer Company Limited*

Chen Xue Li

Chairman

Weihai, Shandong

22 August 2011

* For identification purpose only

NOTICE OF THE SGM

Registered Office:

312 Shichang Road
Weihai
Shandong Province
The PRC

Principal Place of Business in Hong Kong:

801, Chinachem Century Tower
178 Gloucester Road
Wanchai
Hong Kong

Notes:

- (i) A Shareholder who has the right to attend and vote at the SGM is entitled to appoint one proxy (or more) in writing to attend the SGM and vote on his behalf in accordance with the Company's Articles of Association. The proxy need not be a shareholder of the Company. Enclosed herewith a form of proxy for use in the general meeting. Any Shareholder who wishes to appoint a proxy should first review the form of proxy for use in the SGM. For any Shareholder who has appointed more than one proxies, such proxies shall only vote on poll. In the case of joint registered holders, the proxy form may be signed by any joint registered holder. In the case that more than one of such joint registered holders are present at any meeting personally or by proxy, then one such joint registered holders so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
- (ii) All Shareholders shall appoint its proxy in writing. To be valid, a form of proxy together with a power of attorney or other authority, if any, under which it is signed or certified by a notary or an official copy of that power of attorney or authority, must be delivered at the Company's H Share registrar in Hong Kong, Tricor Standard Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong (in respect of the holder of H Shares) and the Company's principal place of business at No. 312 Shichang Road, Weihai, Shandong Province, PRC (in respect of the holder of the Non-listed Shares) not less than 24 hours before the time appointed for holding the SGM or 24 hours before the time designated for voting.
- (iii) Shareholders and their proxies attending the SGM shall produce their proof of identification.

NOTICE OF THE SGM

- (iv) The register of members in Hong Kong will be closed from Saturday, 10 September 2011 to Monday, 10 October 2011, both days inclusive, during which no transfer of shares will be effected. In order to be eligible to attend the SGM and to vote thereat as shareholders, all transfers of shares together with the relevant share certificates must be delivered at the Company's H Share registrar, Tricor Standard Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong no later than 4:30 p.m. on Friday, 9 September 2011.
- (v) The holders of the H Shares who intend to attend the SGM, whether in person or by proxy, should complete and return the reply slip to the Company's H Share registrars in Hong Kong, Tricor Standard Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong no later than Monday, 19 September 2011 by hand, by post, by telegraph or by fax to (852) 2528 3158.
- (vi) The holders of the Non-listed Shares who intend to attend the SGM, whether in person or by proxy, should complete and return the reply slip to the Company's registered address at No. 312 Shichang Road, Weihai, Shandong Province, PRC no later than Monday, 19 September 2011 by hand, by post, by telegraph or by fax to (86) 631 5622419.
- (vii) The SGM is expected not to exceed half a day, and all shareholders and proxies shall be responsible for their own traveling and accommodation expenses.
- (viii) Pursuant to Article 80 of the Company's Articles of Association all votes of the Shareholders at the general meetings must be taken by poll.
- (ix) Any enquiries about this notice and the SGM shall be sent for the attention to Ms. Xing Jingran at No. 312 Shichang Road, Weihai, Shandong Province, PRC (Tel. (86) 631 5622418) or Ms. Phillis Wong at 801, Chinachem Century Tower, 178 Gloucester Road, Wanchai, Hong Kong (Tel: (852) 28381490).