

## **Wafangdian Bearing Company Limited**

### **Notice on Holding AGM of 2017**

The Company, all the members of the Board of Directors, supervisors and top management hereby guarantee the truth, accuracy and completeness of the information disclosure, no any false records, misleading statements and major missing contents.

The AGM 2017 will hold on 18 May 2018, decided by the 6<sup>th</sup> session of 7<sup>th</sup> BOD of Wafangdian Bearing Co., Ltd. Relevant events are notified as:

#### **I. Basic situation:**

##### **1. Period of board session: Annual General Meeting 2017**

##### **2. Convener: Board of Director of the Company**

##### **3. The meeting is in line with relevant laws and administrative regulations, department rules, normative documents and article of association.**

##### **4. Conference date:**

(1) On-site meeting: 14:30 on 18 May 2018

(2) Network voting: specific date for polling through trading system on Shenzhen Stock Exchange will at 9:30 a.m.—11:30 a.m. and 1:00 p.m.-3:00 p.m. on 18 May 2018; specific date for polling through internet voting system on Shenzhen Stock Exchange will be any time from 3:00 p.m., 17 May 2018 to 3:00 p.m. 18 May 2017.

##### **5. Conference way: On-site votes plus network polling**

(1) On-site voting: shareholder attends the Meeting in person or entrust others attend the Meeting through Letter of Authorization.

(2) Network polling: The Company will provide a voting as an internet form to whole shareholders through the trading system and internet poll system (<http://wltp.cninfo.com.cn>) of SZSE. Shareholders should participate in voting any time in the network polling during the above mentioned time period.

According to the regulation of Article of Association, the shareholders of the Company, whose names registered on date of record, shall exercise voting rights via correspondingly voting system. One of the polling ways between on-site voting and internet polling is available for the same share only. If repeat votes occurred in the same voting, the first valid voting result shall prevail.

##### **6. Date of Record: 14 May 2018**

Shareholder of B-stock, with shares held on 9 May 2018 (the final trading date for B-shareholder attend the meeting) or before 9 May 2017, shall attend the meeting.

**7. Attendance:** (1) All shareholders whose name appear on register of the Shenzhen Branch of China Securities Depository and Clearing Corporation limited while the trading close at noon on 14 May 2018. The above mentioned shareholders of the Company have the right to attend the meeting, they can attend the meeting through proxy by trust deed and shareholder of the Company wouldn't be necessary as the proxy. Or attend the internet polling during the time for network voting.

(2) Director, supervisor and senior executives of the Company

(3) Attorney engaged by the Company

**8. Conference place:** 309 Conference Room, Wazhou Group No.1 Beigongji Yiduan Street, Wafangdian, Liaoning

## II. Proposals:

1. Director's Report of 2017;
2. Report of Supervisory Committee of 2017;
3. Profit Distribution Plan of 2017;
4. Final Account Report (Audited) of 2017;
5. Financial Budget of 2018;
6. Annual Report 2017 and its Summary;
7. Provision for impairment of assets;
8. Election of Independent Director Candidate;
9. Engagement of CPA and their Remuneration;
10. Routine Related Transaction of 2017 and Budget of Related Transaction for year of 2018; (after audited)

The independent directors will report to the general meeting of stockholders.

The above mentioned proposals are deliberated and approved by 6<sup>th</sup> session of 7<sup>th</sup> BOD and 6<sup>th</sup> session of 7<sup>th</sup> Supervisory Committee, found more in Resolution of 6<sup>th</sup> session of 7<sup>th</sup> BOD, Annual Report 2017 (Full-Text), Annual Report 2017 and its Summary, Work Report of the Board 2017, Resolution of 6<sup>th</sup> Session of 7<sup>th</sup> Supervisory Committee, Work Report of Supervisory Committee 2017, Report on Work from Independent Director of 2017, Provision for impairment of assets and Routine Related Transaction of 2017 and Budget of Related Transaction for year of 2018 released on Securities Times, Hong Kong Commercial Daily and Juchao Website <http://www.cninfo.com.cn> dated 25 April 2017.

Independent directors will report on their work in the AGM

## III. Proposal serial

Serial	Proposals	Note
		Vote for the item with Check "√"
100	General proposal	√
<b>Non cumulative voting proposal</b>		
1.00	Director's Report of 2017	√
2.00	Report of Supervisory Committee of 2017	√
3.00	Profit Distribution Plan of 2017	√
4.00	Final Account Report (Audited) of 2017	√
5.00	Financial Budget of 2018	√
6.00	Annual Report 2017 and its Summary	√
7.00	Provision for impairment of assets	√
8.00	Election of Independent Director Candidate	√
9.00	Engagement of CPA and their Remuneration	√
10.00	Routine Related Transaction of 2017 and Budget of Related Transaction for year of 2018; (after audited)	√

### III. Registration for on-site meeting

1. Registration date: 9:30 a.m. – 11:30 a.m. (May 17,2018)

13:00 p.m. – 16:30 p.m. (May 17,2018)

2. Place of registration: 309 Conference Room, Office Building of Wazhou Group

3. Registration way:

(1) Personal ID card accompanied by the shareholding certificates and stock account card must be taken for individual shareholders. If attended the meeting by proxy, the attendant must hold the ID copy of the client, power of attorney, shareholding certificates, stock account card along with agent's ID card for registration;

(2) For corporate shareholders, the copy of the business license, certificate of identity of the legal representative, power of attorney, shareholding certificates along with ID of proxy must be necessary.

(3)The shareholders in other places can register in way of fax, at 9:30 a.m. – 11:30 a.m. and 13:00 p.m. – 16:30 p.m. on May 17,2018

### IV. Operational process of network polling

On the AGM, shareholders can participate in voting through trading system and internet polling system (<http://wltp.cninfo.com.cn>) of the SSE, relevant details found in attachment 1

### V. Other

1. Meeting contact:

Contact address: Division of Investment Securities, No.1 Beigongji Street, Wafangdian, Liaoning

Person in contact: Ke Xin, Liu Hui

Telephone: 0411-39116731, 39116732

Tax: 0411-39116738

Code: 116300

2. Conference Fees: Transportation and boarding expenses for attendance shall be paid by the participants themselves

### VI. Documents available for reference

1. Resolution of 6<sup>th</sup> session of 7<sup>th</sup> BOD of Wafangdian Bearing Co,m Ltd.;

2. Other documents according to the Shenzhen Stock Exchange

### Attachment I: Operational process of network polling

### Attachment II. Letter of Attorney

Hereby notify

**Board of Director of Wafangdian Bearing Co., Ltd.**

**25 April 2018**

## Operational process of network polling for shareholders of Wafangdian Bearing Co., Ltd.

In the annual general meeting 2017, shareholders can participate in voting through the trading system and internet polling system of Shenzhen Stock Exchange.

### I. Voting process

1. Voting code: 360706; voting abbreviation: Wzhou Voting

2. Opinion for listing

The proposals on AGM 2017 are the non cumulative voting proposal, result for voting are as Agreed, Against and Abstention.

3. The shareholder vote for general proposal means the same voting result for all proposals. If the shareholder voted for general proposal and for individual proposal at the same time, the first effective voting should prevail. If the shareholder voted for general proposal after relevant proposal voting, the voting result for relevant proposal should prevail, and other un-voted proposals would base on the result voting for general proposal. If voted for relevant proposal after voting for general proposal, the result voting for general proposal should prevail.

(ii) Vote via trading system of SZSE

1. Voting period: 9:30-11:30 am, 1:00-3:00 pm trading time on 18 May 2018

2. log-on Shenzhen Stock Exchange for client participate in voting via trading system

### III. Voting via internet poll system

1. Voting period: The voting via internet poll system will start at 3:00 pm on 17 May 2018 (one day before on-site conference held), and close at 3:00 pm on 18 May 2018 (date when on-site conference closed)

2. Shareholders voting via internet poll system, according to the regulation of Business Implementation of Network Service Identity Verification for Investors of SZSE (2016 Revised), shareholders must choose the digital certificate or service password for identity verification. Specific identify verification found more on <http://wltp.cninfo.com.cn>

3. The shareholders may vote on-line via logging in <http://wltp.cninfo.com.cn> with service password or digital certificate.

**Attachment 2:****Letter of Attorney**

Hereby entrust Mr./Ms. \_\_\_\_\_ To attend the Annual General Meeting of 2017 of Wafangdian Bearing Co., Ltd. on behalf of himself or herself and execute vote rights on behalf. Voting results are as:

Serial	Proposal	Note	Agreed	Against	Abstention
		Vote for the item with Check “√”			
100	<b>General proposal</b>	√			
<b>Non cumulative voting proposal</b>					
1	Director’s Report of 2017	√			
2	Report of Supervisory Committee of 2017	√			
3	Profit Distribution Plan of 2017	√			
4	Final Account Report (Audited) of 2017	√			
5	Financial Budget of 2018	√			
6	Annual Report 2017 and its Summary	√			
7	Provision for impairment of assets	√			
8	Election of Independent Director Candidate	√			
9	Engagement of CPA and their Remuneration	√			
10	Routine Related Transaction of 2017 and Budget of Related Transaction for year of 2018; (after audited)	√			

The attorney effective from the date of issue and failure on the Meeting closed.

**Consignor:**

**ID:**

**Consignor’s share:** \_\_\_\_\_ shares

**Shareholder Account:**

**Consignee:**

**ID:**

**Date of consignment:**

**(Prints and copies of the Attorney are valid)**