IMPORTANT

If you are in any doubt about this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Winfoong International Limited, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

WINFOONG INTERNATIONAL LIMITED

榮豐國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 63)

PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF SPECIAL GENERAL MEETING

A notice convening a special general meeting of Winfoong International Limited (the "Company") to be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 10 November 2016 at 10:00 a.m. (the "SGM") is set out on pages 6 to 7 of this circular.

A form of proxy for use at the SGM is enclosed with this circular. Whether or not you are able to attend the SGM, you are requested to complete the accompanying form of proxy and return it to the Company's branch registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time fixed for holding the SGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting at the SGM or any adjournment thereof should you so wish.

* *For identification purpose only*

18 October 2016

CONTENTS

DEFINITIONS

In this Circular, the following terms and expressions shall have the following meanings unless the context requires otherwise:

"Board"	the board of Directors
"Change of Company Name"	the proposed change of the English name of the Company from "Winfoong International Limited" to "China Graphene Group Limited" and to register the Chinese name "中國烯谷集團有限公司" as the secondary name of the Company to replace the existing Chinese name "榮豐國際有限公司" which was adopted for identification purpose only
"Company"	Winfoong International Limited (榮豐國際有限公司), a company incorporated in Bermuda with limited liability, the Shares of which are listed on the main board of the Stock Exchange
"Directors"	the directors of the Company
"Group"	the Company and its subsidiaries
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"JV Announcement"	the Company's announcements dated 15 September 2016
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"SGM"	a special general meeting of the Company to be convened for the purpose of considering, and if thought fit, approving the proposed Change of Company Name
"Share(s)"	ordinary share(s) of HK$0.05 each of the Company
"Shareholder(s)"	holders of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited

WINFOONG INTERNATIONAL LIMITED
榮豐國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 63)

Executive directors:
Chen Meng
Mak Tin Sang
Yuan Li Min *(Chief Executive Officer)*

Non-executive director:
Li Feng Mao *(Chairman)*

Independent non-executive directors:
Leung Po Hon
Li Jing Bo
Shigeki Tanaka

Principal place of business in Hong Kong:
Rooms 1904–1916
19/F., Sun Hung Kai Centre
30 Harbour Road, Wanchai
Hong Kong

18 October 2016

To the Shareholders

Dear Sir/Madam,

PROPOSED CHANGE OF COMPANY NAME AND NOTICE OF SPECIAL GENERAL MEETING

INTRODUCTION

Reference is made to the announcement of the Company dated 26 September 2016 in relation to the Change of Company Name.

The purpose of this circular is to provide you with, among other matters, further information relating to the Change of Company Name and the notice of SGM.

* *For identification purpose only*

PROPOSED CHANGE OF COMPANY NAME

The Board proposes to change the English name of the Company from "Winfoong International Limited" to "China Graphene Group Limited" and to register the Chinese name "中國烯谷集團有限公司" as the secondary name of the Company to replace the existing Chinese name "榮豐國際有限公司" which was adopted for identification purpose only. The stock short names of the Company will be changed consequently.

Conditions of change of Company name

The proposed Change of Company Name is subject to

(i) the passing of a special resolution by the Shareholders at the SGM; and

(ii) the entry of the new English name in place of the existing name of the Company and the entry of the secondary name in Chinese of the Company on the register maintained by the Registrar of Companies in Bermuda and the issue of a certificate of incorporation on the change of name and a certificate of secondary name by the Registrar of Companies in Bermuda.

The relevant filings with the Registrar of Companies in Bermuda will be made after the passing of the special resolution in respect of the proposed Change of Company Name at the SGM.

Subject to satisfaction of the conditions set out above, the proposed Change of Company Name will take effect from the date on which the Registrar of Companies in Bermuda enters the new English name in place of the existing name of the Company and the secondary name in Chinese of the Company on the register maintained by it. The Registrar of Companies in Bermuda is expected to issue the certificate of incorporation on change of name and the certificate of secondary name thereafter. Upon the Change of Company Name becoming effective, the Company will carry out the necessary filing procedures with the Companies Registry in Hong Kong and submit all relevant documents to the Stock Exchange.

Reasons for change of Company name

Reference is made to the JV Announcement in relation to the formation of a joint venture for commencing the business of manufacturing of Graphene and production and sales of Graphene related products.

As disclosed in the JV Announcement, the Company would extend a footprint into the emerging Graphene industry and the Board expects that this new business will enhance the Group's financial performance and thus help to gain attractive investment return for the Shareholders.

The Board considers that the Change of Company Name will better reflect the Company's strategic business plan and its direction of future business development, allow the public and investors to better discern the Company's principal business focus. The Board believes that the new English and Chinese names of the Company will more closely align the Company's corporate image and identity with its new Graphene business, which the Board considers to be in the interests of the Company and the Shareholders as a whole.

Effect of change of Company name

The Change of Company Name will not, of itself, affect any rights of the Shareholders or the Company's daily business operation and its financial position. All existing share certificates of the Company in issue bearing the existing name of the Company will, after the Change of Company Name becomes effective, continue to be effective and as documents of title to the shares of the Company and will remain valid for trading, settlement, registration and delivery purposes. Accordingly, there will not be any arrangement for the free exchange of the existing share certificates for new share certificates bearing the new name of the Company. The Shareholders may at any time present their share certificate(s) to the Company's branch registrar in Hong Kong for exchange of the new share certificate(s) at a fee of HK$2.5 per certificate. Upon the Change of Company Name becoming effective, new share certificates of the Company will be issued under the new name of the Company.

SGM

A notice convening the SGM to be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 10 November 2016 at 10 a.m. is set out on pages 6 to 7 of this circular. A special resolution will be proposed at the SGM to approve the Change of Company Name. A form of proxy for use at the SGM is enclosed with this circular and such form of proxy is also published at the website of the Stock Exchange at www.hkexnews.hk. If you are unable to attend the SGM, you are requested to complete the accompanying form of proxy in accordance with the instructions printed thereon and deposit the same at the Company's branch registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for the holding of the SGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending and voting in person at the SGM or any adjournment thereof should you so wish.

VOTING AT SGM

In compliance with the Listing Rules, the resolution will be voted by way of poll at the SGM. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, none of the Shareholders has direct or indirect material interest in the Change of Company Name and accordingly, no Shareholders are required to abstain from voting on the special resolution to be proposed at the SGM.

RECOMMENDATION

The Board considers that the proposed resolution is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant resolution to be proposed at the SGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable inquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully
By order of the Board
Winfoong International Limited
Mak Tin Sang
Executive Director

WINFOONG INTERNATIONAL LIMITED

榮豐國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 63)

NOTICE IS HEREBY GIVEN that a special general meeting of Winfoong International Limited (the "Company") will be held at Boardroom 8, Lower Lobby, Renaissance Harbour View Hotel Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on 10 November 2016 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution (with or without amendments) as special resolution of the Company:

SPECIAL RESOLUTION

"**THAT**

(a) the English name of the Company be and is hereby changed from "Winfoong International Limited" to "China Graphene Group Limited" and the Chinese name "中國烯谷集團有限公司" be and is hereby adopted as the secondary name of the Company to replace the existing Chinese name "榮豐國際有限公司" with effect from the date of entry of the new English name and Chinese secondary name of the Company on the register maintained by the Registrar of Companies in Bermuda, and the directors of the Company (the "Directors") be and are hereby authorized to do all such acts and things and execute all such documents and make all such arrangements as they shall, in their absolute discretion, consider necessary or expedient in connection with the implementation of or giving effect to the aforesaid change of Company name; and

(b) any one of the Directors or the company secretary of the Company be and is hereby authorized to do all such acts and things and execute all documents that they consider necessary or expedient to give effect to the change of the Company name and registration of the secondary name and to attend to any necessary registration and/or filing for and on behalf of the Company."

By order of the Board
Winfoong International Limited
Mak Tin Sang
Executive Director

Hong Kong, 18 October 2016

* *For identification purpose only*

Notes:

(1) Any member entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at a general meeting of the Company or at a class meeting. A proxy need not be a member of the Company.

(2) The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorized in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer, attorney or other person authorized to sign the same.

(3) The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a certified copy of such power or authority, shall be lodged with the Company's branch registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than forty-eight (48) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposed to vote. Completion and delivery of an instrument appointing a proxy shall not preclude a shareholder from attending and voting in person at the meeting convened or any adjournment thereof and in such event, the instrument appointing a proxy shall be deemed to be revoked.

(4) Where there are joint holders of any share, any one of such joint holders may vote either in person or by proxy, in respect of such shares as if he were solely entitled thereto, but if more than one of such joint holders be present at any meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holder(s), and for this purpose seniority shall be determined by the order in which the names stand in the register in respect of the joint holding.

As at the date of this announcement, the Board comprises Mr. Chen Meng, Mr. Mak Tin Sang and Mr. Yuan Li Min as executive Directors; Mr. Li Feng Mao as non-executive Director and Mr. Leung Po Hon, Mr. Li Jing Bo and Mr. Shigeki Tanaka as independent non-executive Directors.