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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 EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “**Extraordinary General Meeting**”) 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 2/F, 18 Xingshan Road, Weihai Torch Hi-tech Science Park, Weihai, Shandong, the PRC at 10:00 a.m. on Monday, 8 March 2021 for the purpose of considering and, if thought fit, passing the following resolution of the Company.

Unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as those defined in the circular (the “**Circular**”) of the Company dated 10 February 2021, of which this notice forms part.

SPECIAL RESOLUTIONS

1. (i) “**THAT** the grant of the Non-listed Domestic Shares to the following Grantees be and are hereby approved and confirmed.

Name of Grantee		Position	Number of Award Shares
Grantees who are connected persons at the issuer level			
1.	Long Jing	Director and General Manager	6,000,000
2.	Yue Chunliang	Supervisor of the Company	300,000
Sub-total			6,300,000

* *For identification purpose only*

Name of Grantee		Position	Number of Award Shares
Grantees who are connected persons at the subsidiary level (the “Connected Employees”)			
1.	Wu Xuefeng	Chief Financial Officer of the Company and Supervisor of a principal subsidiary of the Company	1,200,000
2.	Ma Shuhang	Director of principal subsidiaries of the Company, core management person	1,000,000
3.	Xia Xinrui	Director of a principal subsidiary of the Company, core management person	800,000
4.	Lv Suyun	Director and supervisor of principal subsidiaries of the Company, core management person	1,000,000
5.	Wang Xuqiang	Supervisor of principal subsidiaries of the Company, core management person	500,000
6.	Qu Yun	Director and supervisor of principal subsidiaries of the Company, core management person	300,000
7.	Cong Rinan	Director of principal subsidiaries of the Company, core management person	2,000,000
8.	Zou Lisheng	Director of a principal subsidiary of the Company, core management person	1,200,000
9.	Meng Linghong	Director of a principal subsidiary of the Company, core management person	500,000
10.	Lv Jun	Director of principal subsidiaries of the Company, core management person	800,000
11.	Ju Hongfeng	Director and supervisor of principal subsidiaries of the Company	2,000,000
12.	Wang Yongchang	Director of a principal subsidiary of the Company, core management person	400,000
13.	Yu Chunchi	Director of principal subsidiaries of the Company, core management person	500,000

Name of Grantee		Position	Number of Award Shares
14.	Zhang Dehai	Director of a principal subsidiary of the Company, core management person	1,200,000
15.	Lv Yonggui	Director of a principal subsidiary of the Company, core person	800,000
16.	Oiu Xiwen	Supervisor of a principal subsidiary of the Company, core person	200,000
17.	Yu Jinghua	Supervisor of a principal subsidiary of the Company, core person	300,000
Sub-total			14,700,000
Other employees			
1.	Wang Chong	Core person	1,000,000
2.	Zhao Hengkun	Core person	800,000
3.	Zhang Song	Core person	500,000
4.	Sun Qingliang	Core person	300,000
5.	Hou Yuanye	Core person	300,000
6.	Ma Wenfeng	Core person	300,000
7.	Wang Shengyun	Core person	500,000
8.	Ma Cai	Core person	400,000
9.	Wang Jianwei	Core person	300,000
10.	Zhang Zhuangqiu	Core person	600,000
11.	Liang Suyang	Core person	400,000
12.	Zhao Yun	Core person	300,000
13.	Qin Mingliang	Core person	800,000
14.	Zhang Zhipeng	Core person	800,000
15.	Li Xiaoyan	Core person	800,000
16.	Yu Peibao	Core person	300,000
17.	Ni Shili	Core person	2,400,000

	Name of Grantee	Position	Number of Award Shares
18.	Li Wenzheng	Core person	500,000
19.	Wu Yujuan	Core person	300,000
20.	Wang Daoming	Core person	500,000
21.	Wang Gang	Core person	400,000
22.	Wang Weijia	Core person	400,000
23.	Xue Ruipeng	Core person	300,000
24.	Zhou Dejun	Core person	1,500,000
25.	Li Xueke	Core person	600,000
26.	Yu Hao	Core person	250,000
27.	Jiang Chunpu	Core person	400,000
28.	Zhu Jiang	Core person	200,000
29.	Zhang Yong	Core person	1,200,000
30.	Ding Zhiwen	Core person	400,000
31.	Hu Xiaoguo	Core person	400,000
32.	Cheng Yunliang	Core person	300,000
33.	Liu Ningguo	Core person	400,000
34.	Tian Xuefei	Core person	400,000
35.	Jiang Limin	Core person	300,000
36.	Yu Hongchun	Core person	200,000
37.	Wang Bingyang	Core person	200,000
38.	Sun Bentao	Core person	150,000
39.	Yang Wei	Core person	100,000
40.	Zhang Yanhong	Core person	300,000
41.	Jiang Shan	Core person	300,000

Name of Grantee		Position	Number of Award Shares
42.	Shao Pengjun	Core person	200,000
43.	Jiang Dezhong	Core person	200,000
44.	Chi Baojin	Core person	100,000
45.	Rong Yanzhi	Core person	400,000
46.	Ding Jiali	Core person	500,000
47.	Yu Jianguo	Core person	500,000
48.	Sun Jiyue	Core person	400,000
49.	Jiang Tao	Core person	300,000
50.	Zhao Weiwei	Core person	300,000
51.	Dong Guojun	Core person	300,000
52.	Hou Yankui	Core person	300,000
53.	Zhang Hualin	Core person	300,000
54.	Chen Zhiyong	Core person	250,000
55.	Zhai Renchao	Core person	250,000
56.	Song Xiuhui	Core person	250,000
57.	Zhang Linzheng	Core person	250,000
58.	Zhu Mengfei	Core person	200,000
59.	Sun Jie	Core person	200,000
60.	Liu Dongxiao	Core person	200,000
61.	Sun Qingdong	Core person	400,000
62.	Hu Tengfei	Core person	200,000
63.	Yu Yanning	Core person	200,000
64.	Zhang Lukun	Core person	300,000
Sub-total			27,300,000
Total			48,300,000

(ii) the allotment and issue of the 48,300,000 Non-listed Domestic Shares under the terms of the Share Award Scheme as approved in the extraordinary general meeting of the Company held on 17 November 2014, which is effective from 17 November 2014 till its 10th anniversary), be and is hereby confirmed and approved. Details of the allotment and issue of the Non-listed Domestic Shares are set out below.

- (1) **Class of shares and its par value:** The class of shares to be allotted and issued to and subscribed by the PRC onshore domestic investor(s) are domestic shares of par value RMB0.10 each in the capital of the Company.
- (2) **Number of Non-listed Domestic Shares to be allotted and issued:** the number of Non-listed Domestic Shares to be allotted and issued shall not exceed 48,300,000.
- (3) **Allottees and pre-emption rights:** The non-listed shares will be allotted and issued to 9 limited partnerships, namely Tianjin Yangfan No. 1 Enterprise Management Consulting Partnership (Limited Partnership)* (天津揚帆一號企業管理諮詢合夥企業(有限合夥)), Tianjin Yangfan No. 2 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆二號企業管理諮詢合夥企業(有限合夥), Tianjin Yangfan No. 3 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆三號企業管理諮詢合夥企業(有限合夥), Tianjin Yangfan No. 4 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆四號企業管理諮詢合夥企業(有限合夥), Tianjin Yangfan No. 5 Enterprise Management Consulting Partnership(Limited Partnership)* 天津揚帆五號企業管理諮詢合夥企業(有限合夥), Tianjin Yangfan No. 6 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆六號企業管理諮詢合夥企業(有限合夥), Tianjin Yangfan No. 7 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆七號企業管理諮詢合夥企業(有限合夥), Tianjin Yangfan No. 8 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆八號企業管理諮詢合夥企業(有限合夥); and Tianjin Yangfan No. 9 Enterprise Management Consulting Partnership (Limited Partnership)* 天津揚帆九號企業管理諮詢合夥企業(有限合夥). The partners of the limited partnerships comprise directors, supervisor, senior management and core management of the Company. Members of the core management have been selected by the Board, presented to all employees for opinions and approved by the employee representative committee and the supervisor committee. The domestic shares will only be issued to the abovementioned eligible participants. There are no pre-emption rights for the other shareholders of the Company.

- (4) **Basis of the issue price:** the issue price was determined in accordance with the terms of the Share Award Scheme, which is the net asset value per share as set out in the audited consolidated financial statements of the Company in the last financial year immediately preceding the Date of Grant (RMB3.58 per share).
- (5) **Method of allotment:** allotment will be made to the specific grantees.
- (6) **Lock-up:** the non-listed domestic shares allotted and issued to the Grantees will be subject to a 36-month lock-up commencing from date of the issue, which shall be the date of which the domestic shares are registered with China Securities Depository and Clearing Corporation Limited. Each of the director, supervisor, senior management and core management shall achieve the performance targets, and the domestic shares held by them through the limited partnerships may not be transferred before achieving the performance targets. Furthermore, the domestic shares held by the allottees shall comply with the Company Law of the PRC, and all rights or restrictions or prohibitive provisions set out by the CSRC or its agents with respect to the transfer of shares, and the Articles. Except for the aforementioned lock-up, the Company has not set any other transfer restrictions on the allottees.
- (7) **Use of proceeds:** as general working capital of the Company.

- (8) **Distribution:** upon completion of the issuance of the domestic shares, any accumulated undistributed profits of the Company prior to the issuance may be shared by all the existing shareholders of the Company and the allottees in accordance to their respective shareholding.
- (9) **Validity period of the resolution:** This resolution shall be valid for a period of 12 months commencing from the date of passing of this resolution.
- (iii) Each of the Board and the chairman of the Board is hereby authorised, either acting singly or collectively, to approve and handle all matters in connection with the allotment of the domestic shares, including but not limited to the following.
- (1) subject to and within the authority given by the shareholders for the allotment of the domestic shares, and also subject to the requirements of the onshore and offshore regulatory authorities including the Stock Exchange, the market environment and the actual position of the Company, to affirm and refine the terms of issuance. including the number of domestic shares to be issued, the issue price, the basis of the issue price, the allottees, the time of the allotment, the use of proceeds, the lock-up, and other related matters. Should there be changes in the relevant laws, regulations or regulatory documents or changes in regulatory policies or changes in market conditions, to amend the terms of the issuance (including suspension or termination of the allotment) except for those amendments that are required to be subject to the approval by shareholders of the Company under the applicable laws, regulations, regulatory documents and Articles.
- (2) Subject to the framework of allotment under this resolution, to determine, sign, execute and complete the relevant employees' shareholding plan, management method and other documents and related matters in relation to the allotment and issue of the domestic shares.

- (3) To obtain approvals, complete registrations and filing, to obtain consents and carry out all other necessary procedures with the onshore and offshore regulatory authorities (including but not limited to the CSRC and Administration for Industry and Commerce) and the Stock Exchange. To sign, execute, amend and complete all relevant filings (including but not limited to the shareholders' resolutions approving the issuance, the board resolutions approving the issuance, the application documents, the private placing manual* (定向發行說明書), the recommended work report by the placing agent in relation to the allotment* (主辦券商定向發行推薦工作報告) and legal opinions) in connection with the issuance, and to do all such acts necessary or appropriate in connection with the issuance.
- (4) To draft, amend, sign, file, publish, disclose, execute, suspend or terminate any agreement, contract, announcement, circular or other relation legal documents in connection with the issuance; to engage, decide and settle the fees incurred by any financial adviser, securities house, legal advisors, auditing firms, assets valuers and other agents in connection with the issuance.
- (5) To make corresponding amendments to the Articles in relation to the registered capital, shareholding structure and to file and register all such amendments with the relevant registration authorities and other governmental authorities upon completion of the issuance of the domestic shares.
- (6) Upon completion of the issuance, to increase the registered capital of the domestic shares of the Company according to the allotment and to carry out all relevant approval procedures with the regulatory authorities and to make relevant registrations and filings with the Administration for Industry and Commerce (including but not limited to application for change of particulars of the company and the application for the exchange and issuance of business registration).

- (7) To carry out all registration procedures with CSDC in relation to the issuance of the domestic shares.
 - (8) To carry out all necessary actions in relation to the issuance of the domestic shares subject to the relevant laws and regulations.
2. “**THAT** subject to the fulfilment of all the relevant conditions and/or all necessary approvals and/or consents from the relevant PRC authorities and bodies being obtained and/or the procedures as required under the laws and regulations of the PRC being completed, the Proposed Amendments as set out in the Circular be and are hereby confirmed and approved and that any one director of the Company is hereby authorized to do all such acts and/or execute all such documents as may be necessary or expedient in order to give full effect to such resolution.”

ORDINARY RESOLUTIONS

1. “**THAT** the appointment of Mr. Chen Lin as a non-executive director of the Company be and is hereby approved and confirmed.”
2. “**THAT** the appointment of Mr. Tang Zheng Peng as a non-executive director of the Company be and is hereby approved and confirmed.”

By Order of the Board
Shandong Weigao Group Medical Polymer Company Limited
Zhang Hua Wei
Chairman

Weihai, Shandong, the PRC
10 February 2021

Notes:

- (1) Any shareholder of the Company (the “**Shareholder(s)**”) who has the right to attend and vote at the Extraordinary General Meeting is entitled to appoint one proxy (or more) in writing to attend the Extraordinary General Meeting and vote on his behalf in accordance with the Company’s articles of association. The proxy need not be a Shareholder. Enclosed herewith is a form of proxy for use in the Extraordinary General Meeting. Any Shareholder who wishes to appoint a proxy should first review the form of proxy for use in the Extraordinary General Meeting. 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.
- (2) 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 Shares registrar, Tricor Standard Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 24 hours before the time appointed for holding Extraordinary General Meeting or 24 hours before the time designated for voting. Any shareholder entitled to attend and vote at the above meeting is entitled to appoint one or, if he is the holder of two or more shares, more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company.
- (3) Shareholders and their proxies attending the Extraordinary General Meeting shall produce their proof of identification.
- (4) For the purpose of determining the identity of shareholders who are entitled to attend and vote at the Extraordinary General Meeting, the register of members will be closed from 2 March 2021 to 8 March 2021 (both days inclusive), during which period no transfer of shares will be effected. In order to qualify for attending at the Extraordinary General Meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s H Shares registrar at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on 1 March 2021.
- (5) The Extraordinary General Meeting is expected not to exceed half a day, and all shareholders and proxies shall be responsible for their own traveling and accommodation expenses.
- (6) All votes of the Shareholders at the general meetings must be taken by poll.

- (7) Any enquiries about this notice and the Extraordinary General Meeting shall be sent for the attention to Ms. Yan Yucai at 7/F, 18 Xingshan Road, Weihai Torch Hi-tech Science Park, Weihai, Shandong Province, the PRC (Tel. (86) 631 5660715) or Ms. Phillis Wong at 29/F, Two Chinachem Central, 26 Des Voeux Road Central, Hong Kong (Tel: (852) 28381490).
- (8) The Chinese translation of this notice is for reference only, and in case of any inconsistency, the English version shall prevail.

As at the date of this notice, the board of directors (“**Directors**”) of the Company comprises:

Executive Directors

Mr. Zhang Hua Wei

Mr. Long Jing

Mr. Wang Yi

Independent non-executive Directors

Mr. Lo Wai Hung

Mrs. Fu Ming Zhong

Mrs. Wang Jin Xia

* *for identification purposes only*