

## **Announcement of Wafangdian Bearing Company Limited 2017 1<sup>st</sup> Extraordinary Shareholders' Meeting**

The Company and whole members of the Board hereby ensure that the Notice is factual, accurate and complete without any false record, misleading statements or important omissions.

The 2017 1<sup>st</sup> Extraordinary Board of Directors of Wafangdian Bearing Company Limited decided to hold the 2017 1<sup>st</sup> extraordinary shareholders' meeting at 16 March, 2017, relevant events of the Meeting announce as follow:

### **I. Calling of the meeting:**

1. The period of board session: The 2017 1<sup>st</sup> extraordinary shareholders' meeting
2. Convener: Board of the Director of the Company
3. The meeting is in line with the relevant laws and administrative regulations, departmental rules and regulations, regulatory documents and relevant provisions of "Articles of Association".
4. Date of meeting:
  - (1) On-site meeting: 16:30, 16 March, 2017
  - (2) Internet polling: the poll through network via trading system of Shenzhen Stock Exchange will be at 9:30—11:30 a.m. and 1:00-3:00 p.m. dated 16 March, 2017; any time from 3:00 p.m. 15 March, 2017 to 3:00 p.m. 16 March, 2017 will available for polling through internet poll system of Shenzhen Stock Exchange.
5. Way of meeting: on-site votes plus network polling
  - (1) On-site vote: shareholders attend the Meeting in person or authorized other person to present through power of attorney.
  - (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 Shenzhen Stock Exchange. Shareholders should participate in voting any time in the network polling.

According to Article of Association, whole shareholders registered on record date of shareholders' general meeting are entitled to participate in voting via relevant voting system. However, 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 voting result shall prevail.

### **6. Attendance**

- (1) All shareholders of the Company whose names appear on the register of the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited while the close of trading at noon on 13 March, 2017. 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. The investor shall buy the share on or before 9 March

(2) Directors, supervisors and senior executives of the Company

(3) Attorney engaged by the Company

#### 7. Venue

Conference room 309 of Wazhou Group, No.1, One section Bei Gong Ji Street, Wafangdian, Liaoning Province

### II. Items consider and approve in the Meeting

#### I. Approved

1. The proposal of recruiting and selecting the director

2. The proposal of Subsequently Confirm of the Daily Related Transactions for Year of 2016 and Plan of Daily Related Transactions for year of 2017

#### II. Disclosed

More details of the proposal 2 please found in the announcement of Subsequently Confirm of the Daily Related Transactions for Year of 2016 and Plan of Daily Related Transactions for year of 2017 published on Securities Times, Hong Kong Commercial Daily and Juchao Website dated 28 February, 2017.

### III. Register method for on-site meeting:

1. Registration: 9:30-11:30 am, 15:00-16:30 pm 15 March, 2017

2. Place: Conference room 309 of Office building of Wazhou Group

3. Register way:

(1) personal ID card accompanied by the shareholding certificates must be taken for individual shareholders; if attends the Meeting by proxy, the attendant must hold the ID copy of the client, power of attorney, shareholding certificates along with agent's ID card for registration;

(2) if the legal representative attend the Meeting as corporate shares, copy of the business license, certificate of identity of the legal representative along with the shareholding certificates must be necessary; if attend the Meeting by proxy from legal representative, 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) Shareholders from different locations can register via fax, registration at 9:30-11:30 am, 15:00-16:30 pm 15 March, 2017

### IV. Operational process of network polling

In the shareholders' general meeting, shareholders can participate in voting through the trading system and internet polling system (<http://wltp.cninfo.com.cn>) of Shenzhen Stock Exchange. Relevant explanations are as the attachment 1 :

### V. Others

(1) Contact way:

Address: Investment security department, No.1, One section Bei Gong Ji Street, Wafangdian, Liaoning Province

Person to contact: Ke Xin, Zhuang Jinling

Telephone: 0411-39116731, 39116732

Fax: 0411-39116738

Post code: 116300

(2) Conference expenses: transportation and boarding expenses for attendance shall be paid by the participants themselves

## VI. Documents available for reference

1. The 2017 1st Extraordinary Board of Directors of Wafangdian Bearing Company Limited;
2. Other documents required by SZSE

Attachment

- 1.The Concrete Operation Process of Network Voting
- 2.Power of attorney

Hereby notify

Board of director of

Wafangdian Bearing Company Limited  
27 February, 2017

## Attachment 1:

### The Concrete Operation Process of Network Voting

#### I .Vote via trading system of SZSE

1. Voting code and abbreviation: Voting code "360706";abbreviation "Wazhou voting"
2. Motion setting and opinion voting

(1) Motion setting

table 1 shareholders' general meeting motion corresponds to the motion coding list

| Serial         | Proposals                                                                                                                                       | Entrustment price |
|----------------|-------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|
| Total proposal | Total bill except bill of cumulative voting bill                                                                                                | 100               |
| proposal 1     | The proposal of recruiting and selecting the director                                                                                           | 1.00              |
| proposal 2     | The proposal of Subsequently Confirm of the Daily Related Transactions for Year of 2016 and Plan of Daily Related Transactions for year of 2017 | 2.00              |

(2) Fill in the opinion of the vote or the electoral votes:

For the shareholders' general meeting motion (both non cumulative voting motion), fill in the vote: consent, opposition, and waiver.

(3) Shareholders to vote on the general motion, as the other than the cumulative vote of all motion to express the same opinion.

In the shareholders' right to vote in the same motion as the motion of the same motion, the first valid vote shall prevail.

If the shareholders on the vote on the motion, then the total vote on the motion, the motion has been divided vote shall prevail, the other did not vote on the motion to vote on the motion views prevail; such as the first of the total vote on the motion, and then split the vote on the motion, the motion of the total votes prevail.

(4) Votes on the same motion are valid for the first time.

## **II. The system of voting by the Shenzhen Stock Exchange Trading Program**

1. Voting time: March 16, 2017 trading time, that is, 11:30 - 15:00 and 15:00 - 9:30.
2. Shareholders can log on securities companies trading client through the trading system to vote.

## **III. Through the Shenzhen Stock Exchange System for Internet voting procedures**

1, the Internet voting system to vote in March 15, 2017 for the period of time (the shareholders' meeting held the day before the afternoon) 15:00, time for the end of March 16, 2017 (the end of the general meeting on the same day) at 15:00 p.m.

2, The shareholders to vote online through the Internet voting system, in accordance with the "guidelines of Shenzhen stock exchange investor network identity authentication service business (April 2016 Revision)" the provisions of identity authentication, "Shenzhen digital certificate" or "Shenzhen Investor Service password". Specific authentication process can be logged on the Internet voting system <http://wltp.cninfo.com.cn> rules guide column access.

3, shareholders according to obtain the service password or digital certificate, can log on <http://wltp.cninfo.com.cn>

Within the time required by the Shenzhen Stock Exchange Internet voting system to vote.

**Attachment 2:****Power of attorney**

The company (I) hereby authorized Mr./Ms. to attended the 1st extraordinary shareholders' general meeting 2017 of Wafangdian Bearing Company Limited with voting rights participated. The voting opinion is as follow:

| Serial     | Agenda                                                                                                                                          | For | Against | abstention |
|------------|-------------------------------------------------------------------------------------------------------------------------------------------------|-----|---------|------------|
| proposal 1 | The proposal of recruiting and selecting the director                                                                                           |     |         |            |
| proposal 2 | The proposal of Subsequently Confirm of the Daily Related Transactions for Year of 2016 and Plan of Daily Related Transactions for year of 2017 |     |         |            |

This power of attorney shall come into force from the date of issued and shall invalid while the above mentioned Meeting ends.

Consignor:

ID No.: of consignor:

Volume of shares hold by consignor:

Shareholder account of consignor:

Consignee:

ID No.: of consignee:

Delegation date:

(Copies and prints of this Power of Attorney are valid)