

## 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) (stock code: 8199)

### NOTICE OF EXTRAORDINARY GENERAL MEETING AND BOOK CLOSURE NOTICE

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting (the "EGM") of the Company will be held at 312 Shichang Road, Weihai, Shandong Province, the People's Republic of China (the "PRC") on Monday, 15 December 2008 at 9:00 a.m. for the purpose of considering, and, if thought fit, passing the following resolutions (unless otherwise indicated, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 28 October 2008):

#### AS ORDINARY RESOLUTIONS

- 1. To consider and approve, subject to the completion of the issuance of the Subscription Shares by the Company, and the sale of the Sale Shares by Weigao Holding and the Management Shareholders, to Medtronic Switzerland, the appointment of Mr. Butel as non-executive director of the Company, with effect upon the completion date of the SPA (as amended, modified and supplemented by the Supplemental Deed) and to authorize a Director to execute all documents or do such lawful acts and things as deemed necessary or desirable for the purpose of giving effect to such appointment.
- 2. To consider and approve, subject to the completion of the issuance of the Subscription Shares by the Company, and the sale of the Sale Shares by Weigao Holding and the Management Shareholders, to Medtronic Switzerland, the appointment Mr. Li as non-executive director of the Company, with effect upon the completion date of the SPA (as amended, modified and supplemented by the Supplemental Deed) and to authorize a Director to execute all documents or do such lawful acts and things as deemed necessary or desirable for the purpose of giving effect to such appointment.

#### **BOOK CLOSURE NOTICE**

The register of members of the Company will be closed from Saturday, 15 November 2008 to Monday, 15 December 2008 (both days inclusive), during which period no transfer of shares will be registered.

In order to be entitled to attend and vote at the EGM, holders of Company's H Shares must lodge all share transfer documents (including the duly stamped instruments of transfer and the relevant share certificate(s)) to the H Share registrar of the Company, Tricor Standard Limited, for completion of the registration of the relevant share transfer no later than 4:00 p.m. on Friday, 14 November 2008.

<sup>\*</sup> For identification purposes only

The address of the Company's H Share registrar is as follows:

Tricor Standard Limited 26/F Tesbury Centre 28 Queen's Road East Hong Kong

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

Chairman

28 October 2008 Shandong, the PRC

As at the date of this announcement, 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. Shi Huan (Independent non-executive Director)

Mr. Luan Jian Ping (Independent non-executive Director)

Mr. Lau Wai Kit (Independent non-executive Director)

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

#### **Notes:**

(i) A Shareholder who has the right to attend and vote at the EGM is entitled to appoint one proxy (or more) in writing to attend the EGM 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 EGM. 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 from 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 Domestic Shares) not less than 24 hours before the time appointed for holding the EGM or 24 hours before the time designated for voting.
- (iii) Shareholders and their proxies attending the EGM shall produce their proof of identification.
- (iv) The register of members in Hong Kong will be closed from Saturday, 15 November 2008 to Monday, 15 December 2008, both days inclusive, during which no transfer of shares will be effected. In order to be eligible to attend the EGM 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 4:00 p.m. on Friday, 14 November 2008.
- (v) The holders of the H Shares who intend to attend the EGM, 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, 24 November 2008 by hand, by post, by telegraph or by fax to (852) 2528 3158.
- (vi) The holders of the Domestic Shares who intend to attend the EGM, 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, 24 November 2008 by hand, by post, by telegraph or by fax to (86) 631 5622419.
- (vii) The EGM 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, a poll may be demanded by the following persons:
  - (a) the chairman of the meeting;
  - (b) at least two shareholders entitle to vote present in person or by proxy;
  - (c) one or more shareholders (including proxy) holding individually or holding an aggregate of 10% or more of the shares carrying the right to vote at the meeting.

Unless a poll is demanded, the chairman of the meeting will announce the results of the passing of a resolution according to the show of hands, which will be recorded in the minutes of the meeting and treated as conclusive evidence without the need to prove the number or the proportion of votes for or against the resolution passed. A request to vote by poll may be withdrawn by the person who made such request.

(ix) Any enquiries about this notice and the EGM shall be sent for the attention to Ms. Xing Jingran at No. 312 Shichang Road, Weihai, Shandong Province, PRC (Tel. (86) 631 5622418).

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading; there are no other matters the omission of which would make any statement in this announcement misleading; and all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the GEM website at http://www.hkgem.com on the "Latest Company Announcement" page for at least seven days from the date of its posting.