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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)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) 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 at 9:00 a.m. on Monday, 21 May 2012 for the purpose of considering and, if thought fit, passing the following ordinary and special resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the audited consolidated financial statements of the Group (including the Company and its subsidiaries) for the year ended 31 December 2011;
2. To consider and approve the report of the board of directors of the Company (the “Board”) for the year ended 31 December 2011;
3. To consider and approve the report of the Supervisory Committee of the Company for the year ended 31 December 2011;
4. To declare a final dividend of RMB0.03 per share for the year ended 31 December 2011;

* *For identification purpose only*

5. To consider and approve the proposal for the re-appointment of Deloitte Touche Tohmatsu as the auditor of the Company for the year ending 31 December 2012, and to authorise the Board to determine his remuneration;
6. To consider and authorise the Board to approve the remuneration of the directors, supervisors and senior management of the Company for the year ending 31 December 2012;
7. To consider and approve the appointment of Mr. Christopher J. O'Connell as non-executive director of the Company;
8. To consider and approve the appointment of Mrs. Wang Jin Xia as independent non-executive director of the Company;
9. To consider and approve the re-election of Mr. Lo Wai Hung as independent non-executive director of the Company;
10. to consider and approve the establishment of nomination committee (with the terms of reference); and

SPECIAL RESOLUTION

11. To consider and approve the general mandate to be granted to the Board to issue new shares.

“THAT:

- a) subject to paragraphs (c), (d) and (e) below, the exercise by the Board during the Relevant Period (as herein after defined in paragraph (f)) of all the powers of the Company to allot, issue and deal with non-listed Shares and/or H Shares severally or jointly be and is hereby approved;
- b) the approval in paragraph (a) above shall authorise the Board the Relevant Period to make or grant offers, agreement and options which would or might require the exercise of such powers to allot and issue non-listed Shares and/or H Shares during the Relevant Period or after the end of the Relevant Period;

- c) the aggregate nominal amount of non-listed Shares allotted and issued or agreed to be allotted and issued (whether pursuant to an option or otherwise) by the board of directors pursuant to paragraphs (a) and (b) above, otherwise than pursuant to (i) Rights Issue (as hereinafter defined in paragraph (f)); (ii) upon the exercise of rights of conversion under the terms of any securities which are convertible into Shares; (iii) upon the exercise of rights of subscription under the terms of any warrants issued by the Company; or (iv) any scrip dividend plan of other similar arrangement in lieu of the whole or part of a dividend on Shares allotted pursuant to the Company's Articles of Association, shall not exceed 20% of the aggregate nominal amount of the non-listed Shares in issue on the date of passing this resolution;
- d) the aggregate nominal amount of H Shares allotted and issued or agreed to be allotted and issued (whether pursuant to an option or otherwise) by the board of directors pursuant to paragraphs (a) and (b) above, otherwise than pursuant to (i) Rights Issue (as hereinafter defined in paragraph (f)); (ii) upon the exercise of rights of conversion under the terms of any securities which are convertible into Shares; (iii) upon the exercise of rights of subscription under the terms of any warrants issued by the Company; or (iv) any scrip dividend plan of other similar arrangement in lieu of the whole or part of a dividend on Shares allotted pursuant to the Company's Articles of Association, shall not exceed 20% of the aggregate nominal amount of the H Shares in issue on the date of passing this resolution;
- e) the approval referred to in paragraph (a) above is conditional upon the Company obtaining the approval from China Securities Regulatory Commission;
- f) for the purpose of this resolution;

“Relevant Period” means the period from the date of the passing of this special resolution until whichever is the earliest of:

- i) the conclusion of next annual general meeting of the Company after the passing of this resolution;
- ii) the expiration of the period within the twelve month period after the passing of this resolution; or
- iii) the revocation or variation of the authority given under this resolution by ordinary resolution of the shareholders of the Company in a general meeting.

“Right Issue” means an offer of shares open for a fixed period to holders of shares on the register of members of the Company and (where appropriate) other holders of the equity securities of the Company that are entitled to accept such offer on a fixed record date in proportion to their then holdings of such shares or such equity securities (subject to such exclusion or other arrangements as the directors of the Company may deem necessary of expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of, any recognised regulatory body or any stock exchange in relevant jurisdiction); and

- g) authorise the Board to, at its discretion, make any amendment of the Articles of Association of the Company where necessary, so as to increase the registered capital of the Company, and to reflect the new capital structure upon the granting of approval for the allotment or issue of the shares in the Company pursuant to paragraph (a) above.”

Yours faithfully,

By order of the Board

Shandong Weigao Group Medical Polymer Company Limited*

Chen Xue Li

Chairman

Weihai, Shandong

30 March 2012

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 AGM is entitled to appoint one proxy (or more) in writing to attend the AGM 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 AGM. 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 AGM or 24 hours before the time designated for voting.
- (iii) Shareholders and their proxies attending the AGM shall produce their proof of identification.
- (iv) For the purpose of determining the identity of shareholders who are entitled to attend at the meeting, the register of members will be closed from 21 April 2012 to 21 May 2012, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for attending at the meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company's H Share Registrars at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 20 April 2012.
- (v) For the purpose of determining the identity of shareholders who are entitled to receive final dividend for the year ended 31 December 2011, the register of members will be closed from 26 May 2012 to 31 May 2012, both days inclusive, during which period no transfer of shares will be effected. In order to qualify for entitlement of final dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company's H Share Registrars at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on 25 May 2012.
- (vi) The holders of the H Shares who intend to attend the AGM, 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, 30 April 2012 by hand, by post, by telegraph or by fax to (852) 2528 3158.

- (vii) The holders of the Non-listed Shares who intend to attend the AGM, 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, 30 April 2012 by hand, by post, by telegraph or by fax to (86) 631 5622419.
- (viii) The AGM is expected not to exceed half a day, and all shareholders and proxies shall be responsible for their own traveling and accommodation expenses.
- (ix) 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.
- (x) 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).

As at the date of this notice, the Board comprises:

Mr. Zhang Hua Wei (*Executive Director*)

Mr. Miao Yan Guo (*Executive Director*)

Mr. Wang Yi (*Executive Director*)

Mr. Wang Zhi Fan (*Executive Director*)

Mr. Wu Chuan Ming (*Executive Director*)

Mr. Chen Xue Li (*Non-executive Director*)

Mrs. Zhou Shu Hua (*Non-executive Director*)

Mr. Li Bing Yung (*Non-executive Director*)

Mrs. Fu Ming Zhong (*Independent non-executive Director*)

Mr. Li Jia Miao (*Independent non-executive Director*)

Mr. Lo Wai Hung (*Independent non-executive Director*)