THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt a[illegible] a, ec[illegible] f[illegible] c[illegible] a[illegible] a[illegible] ea[illegible] [illegible] d c[illegible] a[illegible] c b[illegible] e[illegible] e[illegible] ed dea[illegible] [illegible] ec[illegible] e ba[illegible] a a[illegible] c[illegible], [illegible] fe[illegible] a acc[illegible] a[illegible] e, [illegible] fe[illegible] a ad[illegible] e.

If you have sold or transferred a[illegible] a[illegible] e[illegible], a[illegible] d a[illegible] ce a d[illegible] c[illegible] a[illegible] e[illegible] [illegible] e acc[illegible], a[illegible] f[illegible] f, [illegible] e, c a[illegible] e[illegible] a fee[illegible] e ba[illegible] c b[illegible] e[illegible] e a[illegible] [illegible] e a[illegible] a fe[illegible] effec[illegible] f[illegible] a[illegible] [illegible] e, c a[illegible] a fee.

H[illegible] K[illegible] E[illegible] a[illegible] e a d ea[illegible] L[illegible] ed a d T[illegible] c E[illegible] a[illegible] e f H[illegible] K[illegible] L[illegible] ed a[illegible] e, b[illegible] f[illegible] e c[illegible] [illegible] f[illegible] c[illegible] a[illegible] a[illegible] e, e[illegible] a[illegible] a[illegible] acc[illegible] c[illegible], e[illegible] a d[illegible] e, d[illegible] a[illegible] ab[illegible] a[illegible] e f[illegible] a[illegible] [illegible] e[illegible] a[illegible] f[illegible] e[illegible] a[illegible], a[illegible] f[illegible] c[illegible] [illegible] f[illegible] c[illegible] a.

T[illegible] c[illegible] a f[illegible] c[illegible] e D ec[illegible] f[illegible] e[illegible], a[illegible] c[illegible] ec[illegible] e a d[illegible] d d[illegible] a acce[illegible], f[illegible] e, b[illegible] c[illegible] de, a[illegible] c[illegible] a[illegible] e[illegible] c[illegible], a ce[illegible] e R[illegible] e[illegible] e[illegible] e L[illegible] f ec[illegible] e T[illegible] c E[illegible] a[illegible] e f H[illegible] K[illegible] L[illegible] ed f[illegible] e, [illegible] e f[illegible] f[illegible] a[illegible] e a d[illegible] e[illegible], a[illegible] T[illegible] e D ec[illegible] a[illegible] ade a[illegible] ea[illegible] ab[illegible] e[illegible] e[illegible] f[illegible] a[illegible] e be[illegible] f[illegible] e[illegible] ed e a d be[illegible] f[illegible] e f[illegible] a[illegible] c[illegible] a ed[illegible] c[illegible] a acc[illegible] a e a d c[illegible], e[illegible] a[illegible] e[illegible] ec[illegible] a d[illegible] ead[illegible] dece[illegible] e a d[illegible] e e a e[illegible] e[illegible] e[illegible] f c[illegible] d a e a[illegible] e[illegible] e[illegible] e[illegible] c[illegible] a ead[illegible].



福萊特玻璃集團股份有限公司

Flat Glass Group Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 6865)

PROPOSED ADOPTION OF THE A SHARE OPTION INCENTIVE SCHEME AND NOTICES OF 2021 THIRD EXTRAORDINARY GENERAL MEETING AND 2021 THIRD H SHAREHOLDERS' CLASS MEETING

N[illegible] ce c[illegible] e[illegible] [illegible] e 202[illegible] T[illegible] d E[illegible] M a d 202[illegible] T[illegible] d H[illegible] a e[illegible] de[illegible]' [illegible] a Mee[illegible] [illegible] be e d a[illegible] e[illegible] fe e ce R[illegible] 2 d F[illegible] d[illegible] [illegible] a e B[illegible] d[illegible] F a[illegible] [illegible], [illegible]. L d. 959 Y[illegible] e R[illegible] ad X[illegible] [illegible] D[illegible] c, J a[illegible] Z e a, P[illegible] ce[illegible] e Pe[illegible], e' Re[illegible], b[illegible] c[illegible] f[illegible] a a. 2:00[illegible], [illegible]. [illegible] 8 N[illegible] e be 202 (T[illegible] da[illegible]) [illegible] e[illegible], a e. 57[illegible] 58 a d, a e. 59[illegible] 00[illegible] f[illegible] c[illegible] a.

P[illegible] f[illegible] f[illegible] e a[illegible] e 202[illegible] T[illegible] d E[illegible] M a d 202[illegible] T[illegible] d H[illegible] a e[illegible] de[illegible]' [illegible] a Mee[illegible] a e a[illegible] e c[illegible] ed[illegible] [illegible] c[illegible] a. If[illegible] [illegible] e d[illegible] a e d[illegible] e ee[illegible] b[illegible], [illegible] a e e[illegible] ed[illegible] c[illegible], e e a d e[illegible] [illegible] e e c[illegible] ed, [illegible] f[illegible] ( ) acc[illegible] da ce[illegible] [illegible] e[illegible] [illegible] c[illegible], [illegible] ed[illegible] e e[illegible] [illegible] e[illegible], a[illegible]' H[illegible] a e e[illegible] a[illegible] H[illegible] K[illegible] T[illegible] c[illegible] I[illegible] e[illegible] e ce L[illegible] ed a[illegible] Le e 54 H[illegible], e e[illegible] e[illegible] e 83 Q[illegible] ee[illegible]' R[illegible] ad Ea[illegible] H[illegible] K[illegible] (f[illegible] H[illegible] a e[illegible] de[illegible]) [illegible] e[illegible], a[illegible]' e[illegible] e d[illegible] ff ce[illegible] [illegible] e PR[illegible] a 999 Y[illegible] e R[illegible] ad X[illegible] [illegible] D[illegible] c, J a[illegible] Z e a, P[illegible] ce[illegible] e Pe[illegible], e' Re[illegible], b[illegible] c[illegible] f[illegible] a (f[illegible] a e[illegible] de[illegible]) a[illegible] a[illegible], e b e b[illegible] a e e[illegible] b[illegible] a e[illegible] a 24 [illegible] bef[illegible] e[illegible] e a[illegible], [illegible] ed f[illegible] [illegible] d[illegible] f[illegible] e ee[illegible] [illegible] a ad[illegible] [illegible] e[illegible] e[illegible] f. [illegible], e[illegible] a d e[illegible] [illegible] f[illegible] e, [illegible] f[illegible] a[illegible], ec[illegible] de[illegible] f[illegible] a e d[illegible] a d[illegible] [illegible] e[illegible] a[illegible] e e e a[illegible] ee[illegible] [illegible] a ad[illegible] ed ee[illegible] [illegible] d[illegible] [illegible].

27 Oc[illegible] be 202

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DEFINITIONS

In this circular, the following expressions shall have the following meanings unless the context requires otherwise.

202 T d S a e ⁄ de ' a Mee –	e c a ee ⁄ f S a e ⁄ de ⁄ be e d a e ⁄ fe e ce R⁄ 2 d F⁄ d a e B d F a C a C ⁄ L d. 959 Y e R⁄ ad X ⁄ D c J a Z e a P ⁄ ce PR ⁄ 8 N⁄ e be 202 (⁄ ad ⁄ e e⁄ f) ⁄ ed a e af e e c⁄ c ⁄ ⁄ f e 202 T d E C M c e e a e
202 T d a Mee –	e 202 T d S a e ⁄ de ' a Mee a d e 202 T d H S a e ⁄ de ' a Mee
202 T d E C M–	e 202 d e a⁄ d a e e a ee ⁄ f e ⁄ a ⁄ ⁄ ed ⁄ be e d a 2:00 ⁄ 8 N⁄ e be 202 a e ⁄ fe e ce R⁄ 2 d F⁄ d a e B d F a C a C ⁄ L d. 959 Y e R⁄ ad X ⁄ D c J a Z e a P ⁄ ce e PR
202 T d H S a e ⁄ de ' a Mee –	e c a ee ⁄ f e H S a e ⁄ de ⁄ be e d a e ⁄ fe e ce R⁄ 2 d F⁄ d a e B d F a C a C ⁄ L d. 959 Y e R⁄ ad X ⁄ D c J a Z e a P ⁄ ce e PR ⁄ 8 N⁄ e be 202 (⁄ a ad ⁄ e e⁄ f) ⁄ ed a e af e e c⁄ c ⁄ ⁄ f e 202 T d S a e ⁄ de ' Mee c e e a e
S a e( )–	a e( ) ⁄ f e ⁄ a a ⁄ a a e ⁄ f RMB0.25 eac c a e ed ⁄ e SS E a d aded RMB (⁄ c c⁄ de: 60 8 65)
d a e Mea e –	e d a e Mea e ⁄ S a e I ce e ⁄ f L ed ⁄ a e (《上市公司股權激勵管理辦法》)
a c e ⁄ f a ⁄ c a ⁄ –	e a c e ⁄ f a ⁄ c a ⁄ ⁄ f e ⁄ a
a ⁄ c a e –	a e ea a c bed e e⁄ de e L R e
B⁄ a d–	e b⁄ a d ⁄ f d ec⁄ ⁄ f e ⁄ a
⁄ a –	福萊特玻璃集團股份有限公司 (F a C a C ⁄ ⁄ L d.*) a ⁄ ⁄ c c⁄ a e ab ed e PR ed ab e H S a e a d S a e ⁄ f c a e ed ⁄ e a b⁄ a d ⁄ f e H⁄ K⁄ S⁄ c E c a e a d S a a S⁄ c E c a e e ec e
⁄ a La –	e ⁄ a La ⁄ f e Pe⁄ e' Re b c ⁄ f a

DEFINITIONS

c⁴ ec ed , e ⁴ ( )–	a e a e ea a c bed e e ⁴ de e L R e
R –	a ec e Re a ⁴ ⁴ ⁴
Da e ⁴f a –	e da e ⁴ c e ⁴ , a a e a e O, ⁴ ⁴ e Pa c , a c be a ad da de e E L R e
De, ⁴ ⁴ a d ea ⁴ , ⁴ a ⁴ –	a ec e De, ⁴ ⁴ a d ea ⁴ , ⁴ a ⁴ L ed a a B a c
D ec ⁴ ( )–	e d ec ⁴ ( ) ⁴f e ⁴ , a
E e c e ⁴ d ⁴ –	e c⁴ d ⁴ e ed ⁴ be a f ed b e Pa c , a ⁴ e e c e e a e O, ⁴ de e c e e
E e c e Da e–	e da e ⁴ c e Pa c , a a e e ed ⁴ e e c e e a e O, ⁴ c be a ad da de e E L R e
E e c e Pe ⁴d–	e e e c e , e ⁴d a e ⁴ e c e e
E e c e P ce–	e , ce f⁴ e Pa c , a ⁴ , c a e a e a de e ed b e ⁴ , a e e Pa c , a a e be a ed e a e O, ⁴
a –	a ⁴ a ⁴f 5 947 858 a e O, ⁴ a ed b e ⁴ , a ⁴ e Pa c , a de e c e e
H a e( )–	⁴ e ea - ed f⁴ e e ed ⁴ d a a e( ) a ⁴ a a e ⁴f RMB0.25 eac e a e ca, a ⁴f e ⁴ , a c a e ed ⁴ e H⁴ K⁴ ⁴c E c a e a d aded H⁴ K⁴ d⁴ a
H a e a e ⁴ de ( )–	e ⁴ de ( ) ⁴f e H a e( )
H⁴ K⁴ –	e H⁴ K⁴ ec a d a e Re ⁴ ⁴f e PR
I de, e de D ec ⁴ ( )–	e de, e de ⁴ -e ec e d ec ⁴ ( ) ⁴f e ⁴ , a
La e P ac cab e Da e–	25 Oc⁴be 202 be e a e , ac cab e da e ⁴f a ce a ce a f⁴ a ⁴ c⁴ a ed c c a bef⁴ e e ⁴f c c a
L R e –	e R e ⁴ e e L ⁴f ec e ⁴ T e ⁴c E c a e ⁴f H⁴ K⁴ L ed

DEFINITIONS

Pa . c , a . ( )–	. e . a d d- e e a a e e . a d . ec ca , e . e f . e , a a e a . ed . a e O, . de . e c e e
PR –	. e Pe , e' Re, b c f a c f . e , , e f . c c a e c de H K . e Maca ec a d . a . e Re a d Ta a
Re e a . e a . ee–	. e Re e a . ee de . e B a d
RMB–	Re b . e a f c e c f . e PR
c e e– a e O, . I ce . e c e e f F a . a . , I ce . e c e e–	e 202 a e O, . I ce . e c e e f F a . a . , a . L.d. (Re ed Ve .)
ec . e La –	. e ec . e La f . e Pe , e' Re, b c f a
a e( )–	a e( ) a d H a e( )
a e de ( )–	e de f a e a d de f . e H a e f . e , a
a e O, . –	. e . be a . ed . a Pa . c , a . b . e , a . ac e ce . a be f a e f . e , a de . e , e-de . e ed c d . a , a . c a , e d f . e . e f e
E–	. e a a c E c a e
E L . . R e –	. e a a c E c a e L . . R e
. c e c a e–	. e E a d . e c E c a e
c E c a e– H K . c E c a e–	T e c E c a e f H K . L ed
e . ( )–	. e , e ( ) f . e , a
e . e . ee–	. e , e c . ee f . e , a
Va d . Pe d–	. e , e d f . e da . e c a e O, . a e a . ed . e da . e c a a e O, . a e e e c ed ca . ce ed

Ve . . Pe d–	. e , e d f . e da.e . c . e e . . a. . f . e a . . f a e O, . . c , e.ed . . e E e c . e Da.e f . e a e O, . .
%–	, e ce . . .

Certain amounts and percentage figures set out in this circular have been subject to rounding adjustments.

Accordingly, figures shown as total in certain tables and the currency conversion or percentage equivalents may not be an arithmetic sum of such figures. Reference to the singular number includes references to the plural and vice versa and references to one gender include every gender. English names of Chinese entities marked with "" are translations of their Chinese names and are included in this circular for identification purpose only, and should not be regarded as their official English translation. In the event of any inconsistency, the Chinese names prevails.*

福萊特玻璃集團股份有限公司
Flat Glass Group Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 6865)

Executive Directors:
M. R a H a a *(Chairman)*
M. J a J a
M. We Ye
M. e Q fi

Independent non-executive Directors:
M. X Pa
M. H a F a
M. N Ya K e a e

Registered office, headquarters and principal place of business in the PRC:
999 Y e R ad
X D c J a
Z e a P ce PR

Principal place of business in Hong Kong:
U 6 F P e P ace
6 Y ee K T
K H K

27 Oc be 202

To the Shareholders

Dea Mada

PROPOSED ADOPTION OF THE A SHARE OPTION INCENTIVE SCHEME AND NOTICES OF 2021 THIRD EXTRAORDINARY GENERAL MEETING AND 2021 THIRD H SHAREHOLDERS' CLASS MEETING

I. INTRODUCTION

Refe e ce ade e a ce e f e a da ed 7 202 a d 2 Oc be 202 e a e e ed ad a f e a e O I ce e c e e.

T e e f c c a de f a c ec a a e c de a d a ( ) e ed ad a f e a e O I ce e a d ( ) e ce f e 202 T d E M a d 202 T d H a e de a Mee .

II. PROPOSED ADOPTION OF THE A SHARE OPTION INCENTIVE SCHEME

A. Introduction

T e ¶ , a ad¶ ,ed , e Re , c,ed S a e I ce , e S c e e f¶ 2020 (e Restricted A Share Incentive Scheme–) a , , a , a e e a ee , J e 2020. T e c¶ , e ¶f , a , c , a , , de , e S a e O , ¶ I ce , e S c e e a e b ¶ade , a , a ¶f , e Re , c,ed S a e I ce , e S c e e. S ec f ca e ¶ a d d- e e a a e e , a d ,ec ca aff a , e ¶ ¶ , ' ¶ , e a ¶ e e c d , fac ¶ e a ¶ a ¶f 289 aff a e c¶ e ed b , e f , a , ¶f S a e O , ¶ I ce , e S c e e e ¶ a d d- e e a a e e , a d ,ec ca aff , , e c¶ e ,ea ¶f , e ¶ ¶ , a ¶ a ¶f 8 aff e e c¶ e ed b , e Re , c,ed S a e I ce , e S c e e. I add ¶ c¶ , a ed , , e Re , c,ed S a e I ce , e S c e e e e , e , a , c , a , a e e ed ¶ a e ade a e f a c a e ¶ ce ¶ , a f¶ , e e , c,ed S a e a ,ed ¶ , e a , e a , ce , a , c , a , de , e S a e O , ¶ I ce , e S c e e a e ¶ e ed ¶ , a f¶ , e e e c e , ce ¶f , e S a e , ¶ e e c e ¶f , e S a e O , ¶ a ,ed ¶ , e . , e a e , a , c , a , de , e S a e O , ¶ I ce , e S c e e a e

a e La e P ac cab e Da e e a a e a e be f de a e ed e a e O, I ce e c e e f e , a d e Va d Pe d a e ceed 0.00% f e a a e ca, a f e , a . T e a a e a e be f a e a ed a Pa c, a de e a e O, I ce e c e e d e Va d Pe d a e ceed .00% f e a a e ca, a f e , a .

D. Exercise Period

U, e f f e f c d e f e e e c e f e a e O, e a e O, a e e c ab e f e a c e , e , f 2 f e Da e f a . T e e c e a a e e f e F a f a e O, a d e Re e ed a e O, a e a f .

T e e c ea a e e f e F a f a e O, :

Exercise Arrangement	Exercise Period	Proportion of exercisable Share Options to the total number of Share Options granted
F E e c e Pe d	e c f e f ad da af e e , f 2 f e Da e f e a f e F a f a e O, a d e d e a ad da f e 24 f e Da e f a	20%
ec d E e c e Pe d	e c f e f ad da af e e , f 24 f e Da e f a f e F a f a e O, a d e d e a ad da f e 36 f e Da e f a	20%
T d E e c e Pe d	e c f e f ad da af e e , f 36 f e Da e f a f e F a f a e O, a d e d e a ad da f e 48 f e Da e f a	20%
F E e c e Pe d	e c f e f ad da af e e , f 48 f e Da e f a f e F a f a e O, a d e d e a ad da f e 60 f e Da e f a	20%

Exercise Arrangement	Exercise Period	Proportion of exercisable Share Options to the total number of Share Options granted
F f, E e c e Pe d	[illegible] e c f [illegible] e f [illegible] ad da af e e e, [illegible] f e 60, [illegible] f [illegible] e Da e [illegible] f [illegible] a, [illegible] f e F [illegible] a, [illegible] f [illegible] a e O, [illegible] a d e d [illegible] e a [illegible] ad da [illegible] f e 72, [illegible] f [illegible] e Da e [illegible] f [illegible] a,	20%

T e e e c e a a e e, f [illegible] e Re e ed [illegible] a e O, [illegible] :

Exercise Arrangement	Exercise Period	Proportion of exercisable Share Options to the total number of Share Options granted
F , E e c e Pe d	[illegible] e c f [illegible] e f [illegible] ad da af e e e, [illegible] f e 2, [illegible] f [illegible] e Da e [illegible] f [illegible] a, [illegible] f e Re e ed [illegible] a e O, [illegible] a d e d [illegible] e a [illegible] ad da [illegible] f e 24, [illegible] f [illegible] e Da e [illegible] f [illegible] a,	20%
[illegible] e c d E e c e Pe d	[illegible] e c f [illegible] e f [illegible] ad da af e e e, [illegible] f e 24, [illegible] f [illegible] e Da e [illegible] f [illegible] a, [illegible] f e Re e ed [illegible] a e O, [illegible] a d e d [illegible] e a [illegible] ad da [illegible] f e 36, [illegible] f [illegible] e Da e [illegible] f [illegible] a,	20%
T d E e c e Pe d	[illegible] e c f [illegible] e f [illegible] ad da af e e e, [illegible] f e 36, [illegible] f [illegible] e Da e [illegible] f [illegible] a, [illegible] f e Re e ed [illegible] a e O, [illegible] a d e d [illegible] e a [illegible] ad da [illegible] f e 48, [illegible] f [illegible] e Da e [illegible] f [illegible] a,	20%
F [illegible] E e c e Pe d	[illegible] e c f [illegible] e f [illegible] ad da af e e e, [illegible] f e 48, [illegible] f [illegible] e Da e [illegible] f [illegible] a, [illegible] f e Re e ed [illegible] a e O, [illegible] a d e d [illegible] e a [illegible] ad da [illegible] f e 60, [illegible] f [illegible] e Da e [illegible] f [illegible] a,	20%

Exercise Arrangement	Exercise Period	Proportion of exercisable Share Options to the total number of Share Options granted
F f, E e c e Pe d	e c f e f ad da af e e e f e 60 f e Da e f a f e Re e ed a e O a d e d e a ad da f e 72 f e Da e f a	20%

a e O f c e E e c e d a e f f ed d e ab e a eed e d a be e e c ed defe ed e e e e c e e d a d e e e a a e O f c Pa c a a be ca ce ed b e a acc da ce e c e a ed e c e e. f e e e d f eac E e c e Pe d f e a e O e a e O e e c ab e b e Pa c a f e c e e d a a e bee e e c ed a be e a ed a d ca ce ed b e a .

T ad da – de ec a e a e ea de e E L R e .

E. Performance targets on which the exercise of the Share Options Granted are conditional

P a e a e a e O I ce e c e e e e e c e f a e O b e Pa c a c d a a f e f f e f ce a e f a ce a e b e a a d e Pa c a . T e e f a ce a e e a e a e e a e acc e a e e a d ed c da ed e a e e e f e a e e ea . T e d d a

F. Adjustment to the Exercise Price and number of A Shares subject to Share Options

I e e e f d de d d b a ca a a f ca a e e e b e a e bd e e a e c a da f e a d e e d f e da e f a ce e f e c e e e c e f e a e O b e Pa c a e E e c e P ce f a e O a d e be f a e b ec a e O a be a ed de e a d be ad ed acc d b ad e a be ade e e e a e E e c e P ce d be e a e a a e f e a e. T e de a f c ad e a e e e ec eaded Me d f a d ced e f ad e f e c e e– e d I c c a.

T e a f e c f a c e e e a e e e f e L R e a d e a da ce a f e ad e be ade e E e c e P ce a d e be f a e b ec a e O be a ed de e a.

G. Conditions of the A Share Option Incentive Scheme

(1) Waiver from strict compliance with Note (1) to Rule 17.03(9) of the Listing Rules regarding the basis of determination of the Exercise Price

N[illegible]e ( ) [illegible] R[illegible] e 7.03(9) [illegible]f [illegible] e L[illegible] R[illegible] e[illegible] e[illegible] [illegible] a[illegible] [illegible] e e e c e , ce [illegible]f e[illegible] e a[illegible] a e [illegible], [illegible] [illegible] [illegible] be a[illegible] ea[illegible] e e [illegible]f ( ) [illegible] e c[illegible] [illegible] , ce [illegible]f [illegible] e[illegible] ec[illegible] [illegible] e[illegible] [illegible] e da[illegible] e [illegible]f a[illegible] [illegible] [illegible] e [illegible], [illegible] a[illegible] d ( ) [illegible] e a e a e c[illegible] [illegible] , ce [illegible]f [illegible] e[illegible] ec[illegible] [illegible] e[illegible] f[illegible] [illegible] e f e b[illegible] [illegible]e da[illegible] ed a[illegible] e , eced[illegible] [illegible] e da[illegible] e [illegible]f a[illegible] [illegible] [illegible] e [illegible], [illegible] [illegible] . H[illegible] e e [illegible] e e a[illegible] PR[illegible] a [illegible] a[illegible] d e[illegible] a[illegible] [illegible] e[illegible] e[illegible] a[illegible] [illegible] e e e c e , ce [illegible]f [illegible] a e O, [illegible] [illegible] I[illegible] ce[illegible] [illegible] e [illegible] c e e [illegible] c 28(e c e eH[illegible])25(e)-2 6 e[illegible] a[illegible] [illegible].

L. Matters to be authorized by Shareholders to the Board in connection with the Scheme

. The Board proposed to convene the 202 Annual General Meeting and the 202 First Extraordinary General Meeting, at which ordinary resolutions will be proposed to the Shareholders to consider and, if thought fit, approve the following:

(a) the declaration and payment of a final dividend and the payment of the Special Dividend for the year ended December 3, 202 ;

(b) in the case of Shares, the approval of the transfer of the Shares to be transferred pursuant to the Scheme and the cancellation and extinguishment of the Scheme Shares, and the allotment and issuance of the Offeror Shares as fully paid to the Offeror and/or its nominee(s) in accordance with the Scheme;

(c) in the case of Options, the approval of the cancellation of the Options held by the Scheme Optionholders and the allotment and issuance of the Offeror Shares as fully paid to the Offeror and/or its nominee(s) in accordance with the Scheme;

(d) the authorization of any one Director of the Offeror, or if the Offeror is wholly owned by a corporation, any one director of the Offeror's sole shareholder, to do all such acts and things and execute all such documents, including affixing the common seal thereof, as he/she considers necessary or desirable for the implementation of the Scheme and the transactions contemplated thereunder, and to agree to such variation, amendment or waiver of matters relating thereto (including any variation, amendment or waiver of the Scheme) as are, in the opinion of the Directors of the Offeror, desirable and not material to the interests of the Offeror;

(e) the adoption of the Amended and Restated Memorandum and Articles of Association of the Company with effect from the Effective Date, which will be registered with the Registrar of Companies in the Cayman Islands and will, among other things, delete all references to the Scheme Shares and the Scheme Optionholders and to the Scheme, and ensure that any Shares issued after the Effective Date (other than to the Offeror and/or its nominee(s)) will be automatically acquired by the Offeror on the same terms as the Offeror Shares issued pursuant to the Scheme;

(f) the reduction and cancellation of the Scheme Shares and Scheme Options and the Company's issued share capital, and the application of the credit arising from such reduction and cancellation in paying up in full at par the Offeror Shares and Offeror Options to be allotted and issued to the Offeror and/or its nominee(s);

( ) the declaration of the Special Dividend;

( ) the adoption of the Amended and Restated Memorandum and Articles of Association of the Company with effect from the Effective Date, which will be registered with the Registrar of Companies in the Cayman Islands and will, among other things, delete all references to the Scheme Shares and the Scheme Optionholders and to the Scheme, and ensure that any Shares issued after the Effective Date (other than to the Offeror and/or its nominee(s)) will be automatically acquired by the Offeror on the same terms as the Offeror Shares issued pursuant to the Scheme, and the reduction and cancellation of the Scheme Shares and Scheme Options and the Company's issued share capital, and the application of the credit arising from such reduction and cancellation in paying up in full at par the Offeror Shares and Offeror Options to be allotted and issued to the Offeror and/or its nominee(s);

( ) the adoption of the Share Option Scheme;

( ) the declaration of the Special Dividend, conditional upon the Scheme becoming effective and the Company having sufficient funds available for the payment of the Special Dividend after the Effective Date, which will be funded by the Offeror pursuant to the Scheme; and

( ) the

Pa c , a dea c , e a a d cce e e , ec f e a e O, a a e e e c ed b e decea ed Pa c , a a d e a f e c e e

( ) a a e e B a d de e e e Pa c , a be f a e a ed E e c e P ce a d Da e f a e , ec f Re e ed a e O, f e c e e a e ba f ee e e a e e e f e c e e c a e c , e f Pa c , a a d e c d f e a

( ) e ec e a e d e a e a a ee e a d e e a a ee e c ec e e c e e

( ) a a e a d ad e c e e a d f a e f d f e , f f ad a a d , e e a f f e c e e f e e b ec e e e f e c e e. H e e c a e d e ade b e B a d a be a , ed acc d f e a e e ed b e a e a a e e a e a a e e a be a , ed b a e de ' e e a ee a d e e e a e a a e a d

( ) c d c e ece a a e e ed f e , e e a f e c e e a e f e , e , , a ed e e a d c e be e e c ed b a e de ' e e a ee

2. T e B a d a ed , ce e a a e a f a f ca a , a a d e , ced e e e a e e a d a e c ec e e c e e e ec e d f a d c , e e d c e b ed e e e a e e a a e e a a d d d a e d e c e f c a a d c , e e e e a f c a e e a , a ' e e ed ca a a d d a ac dee ece a , e a , a e c ec e e c e e.

3. T e B a d a ed a , ece ba acc a a f ec e c , a e a d e e ed a e f e , e e a f e c e e.

4. T e a da e a ed e B a d a be c e e Va d Pe d f e c e e.

T e ab e a a a be e e c ed d ec b e a a a a , a e , e a a ed b e a a be a f f e B a d a e f e a e a c ea , a ed a ad a e e a e f e R a e d c e e c e e e c e f c a c a be c de ed a d , a ed b e B a d.

III. RESPONSIBILITY STATEMENT

The fa[illegible] a[illegible] c c[illegible] a[illegible], b[illegible] ed[illegible] acc[illegible] da[illegible] ce[illegible] e L[illegible] R[illegible] e a[illegible] d[illegible] e[illegible] ded[illegible], [illegible] de[illegible] f[illegible] a[illegible] ab[illegible] e[illegible], a[illegible]. The Dec[illegible] f[illegible] e[illegible], a[illegible] a[illegible] a[illegible] d[illegible] e e a[illegible] bea[illegible] a[illegible]

V. RECOMMENDATION

The Board (c d e I de, e de D ec) c de a e e be ed a e 202 d E M a d e 202 d a Mee a e e e f e a a d e a e de a a e. cc d e B a d ec e d a e a e de e fa f a e e be ed a e 202 d E M a d e 202 d a Mee .

Y fa f
B de f e B a d
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

T e f a e a , c, a e f, e aeO, I ce, e c e e.

1. PROPOSED ADOPTION OF THE A SHARE OPTION INCENTIVE SCHEME

A. Purpose of the implementation of the Scheme

F , e, , e f fi e , , e c , a e e ce , c, e f, e , a e ab a d e a c , e -e ce, e a d c a, ec a f e , a a, ac a d e a a e, fi b , e, ac e e a d c ea , e f, e dd e a d e a a e e, a d ec ca , e e f, e , a effec e , , e c e e e f, e c e ea a d, e c e c , e, e e f, e e e, e effec e a , e e e f a e de , e , a a d, e c e a a e e, ea e ab a , a, e f c , e -e de e , e, f, e , a a d e , , e ac e e e, f, e de e , e, a e e a d, e a, b ec, e f, e , a , e c e e ade , e , e e f fi , ec, e e e f a e de a d , e, c, e f c e e a e, c, b, a d acc da ce , e e e, de e e a, a e a, a d a e d c e, c d , e , a La , e ec , e La a d, e d , a, e Mea e a e a , e e e e, de , e , c e f c a, .

B. Basis for determining the Participants and the scope of the Participants

(1) Basis for determining the Participants

Pa c, a, f, e c e e a e de, ed acc da ce , e e e, f e e a, a ad , a, e e a, a d a, e d c e, c d , e , a La , e ec , e La a d, e d , a, e Mea e a e a , e e e e, de , e , c e f c a, . efe e ce, e ac a , a, f, e , a, .

Pa c, a, f, e c e e a e, e dd e a d e, a a e e, a d ec ca , e, e f, e , a, a a, e da e f, e a, ce e, f, e d af c e e, b ed , e eb e f, e E. **T** e Re e a, , ee a , e, a e a, f e b e c, e f, e Pa c, a, f, e c e e a d e , a be e e ed a d c f ed b e e , ee.

(2) Scope of Participants

T e c e e , e a, a f 289 Pa c, a, a d, e Pa c, a, acc , f 8.40% f, e , a, ' a , be f e , ee f 3 440 a f 3 Dece be 2020. **T** e Pa c, a, c de, e dd e a d e, a a e e, a d ec ca , e, e f, e , a, .

T e Pa c, a, ab e d , c de, e I de, e de, D ec , e e f, e , a, a d , c de a, a e de ac, a c, e d d a , d e, a 5% f, e a e f, e , a, a d, e , e, a e, a d c d e. N e f, e Pa c, a, ab e a , a c, a ed , e a e , , ce, e c e e f, e e ed c , a e a, e a e, e. Pa c, a, , e e a ab c, ac, a e , e, c, ac, , e , a, , b d a e d , e a e e, , e d f, e c e e.

Pa c, a be a ed e Re e ed a e O, a be de e ed
2 af e e c e c de ed a d a, ed b e a e de ' e e a
ee . U, e, a b e B a d a ce f c ea , b e I de, e de
D ec a d e e a ee a e a a ce f, fe a , a d
e a , b e a ad e , a a d c e e e a f a
c Pa c, a , a e e e a e e e a a e a d acc a e a e . If
e Pa c, a a e de e ed f e e a 2 e Re e ed a e O, a
a, e. T e 407.3407.ce T e Pa 0.5(Ted)-403407.. T e Re e Ted T e T( )-3 60.5(T)7(e e a

(2) Total number of the Share Options involved in the Scheme

T e ı be ☐f ☐a e O, ☐ . , ☐, ☐ed ☐be a ..ed ı de ☐ e ☐ e e 5 947 858 e, e e .. a, , ☐ a.e 0.28% ☐f ☐ e ☐.a ı ed a e ca, .a ☐f 2 4 6893 254 ☐a e. ☐f ☐ e ☐ , a. a a. ☐ e da.e ☐f a ..☐ ce e.. ☐f ☐ e d af. ☐ e e a ☐. c ☐ e f .. a.. ☐f ☐a e O, ☐ . c☐ .. .. ☐f 5 353 072 . a e. (First Grant of Share Options–) e, e e .. a, , ☐ a.e 0.25% ☐f ☐ e ☐.a ı ed a e ca, .a ☐f 2 4 6893 254 ☐a e. ☐f ☐ e ☐ , a. a a. ☐ e da.e ☐f a ..☐ ce e.. ☐f ☐ e d af. ☐ e e a.d 90% ☐f ☐ e ☐.a ı be ☐f ☐a e O, ☐ . ı de ☐ e ☐ a.. ☐ e e ed a e ☐, ☐ . c☐ .. .. ☐f 594 78 6 . a e. (Reserved Share Options–) e, e e .. a, , ☐ a.e 0.03% ☐f ☐ e ☐.a ı ed a e ca, .a ☐f 2 4 6893 254 ☐a e. ☐f ☐ e ☐ , a. a a. ☐ e da.e ☐f a ..☐ ce e.. ☐f ☐ e d af. ☐ e e a.d 0% ☐f ☐ e ☐.a ı be ☐f ☐a e O, ☐ . ı de ☐ e ☐ a..

Eac ☐a e O, ☐ . a..ed ı de ☐ e ☐ e e e.. ed ☐, ı c a e ☐.e ☐a e ☐f ☐ e ☐ , a. a. ☐ e E ec e P ce d ı .. ☐ e E ec e Pe ☐d ı , ☐ .. ☐ e fı f e.. ☐f ☐ e .. c☐ d ☐. a.d a a. ☐ e e.. . **T** e ☐a e O, ☐ . a..ed ☐ ☐ e Pa ☐ c, a.. .. a ☐. be ☐ . a. fe ed ı ed f☐ ı a a..ee ☐ e, a e .. ☐f deb.. d ı .. ☐ e Ve .. Pe ☐d. ☐a e O, ☐ . a e ☐. e .. ed ☐ . ☐ . .. a.d d☐ ☐. ☐ e .. ☐ e d .. b ı ☐. ☐f b☐ ı . a e a.d d de.d bef☐ e be .. ☐ e c ed. U .. e ☐. e e , ☐ ded b ☐ e ☐c ☐ , , ☐ ☐. ı de ☐ e ☐ e e ☐ e Pa ☐ c, a.. .. a be e.. ☐ ed ☐a ☐ e ☐f ☐ d .a ☐a e ☐ de a.d, ef☐ e a.ed ☐b a. ☐ . .. e, ec. ☐f ☐ e ☐a e b ☐ ☐ ☐ e c .. ☐a e O, ☐ . .. acc☐ da.ce ☐ a ..

T e Re .. c.ed ☐a e I.ce .. ☐ e c ☐ e ef☐ 2020 a. c☐ .. de ed a.d a, , ☐ ed a.. e 20 9 a.. ı a e a ee .. .. ☐ e 2020 f .. ☐a e c a. ee .. ☐f ☐ e ☐ , a. .. ı de , ☐ e .. a ☐. a.. e da.e ☐f a ..☐ ce e.. ☐f ☐ e d af. ☐ e e .. ☐ a a e a.e ı be ☐f ı de .. ☐a e . ☐ ed .. e ☐a e O, ☐ . I.ce .. ☐ e c ☐ e ☐f ☐ e ☐ , a. d ı .. ☐ e Va d Pe ☐d a ☐ e ceed 0.00% ☐f ☐ e ☐.a ı a e ca, .a ☐f ☐ e ☐ , a. . **T** e ☐.a ı a e a.e ı be ☐f ☐a e . ☐ be a..ed ☐ a Pa ☐ c, a.. ı de ☐ e ☐a e O, ☐ . I.ce .. ☐ c ☐ e e d ı .. ☐ e Va d Pe ☐d a ☐ e ceed .00% ☐f ☐ e ☐.a ı a e ca, .a ☐f ☐ e ☐ , a. .

D. Validity Period, Date of Grant, Vesting Period, exercise arrangement and the lock-up period of the Scheme

(1) Validity Period

T e Va d Pe ☐d ☐f ☐ e ☐ e e a ☐ c☐ e .ce f☐ ☐ e Da.e ☐f ☐ a .. ☐f ☐ e ☐a e O, ☐ . a d e d ☐ . e da.e ☐. c a .. ☐ e ☐a e O, ☐ . a..ed ☐ . e Pa ☐ c, a.. ı de ☐ e ☐ e e a e bee .. e e c ed ☐ ca.ce ed a d a ☐ . be ☐ . e ☐ . a. 72 ☐ .. .

(2) Date of Grant

f.e . e c e e a bee c . de ed a d a, , ed a . e a e de ' e.e a ee. . f. e , a . e , a c . e.e a B a d ee. . a. a e O, . . e Pa . c , a. . 0 da . acc da.ce . e e a. e , a. a d c , e.e e e a. , ced e . c a e . a. a d a . ce e. . If . e , a fa . c , e.e . e ab e e. ed . 0 da . a d c e . e ea f . e ab . c , e.e a d a . ce . e e a. f . e a e . T e , e d d . c a e O, . ca be a. ed . acc da.ce . e d . a. e Mea e . a . be c . ed . c 0 da .

T e Da.e f a. f Re e ed a e O, . a be c f ed b . e B a d . 2 . af.e c . de a. a d a, , a a. e a e de ' e.e a ee. .

T e Da.e f a. f a e O, . . be a. ad da de E L . R e a d a . fa . e, e d de c a. a. f. e a e O, . , b.ed b . e L . R e. c d . R e 7.05 a d Pa a a, 3(a) , e.d 0 f. e L . R e. If . e da.e de.e ed . acc da.ce . e ab e , c , e. a. ad da . e Da.e f a. a be , . , ed . e f . ad da . e eaf.e .

(3) Vesting Period

a e O, . a. ed . e Pa . c , a. a e . b ec. d ffe e. Ve . Pe d a d eac f . c , e d a be . . e da.e c e e . a. f. e a. ed a e O, . c , e.ed. T e .e a be. ee . e Da.e f a. a d . e f . E e c e Da.e f . e a e O, . a be e . a. 2 . .

(4) The Exercise Date

T e Pa . c , a. f. e c e e a e ec e a e O, . . , . e e , a. f e Ve . Pe d. T e E e c e Da.e . be a. ad da . e Va d. Pe d f. e c e e a d a fa . e, e d , b.ed f e e c f a e , b e . . e f. e c e c a e e e, e , a. ' a e a e .ed. D . e Va d. Pe d f. e c e e f. ee a c a e. e e a. e e e. . e e c e da.e f a e , . f. e c e c a e e e, e a e f. e , a a e .ed . e E e c e Da.e a c , e e ed, . f. e e a. a e . a. a d a a. e d c e. .

T e e e c e a a e e , f A , e F , C a , A f S a e O , A a d , e R e e ed S a e O , A a e a f A A :

T e e e c e a a e e , f A , e F , C a , A f S a e O , A :

Exercise Arrangement	Exercise Period	Proportion of exercisable Share Options to the total number of Share Options granted
F , E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 2 A , f A , e Da e A f , e C a , A f , e F , C a , A f S a e O , A a d e d A , e a , , ad da A f , e 24 A , f A , e Da e A f C a ,	20%
S e c A d E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 24 A , f A , e Da e A f C a , A f , e F , C a , A f S a e O , A a d e d A , e a , , ad da A f , e 36 A , f A , e Da e A f C a ,	20%
T d E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 36 A , f A , e Da e A f C a , A f , e F , C a , A f S a e O , A a d e d A , e a , , ad da A f , e 48 A , f A , e Da e A f C a ,	20%
F A , E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 48 A , f A , e Da e A f C a , A f , e F , C a , A f S a e O , A a d e d A , e a , , ad da A f , e 60 A , f A , e Da e A f C a ,	20%
F f , E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 60 A , f A , e Da e A f C a , A f , e F , C a , A f S a e O , A a d e d A , e a , , ad da A f , e 72 A , f A , e Da e A f C a ,	20%

T e e e c e a a e e , f A , e Re e ed S a e O , A :

Exercise Arrangement	Exercise Period	Proportion of exercisable Share Options to the total number of Share Options granted
F , E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 2 A , f A , e Da e A f C a , A f , e Re e ed S a e O , A a d e d A , e a , , ad da A f , e 24 A , f A , e Da e A f C a ,	20%
S ec A d E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 24 A , f A , e Da e A f C a , A f , e Re e ed S a e O , A a d e d A , e a , , ad da A f , e 36 A , f A , e Da e A f C a ,	20%
T d E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 36 A , f A , e Da e A f C a , A f , e Re e ed S a e O , A a d e d A , e a , , ad da A f , e 48 A , f A , e Da e A f C a ,	20%
F A , E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 48 A , f A , e Da e A f C a , A f , e Re e ed S a e O , A a d e d A , e a , , ad da A f , e 60 A , f A , e Da e A f C a ,	20%
F f , E e c e Pe A d	A e c f A , e f , , ad da af e , e e , A f , e 60 A , f A , e Da e A f C a , A f , e Re e ed S a e O , A a d e d A , e a , , ad da A f , e 72 A , f A , e Da e A f C a ,	20%

S a e O , A f A c , e E e c e A d , A a e A f f ed d , e ab A e a eed , e A d a A be e e c ed A defe ed , A , e e , e e c e , e A d a d , e e e a , S a e O , A A f c Pa c , a , a be ca ce ed b , e A , a acc A da ce , e , c , e , , a ed , e S c e e . f e , e e d A f eac E e c e Pe A d A f , e S a e O , A , e S a e O , A e e c ab e b , e Pa c , a , f A , e c e , , e A d , a a e A bee e e c ed a be e a ed a d ca ce ed b , e A , a .

(5) Lock-up Period

[illegible]

( ) [illegible]

( ) [illegible]

( ) [illegible]

E. Exercise Price and basis of determination of the Scheme

[illegible]

F. Conditions of the Grant and Exercise Conditions of the Share Options

(1) Conditions of the Grant of Share Options

[illegible]

( ) [illegible]

(a) [illegible]

(b) [illegible]

(c) [illegible]

(d) [illegible]

(e) [illegible]

( ) [illegible]

(a) [illegible]

(b) [illegible]

(c) [illegible]

(d) [illegible]

(e) [illegible]

(f) [illegible]

(2) Exercise Conditions of the Share Options

[illegible]a e O, [illegible] f [illegible] e Pa [illegible] c, a [illegible] a [illegible] be e e c ed [illegible] e f [illegible] f [illegible] e [illegible] f [illegible] e f [illegible] c [illegible] d [illegible] b [illegible] e [illegible] a [illegible] a d [illegible] e Pa [illegible] c, a [illegible] d [illegible] e E e c e Pe [illegible] d:

( ) T e e [illegible] cc [illegible] e ce [illegible] f a [illegible] f [illegible] e f [illegible] c c [illegible] a ce [illegible] e, ec [illegible] f [illegible] e [illegible] a [illegible]:

(a) [illegible] a ce [illegible] f [illegible] e a [illegible] d [illegible] e [illegible] a ad e e [illegible] c [illegible] d ca e a [illegible] ab [illegible] e [illegible] b a ce [illegible] f ed [illegible] b c acc [illegible] a [illegible] e, ec [illegible] e f a c a acc [illegible] e [illegible] f [illegible] e [illegible] a f [illegible] ece [illegible] acc [illegible] ea

(b) [illegible] a ce [illegible] f [illegible] e a [illegible] d [illegible] e [illegible] a ad e e [illegible] c [illegible] d ca e a [illegible] ab [illegible] e [illegible] b a ce [illegible] f ed [illegible] b c acc [illegible] a [illegible] e, ec [illegible] e [illegible] e a c [illegible] f [illegible] e f a c a e [illegible] f [illegible] e [illegible] a f [illegible] ece [illegible] acc [illegible] ea

(c) fa [illegible] e [illegible] c [illegible] d c [illegible] f [illegible] d [illegible] b [illegible] acc [illegible] da ce [illegible] a [illegible] a d e [illegible] a [illegible] e [illegible] c e [illegible] f [illegible] c a [illegible] a d [illegible] b c [illegible] de a [illegible] e a [illegible] 3 6 [illegible] af e [illegible]

(d) [illegible] b [illegible] f [illegible] e e [illegible] a [illegible] f [illegible] a e [illegible] ce [illegible] e b [illegible] a [illegible] a d e [illegible] a [illegible] a d

(e) [illegible] c [illegible] e c c [illegible] a ce a de e [illegible] ed b [illegible] e [illegible] R [illegible] S.

I ca e [illegible] e [illegible] a [illegible] a [illegible] f [illegible] e c c [illegible] a ce [illegible] ec f ed [illegible] ( ) ab [illegible] e [illegible] e [illegible] a e O, [illegible] a [illegible] ed [illegible] e Pa [illegible] c, a [illegible] de [illegible] e [illegible] c e e [illegible] c a e [illegible] bee [illegible] e e c ed [illegible] a [illegible] be ca ce [illegible] ed b [illegible] e [illegible] a [illegible].

( ) T e e [illegible] cc [illegible] e ce [illegible] f a [illegible] f [illegible] e f [illegible] c c [illegible] a ce [illegible] e, ec [illegible] f a Pa [illegible] c, a [illegible]:

(a) e [illegible] e a bee [illegible] de e [illegible] ed b [illegible] c e c a e a a [illegible] e [illegible] b e, e [illegible] e a [illegible] 2 [illegible]

(b) e [illegible] e a bee [illegible] de e [illegible] ed b [illegible] e [illegible] R [illegible] S [illegible] de e a ed a e c e a a [illegible] e [illegible] b e, e [illegible] e a [illegible] 2 [illegible]

(c) e [illegible] e a bee [illegible] ed b [illegible] e [illegible] R [illegible] S [illegible] a [illegible] f [illegible] de e a ed a e c e [illegible] ad [illegible] a e, e a e [illegible] ea [illegible] e [illegible] b [illegible] acce [illegible] e a e [illegible] e a [illegible] 2 [illegible] d e [illegible] a e a [illegible] a [illegible] f a a d e [illegible] a [illegible]

(d) e [illegible] e [illegible] b ed f [illegible] ac [illegible] a a d ec [illegible] a e be [illegible] f [illegible] e e [illegible] a a e e [illegible] f a c [illegible] a a e [illegible] ed b [illegible] e [illegible] a La

Exercise Period		Targets of Performance Assessment
Re e ed a e O, .	F . E e c e Pe d	T e , a e f , e , e a . c e f , e ea f 2022 . a , be e . a 90% a c , a ed , e , e a . c e f , e ea f 2020
	ec d E e c e Pe d	T e , a e f , e , e a . c e f , e ea f 2023 . a , be e . a 20% a c , a ed , e , e a . c e f , e ea f 2020
	T d E e c e Pe d	T e , a e f , e , e a . c e f , e ea f 2024 . a , be e . a 80% a c , a ed , e , e a . c e f , e ea f 2020
	F , E e c e Pe d	T e , a e f , e , e a . c e f , e ea f 2025 . a , be e . a 200% a c , a ed , e , e a . c e f , e ea f 2020
	F f E e c e Pe d	T e , a e f , e , e a . c e f , e ea f 202 6 . a , be e . a 220% a c , a ed , e , e a . c e f , e ea f 2020

Note: T e ab e , e a . c e– ea . , e a d ed c . da ed , e a . c e f , e , a . .

D . , e E e c e Pe d , e , a . a a d e , e c ce . , e e e c e f , e a e O, . f , e Pa . c , a . . f i f , e E e c e d , . . If , e , e f a ce e e f , e c e . , e d f , e , a . d , f i f , e c d , . f , e f a ce a e d c E e c e Pe d a Pa . c , a . . a e e c e , e e e c ab e a e O, . , a . a be a e ed c ea , e , a . a ca ce , e a e O, . e e c ab e b , e Pa . c , a . . f , e e . , e d.

( ) Pe f a ce a e . e . , e e e . f , e Pa . c , a . . a , e d d a e :

T e d d a a e . e f Pa . c , a . . a be a ed a d , e e . ed acc da ce , e e a . , a . ' , e f a ce a e . e . . e . cc d .

(iii) Share consolidation

$$Q = Q_0$$

W e e: Q_0 e, e e , e be ∄f , e S a e O, ∄ , ∄ ∄ e ad , e , e, e e , e a ∄ ∄f c∄ ∄ da ∄ ∄f a e (.e. ∄ e a e ∄f , e ∄ , a a be c∄ ∄ da ed ∄ a e) a d Q e, e e , e be ∄f , e S a e O, ∄ af e , e ad , e .

(iv) New issue

I , e e e ∄f e ∄f e a e b , e ∄ , a , e be ∄f , e S a e O, ∄ ∄ be ad ed.

(2) Adjustment methods of the Exercise Price

I , e e e ∄f d de d d , b ∄ ca, a a ∄ ∄f ca, a e e e b∄ e a e bd ∄ e ∄ a e c∄ ∄ da ∄ ∄f , e ∄ , a d , e , e ∄d f ∄ e da e ∄f a ∄ ce e ∄f , e S c e e , b ed ∄ , e eb e ∄f , e SS E ∄ , e c∄ , e ∄ ∄f e e c e ∄f , e S a e O, ∄ b , e Pa c , a , e E e c e P ce ∄f S a e O, ∄ ∄ d be ad ed acc∄ d b ∄ ad , e a be ade ∄ , e e e , a , e E e c e P ce ∄ d be ∄ e , a , e ∄ a a e ∄f , e a e . T e ad , e , e ∄d a e a f∄ ∄ :

(i) Capitalization of capital reserves, bonus issue, share subdivision

$$P = P_0 \quad (+)$$

W e e: P_0 e, e e , e E e c e P ce , ∄ ∄ e ad , e , e, e e , e a ∄ ∄f c ea e , e a e e , f ∄ , e ca, a a ∄ ∄f ca, a e e e b∄ e ∄ a e bd ∄ a d P e, e e , e E e c e P ce af e , e ad , e .

(ii) Rights issue

$$P = P_0 \quad (P + P_2 \quad) [P \quad (+)]$$

W e e: P_0 e, e e , e E e c e P ce , ∄ ∄ e ad , e , P e, e e , e c∄ , ce ∄f , e S a e O, ∄ a a , e ec∄ d da e P_2 e, e e , e b c , ∄ , ce e , ec ∄f , e e , e e , e a ∄ ∄f , e e (.e. , e be ∄f a e ∄ be ed de , e e , ∄ ∄ ∄ ∄ , e ∄ a a e ca, a ∄f , e ∄ , a , ∄ ∄ , e e) a d P e, e e , e E e c e P ce af e , e ad , e .

(iii) Share consolidation

$$P = P_0$$

W e e: P_0 e, e e , e E e c e P ce, ∄ ∄ e ad e , e, e e , e a ∄ ∄f a e c∄ ∄ da ∄ a d P e, e e , e E e c e P ce af e e ad e .

(iv) Dividend distribution

$$P = P_0 \quad V$$

W e e: P_0 e, e e , e E e c e P ce, ∄ ∄ e ad e , V e, e e , e d de d , e a e a d P e, e e , e E e c e P ce af e e ad e . f e e ad e ∄f d de d d b ∄ P a be ea e a e , a a e ∄f e ∄ , a ' a e .

(v) New issue

I e e e ∄f e ∄f e a e b e ∄ , a e E e c e P ce ∄f e a e O, ∄ ∄ be ad ed.

(3) Procedures for adjustment of the Scheme

T e a e ∄ de ' e e a ee ∄f e ∄ , a a a ∄ e e B∄a d ∄ ad e , e be a d E e c e P ce ∄f e a e O, ∄ f∄ a ea ∄ a c ea a ed e c e e. T e B∄a d a a e a a ∄ ce e a d ∄ f e Pa c , a a e a e , ∄ a ad e , ∄ e be a ed a d E e c e P ce ∄f e a e O, ∄ acc∄ da ce e ab∄ e e ∄ ed e e e . T e ∄ , a a e a e

( ) T e I de, e de D ec A a d e S e A A ee a e c ea A, A a A e e e c S e e be ef c a A e a ab e de e A, e A f e A, a a d e e e c S e e f ca de e a A e e e A f e A, a a d e S a e A de a a A e.

( ) T e A, a a e a e a de, e de f a c a ad e A e, e A fe A a A, A A e fea b A f e c S e e e e e c S e e be ef c a A e a ab e de e A, e A f e A, a a d e e e c S e e f ca de e a A e e e A f e A, a a d e S a e A de a a A e. T e a f e a ed b e A, a a e e a A, A A e c S e e.

( ) T e A, a a, b e a A ce e A f e B A d e A, A e c S e e (d af) a d a A, A f A e I de, e de D ec A a d A, A f A e S e A A ee 2 ad da af e e c S e e (d af) a bee c A de ed a d a, A ed b e B A d.

( ) T e A, a a ca A e f- e a A A e ad A f S a e A f e A, a b d d a, A e A A f de f A a A 6 A, A A e a A ce e A f e c S e e.

( ) Bef A e c A e e S a e A de ' e e a ee e A a a a A ce e a e a d, A A A f e Pa c, a e a a e A, a ' eb e A A e c a e f A 0 da T e S e A A ee a e f e A f Pa c, a a d A A c A de A, A f A e, b c. T e A, a a d c A e e A, A A f e S e A A ee A e e f ca A a d e, b c A, A e a A A e A f e Pa c, a 5 da, A A e c A de a A A f e c S e e a e S a e A de ' e e a ee.

( ) D A A e c S e e a d e a ed e A, A a e S a e A de ' e e a ee A f e A, a e I de, e de D ec A a A c, A A f A a S a e A de e, ec A f e c S e e a d e a ed e A, A W e e c S e e a d e a ed e A, A a e c A de ed b a A f, ec a e A, A a e S a e A de ' e e a ee e e a ed S a e A de a ab a f A A.

( ) T e A, a a d c A e e a A ce e A f e e A, A A f e S a e A de ' e e a ee S a e O, A I ce e c S e e c A de ed a d a, A ed b e S a e A de ' e e a ee e e f- e a A e, A A e ad A f S a e A f e A, a b d d a, A e A A f de f A a A a d e e a A, A A f e S a e A de ' e e a ee.

( ) f.e . e c e e a bee c. de ed a d a, , ed b . e a e de ' e e a ee. f . e , a . e B a d a a . e a e a d c , e.e e . a. a a ce e. a d e e a.ed , ced e . 60 da f . e da.e f c. de a. a d a, , a a f . e c e e b . e a e de ' e e a ee. acc da ce . e a da.e a.ed a. e a e de ' e e a ee. . T e B a d a a d e a.e e a. . e , ec f c e e c e a d ca ce a. f . e a e O, . acc da ce . e a da.e a.ed a. e a e de ' e e a ee. .

(2) Procedures for Grant of the Share Options

( ) W . 60 da f . e da.e f c. de a. a d a, a a f . e c e e b . e a e de ' e e a ee. f . e , a . e , a a c. e.e . e B a d ee. c. d c. e a. . e Pa c , a. .

( ) Bef e . e , a a. a e . e Pa c , a. . e B a d a c. de e. e . e c. d . f . e a. f . e a e . e Pa c , a. , e c bed e c e e a e a. f ed a d . e I de, e de. D ec. a d . e e . e ee a e c ea , . a e . a f a e a e a , . e. e . e c. d . f . e a. f . e a e . e Pa c , a. a e a. f ed. T e e . ee f . e , a a e f . e f Pa c , a. . e Da.e f a. a d , de . .

W e . e e a d c e, a c be. ee . e , a ' a. f a e . e Pa c , a. a d . e a a e e. f . e c e e . e I de, e de. D ec. . e e . e ee (e . e e a e c a e . e Pa c , a.) . e a f a d . e de, e de. f a c a ad e a e . e c ea , . a e .

( ) T e , a a d . e Pa c , a. a e.e . e a e O, . a a. ee e. . a ee . e a d b a. f b. , a . e .

( ) T e , a a , e, a e a a a e e. e . e f . e c e e acc da ce . e a ee e. e.e ed . b . e Pa c , a. e. . a e f Pa c , a. be f a e a.ed Da.e f a. a . f , a e. a d . e e a be f . e a e O, . a a. ee e. e.c.

( ) T e , a a a, , . e e e a. . c e c a e f a a. f a e O, . . e Pa c , a. . f.e c. f a. b . e e e a. . c e c a e . e , a a a, , . e De, . a d ea , a. f a.e e a. . e a. . a d c ea . . T e B a d a d c e . e e e a. , e e. a. b a f a. ce e. a . e a.e af.e . e c , e. f . e e . a. f . e a.ed a e O, . . If . e , a fa . c , e.e . e ab e e. ed , e e. a. . 60 da (e , e d d c a e O, . ca be a.ed a . be c. ed . c 60 da) . e c e e a be . e a.ed a d . e B a d a d c e . e ea. f . e ab . c , e.e a . e a.e a d a . e-c. de . e a e , . ce. e c e e . 3 .

( ) Pa c a ... be a ed ... e Re e ed a e O ... a be a ce a ed ... 2 ... af e e c ... de a ... a d a ... a f e c e e b e a e de ' e e a ee . If Pa c a ... a e a ce a ed af e e a e f 2 ... e Re e ed a e O ... a bec e a d.

(3) Procedures for the exercise of the Share Options

( ) T e Pa c a ... a b ... e ... ca f E e c e f c O ... e B a d ... e E e c e Da e a d b a e e c e a ... ca . T e ... ca f E e c e f c O ... a ... ec f e be f a e O ... be e e c ed E e c e P ce a d f a f dea b e de f a e O ... e c.

( ) Bef e e Pa c a ... e e c e e a e O ... e B a d a c de a d a ... e e e e c e a f ca a d be f a e O ... be e e c ed f e a ... ca a d c de e e c d f e e e c e f e a e O ... b e Pa c a ... e c bed e c e e a e a f ed a d e I de e de D ec a d e e ... ee a e e c ea ... a e ... a f a e a e a ... e e e c d f e e e c e f e a e O ... b e Pa c a ... a e a f ed.

( ) f e e Pa c a ' e e c e a ... ca a a e bee a ... ed b e B a d a d e c e ... d a e f e e e c e f a e O ... (f c a ed a e) a e bee ade e a a a ... e c a e f e e c e a ... ca a d e e a e e Pa c a d ec ba ed e be f a e O ... be e e c ed a e ... e a ... ca .

( ) f e a ... a b e c e c a e e De ... a d ea ... a a ... a d e e a e e a ... e a a d c ea .

( ) Pa c a ... ca a fe e a e af e e e e c e f a e O ... e e e a fe f a e e d b D ec a d e a a e e f e a a c ... e e e e de e e a a e a a d a e d c e .

T e a ca de a f ed a a ... e e c e e d e Pa c a ba ed e ac a c c a ce .

(4) Procedures for amendments to the Scheme

If e a ... e d a e d e c e e ... c de a a d a ... a a e a e de ' e e a ee c a e d e a be c de ed a d a ... ed b e B a d. If e a ... e d a e d e c e e af e e a ... a a e a e de ' e e a ee c a e d e a be c de ed a d a ... ed a e a e de ' e e a ee e a c a e d e a e e acce e a ea e e c e a d e E e c e P ce.

The Company may cancel exercised Options before the Adoption Date. The Independent Non-executive Directors and the Board may grant Options to Participants who are employees of the Group before the Adoption Date. The Company may apply to the Stock Exchange for the listing of, and permission to deal in, the Shares which may be issued pursuant to the exercise of Options granted before the Adoption Date but not yet exercised, lapsed or cancelled as at the Adoption Date. The Company may grant Options to Participants who are employees of the Group before the Adoption Date but not yet exercised, lapsed or cancelled as at the Adoption Date.

(5) Procedures of termination of the Scheme

If the Company terminates the Scheme, no Options will be offered by the Company and no new Options will be accepted by the Grantees, but the provisions of the Scheme shall remain in force to the extent necessary to give effect to the exercise of any Options granted prior to such termination or otherwise as may be required in accordance with the provisions of the Scheme. Options granted prior to such termination which are not exercised at the time of such termination shall remain valid and exercisable in accordance with the Scheme.

The Company may cancel any unexercised Options granted to Participants but not yet exercised at the time of such termination. The Company may apply to the Stock Exchange for the listing of, and permission to deal in, the Shares which may be issued pursuant to the exercise of Options granted before such termination but not yet exercised, lapsed or cancelled as at such termination. The Company may grant Options to Participants who are employees of the Group before such termination but not yet exercised, lapsed or cancelled as at such termination.

If the Company terminates the Scheme, the Company shall, as soon as practicable, issue a circular to the Shareholders, containing the reasons for the termination, a summary of the Scheme, the number of Options granted, exercised, lapsed or cancelled since the Adoption Date, and such other information as may be required by the Listing Rules from time to time.

I. Rights and obligations of the Company and Participants

(1) Rights and obligations of the Company

( ) The Company shall issue and allot to the Grantee, and shall procure the transfer to the Participant, the Shares in accordance with the Scheme upon the exercise of the Option by the Participant, and shall procure the Participant, or his/her nominee, to be registered as the holder of the Shares. If a Participant fails to fulfil the Exercise Conditions or the Exercise Notice is not received by the Company, the Company shall not be obliged to issue and allot the Shares to the Participant.

( ) The Company shall, as soon as practicable after the exercise of the Option by the Participant, forward to the Participant a share certificate in the name of the Participant (or his/her nominee) for the Shares in respect of which the Option has been exercised. If the Participant is subject to any restrictions on the sale of the Shares under the Listing Rules or any applicable laws, rules or regulations, the Company may issue stop transfer instructions to its transfer agent in respect of the Shares and/or endorse restrictive legends on the share certificate for the Shares to ensure compliance with such restrictions. The Company shall not be obliged to issue and allot the Shares to the Participant if the Participant is not able to comply with such restrictions.

( ) T e ¶ , a a ¶ d a d , a d d a c ¶ e a a d ¶ e a e ¶ be a f ¶ f e Pa c , a acc ¶ da ce e e a PR a a a d e a ¶ .

( ) T e ¶ , a de a e ¶ ¶ , ¶ de ¶ a a d f a c a a a ce a ¶ e f ¶ c d , ¶ ¶ ¶ f a a ee f ¶ e ¶ a ¶ e Pa c , a e , ec ¶ e ac ¶ ¶ ¶ f e e a S a e O, ¶ de e S e e.

( ) T e ¶ , a a e ¶ f acc a e a d c ¶ , e e d c ¶ e e f ¶ a ¶ d c ¶ e d ¶ c e e a ed ¶ e S e e acc ¶ da ce e e a a e a ¶ a e d ¶ c e a a a a c d ¶ c e d ¶ ¶ c ¶ a fa e a e e ead e, e e a ¶ ¶ a e a ¶ ¶ a d a , e f ¶ e e a e, ¶ ¶ b a ¶ de e S e e a e a e .

( ) T e ¶ , a a a d e e e c ¶ ce e e e c e ¶ f e S a e O, ¶ f ¶ e Pa c , a ¶ f f e E e c e ¶ d ¶ acc ¶ da ce e S e e a d e e a e a ¶ ¶ f e R S e ¶ c e c a e a d De, ¶ ¶ a d ea ¶ ¶ a ¶ . T e ¶ , a a ¶ be ab e f ¶ ¶ e c ed b e Pa c , a ¶ fa ¶ c ¶ , e e e e e c e ¶ f e S a e O, ¶ ca ed b e R S e e e a ¶ c e c a e a d De, ¶ ¶ a d ea ¶ ¶ a ¶ .

( ) O e e e a a d ¶ b a ¶ a , a ed de e a ad a e e a ¶ a d ¶ a e d ¶ c e .

(2) Rights and obligations of the Participants

( ) T e Pa c , a a c ¶ , e e e e ¶ f e , ¶ ¶ e ¶ , a a d a ¶ d e a d e , ¶ b c ¶ b e e , ¶ fe ¶ a e c a d a e d e c ¶ b ¶ ¶ e de e ¶ e ¶ f e ¶ , a .

( ) T e Pa c , a a a e e ¶ a d a e e c e e ¶ , ¶ acc ¶ da ce e , ¶ ¶ ¶ f e S e e a d ¶ c , a d ade e a e acc ¶ da ce e e e a , ¶ ¶ .

( ) S ¶ ce ¶ f f d ¶ f e Pa c , a a be de ed f ¶ f d ¶ ed ¶ a ed b e .

( ) T e S a e O, ¶ a ed ¶ e Pa c , a a ¶ be a fe ed ed f ¶ a a ee ¶ e, a e ¶ f deb d e Ve Pe ¶ d. T e S a e O, ¶ a e ¶ e ed ¶ a d d ¶ ¶ e e d b ¶ ¶ f b ¶ a e a d d de d bef ¶ e be e e c ed.

( ) T e Pa c , a a , a e d d a c ¶ e a a d ¶ e a e a d e e f ¶ e a f ¶ e S e e acc ¶ da ce e PR a a a d e a ¶ .

( ) T e Pa c, a ... de a e a ... e e e ... a ... e Pa c, a ... bec e ... a f ed be a ... ed ... e e a ... e e a a e e ... d e fa e ... a e e ... ead ... a e e ... a e a ... c ... a ed ... e f a ... d c ... e d c e ... f e ... , a ... e Pa c, a ... a e ... a ... e e ece ed f ... e c e e ... e ... , a af e ... e c f a ... a ... e e a e ... c fa e ... a e e ... ead ... a e e ... a e a ... c ... a ed ... e e a ... f a ... d c ... e d c e ... acc da ce ... e c e ... .

( ) I ... e ca e ... a a Pa c, a ... bec e ... a f ed d ... e , e e ... a ... f e c e e acc da ce ... e e e ... f e c e 8 f e d ... a e Mea e e a ... ed a e O, ... a a e e e c ed a be e a ed.

( ) If ... e Pa c, a ... ea e e ... , a af e e e c e ... a d ... e e ... f e a e O, ... a ... ed ... e e e a ... e a e b e ... a ... e a ed ... a ... f e ... , a ... ea f ... e da e e e ea e e ... , a ... If ... e Pa c, a ... ea e e ... , a af e e e c e ... a d ... e e ... f e a e O, ... a ... ed ... e a d e a e b e ... a ... e a ed ... a ... f e ... , a ... ea f ... e da e e e ea e e ... , a ... e Pa c, a ... a e ... a ... e c e e e ece e f ... e c e e ... , a a d a , a e ... da ed da a e a ... e ... a e ... a e c e e ece e . T e Pa c, a ... a a be ab e f a ... ca ed ... e ... , a ... .

( ) O e e e a ... ... a d b a ... a ... , a ed b a ad ... a e e a ... a ... a e d c e ... a d e c e e.

(3) Other explanations

U ... c ... de a ... a d a , ... a f e c e e a ... e a e de ' e e a ee ... f e ... , a ... e ... , a ... e a e O, ... a ... a ... ee e ... eac Pa c, a ... e eb e ... a d b a ... de e c e e a d e e e a ... a e be ee e, a e a e c ea , e c bed.

d , e be ee e ... , a a d e Pa c, a ... a be e ed acc da ce ... , ... f e c e e a d e a e O, ... a ... ee e ... D , e c a e c ea c e ed b e, ... a be e ed acc da ce ... PR a ... , 0 W (a e)dbe dc ead a a ... ad 5.8.4(c 5.8( )5.8.4.3(be)-)5.8.4b eb

J. Supplemental provisions

( ) T e c e e a , a e effec af e be c de ed a d a , ed b e , a ' a e de ' e e a ee .

(2) T e c e e a be e , e ed b e B a d.

2. PROPOSED GRANT UNDER THE A SHARE OPTION INCENTIVE SCHEME

A. Number of the underlying shares in respect of the Share Options under the Grant

T e be f e de a e e , ec f e a e O, , , ed f be a ed a , e c e e 5 947 858 a e e, e e a , a e 0.28% f e , a ' a ed a e ca, a f 2 4 6893 254 a e a f e da e f a ce e f e d af c e e.

B. List of Participants and proposed distribution of interests to be granted

T e a be f , ed Pa c , a , f e a e O, a e , ed f be a ed 289 c , e e a d d- e e a a e e , a d ec ca , e e f , a . De a f d b a e e, a f f :

Position(s)	Number of Share Options granted *(10'000)*	Percentage of the number of Share Options granted under the Scheme	Percentage of total share capital on the date of announcement of the Scheme
e a d d- e e a a e e , a d ec ca , e e (289 , e)	535.3072	90%	0.25%
Re e ed a e O,	59.478 6	0%	0.03%
T a	594.7858	00%	0.28%

Note: e f r e a a a e ab e ab e a be a a e c a e a f e f r e , eced e d e d ad r e .

b ec e a , a f e a e O, I ce e c e e b e a e de a e e a ee f e , a e de a ed a e ed T e Na e L f e Pa c , a de e F a f e a e O, I ce e c e e f 202 f F a a a , L d. a , b ed e eb e f e E (e.c .c) a d a a e ea e r a a ce e , e eb e f e H K c E c a e 7 r 202 . P ea e a efe , ed III c c a f de a f r c a e f e Pa c , a , de e f a f e c e e.

(3) Basis of determination of the Exercise Price of the Reserved Share Options

[illegible] RMB44.02 [illegible]

(4) Requirements on the Exercise Price of Share Options under relevant PRC laws and regulations

[illegible]

3. MECHANISM FOR SPECIFIC OCCURRENCES TO THE COMPANY OR THE PARTICIPANTS UNDER THE A SHARE OPTION INCENTIVE SCHEME

A. Mechanism for occurrences of the Company

[illegible]

(2) I ca e ⁄f e e ⁄ d ⁄ ⁄f e ⁄ , a e B⁄a d a dec de e e ⁄ e a e e c e af e e e e ⁄ d ⁄ .

(3) I ca e ⁄f a c a e ⁄f c⁄ ⁄ ⁄f e ⁄ , a e B⁄a d a dec de e e ⁄ e a e e c e af e e c a e ⁄f c⁄ ⁄ .

(4) I ca e ⁄f ⁄-c⁄ , a ce c⁄ d ⁄ ⁄f e a ⁄ e e c e a a e e f⁄ e a e O, ⁄ b e ⁄ , a d e ⁄ fa e a e e ead a e e ⁄ a e a ⁄ ⁄ e f⁄ a ⁄ d c ⁄ e d⁄c e e ⁄ a d a e O, ⁄ a be ca ce ed b e ⁄ , a .

I e , ec ⁄f e a e O, ⁄ a a e bee e e c ed b e e e a Pa c , a e Pa c , a c⁄ ce ed a e ⁄ ⁄ e ⁄ , a a e e a ed. T e Pa c , a ⁄ bea ⁄ e , ⁄ b f⁄ e ab⁄ e e ⁄ ed a e a d c ⁄ e a a e ⁄ ⁄f e e ⁄ ⁄f e a e O, ⁄ a ed a ee c⁄ , e a ⁄ f ⁄ e ⁄ , a ⁄ e , ⁄ b e , a e acc⁄ da ce e e a a a e e de e c e e. T e B⁄a d a d a e a b e Pa c , a acc⁄ da ce e ab⁄ e e ⁄ ed e e e a d e e e a a a e e de e c e e.

B. Mechanism for occurrences of the Participants

(1) Change of position of Participants

( ) W e e e , ⁄ ⁄ ⁄f a Pa c , a c a e a ⁄ a e ⁄ e ⁄ a e ⁄ , a ⁄ b d a e e e⁄f e a e O, ⁄ a ed ⁄ ⁄ e a be e e c ed acc⁄ da ce e , ⁄ced e e ⁄ e c e e.

( ) If a Pa c , a e e a a e ⁄ ⁄ a I de, e de D ec ⁄ ⁄ ⁄ e , ⁄ ⁄ a ca ⁄ ⁄ d e a e O, ⁄ d e ⁄ ⁄ a a ⁄ a a fe ⁄ e e e c ed a e O, ⁄ a e a c a ed a d e a e O, ⁄ a a e bee a ed b ⁄ e e c ed a ⁄ be e e c ed a d a be ca ce ed b e ⁄ , a .

( ) W e e e , ⁄ ⁄ ⁄f a Pa c a c a e d e ⁄ ⁄ e , a e ⁄f e e e a d e, a ⁄ ⁄f e ⁄ , a a a e ⁄ ⁄f b eac ⁄f a ⁄ a ⁄ ⁄f , ⁄fe ⁄ a e c e ea c⁄ f de a f⁄ a ⁄ ⁄f e ⁄ , a b eac ⁄f d ⁄ a fea a ce ⁄ e Pa c , a ' e a ⁄ ⁄f e ab⁄ ⁄ e , ⁄ e e a ⁄ , b e ⁄ , a d e ⁄ e f⁄ e ⁄ ea ⁄ ⁄ e e e c ed a e O, ⁄ a e a c a ed a d e a e O, ⁄ a a e bee a ed b ⁄ e e c ed a ⁄ be e e c ed a d a be ca ce ed b e ⁄ , a .

(2) Resignation of the Participant

I . e ca e ⁄f e . a. ⁄ ed da c a d fa e . ⁄ e e . e e , ⁄ e . c⁄ . ac. , ⁄ . e e , a. ⁄ b . e Pa . c , a . . e S a e O, . ⁄ . e e c ed . a ⁄ . be a d ed a d . e S a e O, . ⁄ . . a. a e bee a . ed b . ⁄ . e e c ed . a ⁄ . be e e c ed a d . a be ca ce ed b . e ⁄ , a . .

(3) Retirement of the Participant

If . e Pa . c , a . . e. e a d a e e- ed . e S a e O, . ⁄ . a . ed . ⁄ . e be , e e . ed acc⁄ da ce . . e , ⁄ ced e . . , a ed . . e S c e e c . a e effec. bef⁄ e . e e. e e . . If . e Pa . c , a . . e ec. . e ⁄ , a . ' e e . f⁄ c⁄ . ed e , ⁄ e . ⁄ f . e Pa . c a . . e. e a d ea e . e ⁄ , a . . e e e c ed S a e O, . ⁄ . a ⁄ . be a d ed b . e ⁄ , a . a d . e S a e O, . ⁄ . a. a e bee a . ed b . ⁄ . e e c ed . a ⁄ . be e e c ed a d . a be ca ce ed b . e ⁄ , a . .

(4) Resignation of the Participant due to incapacity in working

( ) If . e Pa . c , a . . e . . d e . ⁄ ⁄ e a d ca, ac . e . . e Re e a. ⁄ ⁄ . ee . a dec de e. e . a. . e S a e O, . ⁄ . a . ed . ⁄ . e Pa . c , a . . a be , e e . ed acc⁄ da ce . . e , ⁄ ced e . . , a ed . . e S c e e c . a e effec. bef⁄ e . e ⁄ cc e ce . e e⁄ f a d . ⁄ e , e . ⁄ a e f⁄ a ce e a a. ⁄ e . . ⁄ ⁄ . e be c ded . . e E e c e ⁄ d . ⁄ . ⁄ . a. . e e e c ed S a e O, . ⁄ . a ⁄ . be a d ed a d . e S a e O, . ⁄ . . a. a e bee a . ed b . ⁄ . e e c ed . a ⁄ . be e e c ed a d . a be ca ce ed b . e ⁄ , a . .

( ) If . e Pa . c , a . . e . . d e . ⁄ ea ⁄ . ⁄ . e . a ⁄ . e a d ca, ac . e . ⁄ e e e c ed S a e O, . ⁄ . a ⁄ . be a d ed b . e ⁄ , a . a d . e S a e O, . ⁄ . . a. a e bee a . ed b . ⁄ . e e c ed . a ⁄ . be e e c ed a d . a be ca ce ed b . e ⁄ , a . .

(5) Death of Participants

( ) If . e Pa . c , a . . decea e d e . ⁄ . e d . . e Re e a. ⁄ ⁄ . ee . a dec de e. e . a. . e S a e O, . ⁄ . a . ed . ⁄ . e . a be e ⁄ ed b . e de . a ed , ⁄ , e . e ⁄ e a e ⁄ . e be a f a d . a be , e e . ed f acc⁄ da ce . . e , ⁄ ced e . . , a ed . . e S c e e c . a e effec. bef⁄ e . e ⁄ cc e ce . e e⁄ f a d . e e . . ⁄ f . e , e . ⁄ a , e f⁄ a ce e a a. ⁄ . a ⁄ . be c ded . . e E e c e ⁄ d . ⁄ . ⁄ . a. . e e e c ed S a e O, . ⁄ . a ⁄ . be a d ed b . e ⁄ , a . a d . e S a e O, . ⁄ . . a. a e bee a . ed b . ⁄ . e e c ed . a ⁄ . be e e c ed a d . a be ca ce ed b . e ⁄ , a . .

( ) If . e Pa . c , a . . decea e a. ⁄ . e e e c ed S a e O, . ⁄ . a ⁄ . be a d ed b . e ⁄ , a . a d . e S a e O, . ⁄ . . a. a e bee a . ed b . ⁄ . e e c ed . a ⁄ . be e e c ed a d . a be ca ce ed b . e ⁄ , a . .

(6) Change to the control in the subsidiary where the Participant is working for

If e Pa c a e e e a ' d b d a a d e a a e c f c b d a a d e Pa c a e a c b d a e a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e a .

(7) Change to eligibility of the Participant

If e Pa c a e e b e a a Pa c a d e e f e f a a e e e c ed a e O b e Pa c a a e a c a ed a d e a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e a :

( ) e e a bee de e ed b c e c a e a a e b e e e a 2 .

( ) e e a bee de e ed b e R de e a ed a e c e a a e b e e e a 2 .

( ) e e a bee ed b e R a f de e a ed a e c e ad a e e a e ea e b acce e a e e a 2 d e a e a a a f a a d e a .

( ) e e b ed f ac a a d ec a a e be f e e a a e e f a c a a e ed b e a La

( ) e e b ed f a c a a e ce e f ed c a e a e ed b a a d e a a d

( ) c e c c a ce a de e ed b e R .

C. Other circumstances

O e c c a ce a a ed ab e a d e a d e d e e f a be de e ed b e Re e a a d E a a a ee.

4. ACCOUNTING TREATMENTS METHOD AND THE MEASUREMENT OF PERFORMANCE IMPACT

A. Accounting treatment method

(1) Date of Grant

ce a e O a ca be e e c ed e Da e f a e a ed acc ea e e ed. T e a a e e B ac - c e M de e Da e f a de e e e fa a e f a e O a e Da e f a .

B. EXPECTED IMPACT OF THE IMPLEMENTATION OF SHARE OPTIONS ON OPERATING PERFORMANCE IN EACH PERIOD

T e [illegible] a [illegible] ed 5 353 072 [illegible] a e O, [illegible] e Pa [illegible] c, a [illegible] de [illegible] e F [illegible] a [illegible] f [illegible] a e O, [illegible]. **T** e fa [illegible] a e f [illegible] e [illegible] a e O, [illegible] e da e f [illegible] a [illegible] a e [illegible] ed ba ed [illegible] e, [illegible] ec ed fa [illegible] a e f [illegible] a e O, [illegible] e da e f [illegible] a [illegible] c a ca [illegible] a ed acc [illegible] d [illegible] [illegible] e c [illegible] , ce f [illegible] e [illegible] ad da , [illegible] e, b ca [illegible] f [illegible] e d af . **T** e [illegible] a fa [illegible] a e f [illegible] e e [illegible] e [illegible] a ed [illegible] e [illegible] e [illegible] a ed [illegible] be RMB3 78 200 (a ad [illegible] ed f [illegible] e [illegible] a fa [illegible] a e f [illegible] e e [illegible] e [illegible] e [illegible] a [illegible] f RMB 00 332 200 a [illegible] e [illegible] [illegible] e [illegible] ce e [illegible]). **T** e [illegible] a fa [illegible] a e a [illegible] e [illegible] a ' [illegible] ce [illegible] e c [illegible] f [illegible] e c e e be ec [illegible] ed [illegible] a e d [illegible] e, e e [illegible] a [illegible] f [illegible] e c e e acc [illegible] da ce [illegible] e e e c e, e ce [illegible] a e a d be c a ed [illegible] e ec [illegible] , f [illegible] [illegible] cc [illegible] d [illegible] e e [illegible] e [illegible] f [illegible] e e e a [illegible] acc [illegible] [illegible] a da d [illegible] e, ec f c a [illegible] a be [illegible] b ec [illegible] e fa [illegible] a e f [illegible] e a e ca [illegible] a ed [illegible] e ac [illegible] a Da e f [illegible] a [illegible] [illegible] a [illegible] e [illegible] a [illegible] a e O, [illegible] bef [illegible] e Oc [illegible] be 202 e e a [illegible] e a [illegible] ed Pa [illegible] c, a [illegible] ee [illegible] e E e c e [illegible] d [illegible], ec f ed [illegible] e c e e a d a e e e c ed d [illegible] e, ec e E e c e Pe [illegible] d e a [illegible] a [illegible] f [illegible] a e O, [illegible] c [illegible] f 202 [illegible] 202 6 a f [illegible] :

Unit: 10'000

Amortized costs of the Share Options	2021	2022	2023	2024	2025	2026
3 78. 2	85. 69	073.04	827.3	58 6.08	354.4 6	5 .54

Notes:

1. **T** e ab [illegible] e c [illegible] a e, [illegible] ec ed c [illegible] e a ed [illegible] e e a P ce e a Da e c [illegible] , ce [illegible] e a Da e [illegible] be [illegible] f a [illegible] a d e a e [illegible] f e a e [illegible] be [illegible] f e e c ab e e [illegible] e.
2. [illegible] a e [illegible] de a e e ded [illegible] be a e [illegible] f e, [illegible] b e d [illegible] e effec [illegible] f e ab [illegible] e- e [illegible] ed a e-ba ed, a e.
3. **T** e f a [illegible], ac [illegible] f e ab [illegible] e a [illegible] a [illegible] c [illegible], [illegible] ec [illegible] [illegible] e [illegible], a ' [illegible], e a [illegible] e [illegible] b ec [illegible] e a d e, e, [illegible] ed b e acc [illegible] a.
4. [illegible] d ffe e ce [illegible] e a [illegible] a [illegible] f e [illegible] f e [illegible] a a d e b ea d [illegible] e ab e ab e f a [illegible] d e [illegible] d [illegible].

T e c [illegible] f e c e e a be c a ed [illegible] e c [illegible] a d e, e e. Ba ed [illegible] e c e e, f [illegible] a [illegible] e [illegible], a e a e a [illegible] c [illegible] de [illegible] e, [illegible] e effec [illegible] f e c e e [illegible] e [illegible], a ' e f [illegible] a ce e a [illegible] a [illegible] f e c [illegible] f e c e e a e a [illegible], ac [illegible] e e.

1. PURPOSE OF ASSESSMENT

[illegible]

2. PRINCIPLES OF ASSESSMENT

( ) [illegible]

( ) [illegible]

3. SCOPE OF ASSESSMENT

[illegible]

4. ASSESSMENT AGENCY AND IMPLEMENTING AGENCY

( ) [illegible]

( ) [illegible]

( ) [illegible]

( ) [illegible]

5. PERFORMANCE ASSESSMENT INDICATORS AND STANDARDS

T e e ec e f e a e O, a ed e Pa c, a de, ed e ea e e, e f e , a a d e Pa c, a .

A. Performance assessment requirements at the Company level:

D a e Va d Pe d e , a a e e , a ' , e f a ce a e, a a , a ba f e f ca ea 202 -202 6 c e f f e, f e f a ce a e e, a e, f eac E e c e Pe d e f e E e c e d, f a E e c e Pe d f e Pa c, a . T e, e f a ce a e e, a e, f eac E e c e Pe d de e S e e a e a be :

Exercise Period		Targets of Performance Assessment
F a f S a e O,	F E e c e Pe d	T e , a e f e , ea c e f e ea f 202 a be e a 30% a c , a ed e , ea c e f e ea f 2020
S ec d E e c e Pe d		T e , a e f e , ea c e f e ea f 2022 a be e a 90% a c , a ed e , ea c e f e ea f 2020
T d E e c e Pe d		T e , a e f e , ea c e f e ea f 2023 a be e a 20% a c , a ed e , ea c e f e ea f 2020
F , E e c e Pe d		T e , a e f e , ea c e f e ea f 2024 a be e a 80% a c , a ed e , ea c e f e ea f 2020
F f E e c e Pe d		T e , a e f e , ea c e f e ea f 2025 a be e a 200% a c , a ed e , ea c e f e ea f 2020

Exercise Period		Targets of Performance Assessment
Re e ed a e O,	F E e c e Pe d	T e a e f e a, e a c e f e ea f 2022 a be e a 90% a c a ed e a, e a c e f e ea f 2020
	ec d E e c e Pe d	T e a e f e a, e a c e f e ea f 2023 a be e a 20% a c a ed e a, e a c e f e ea f 2020
	T d E e c e Pe d	T e a e f e a, e a c e f e ea f 2024 a be e a 80% a c a ed e a, e a c e f e ea f 2020
	F E e c e Pe d	T e a e f e a, e a c e f e ea f 2025 a be e a 200% a c a ed e a, e a c e f e ea f 2020
	F f E e c e Pe d	T e a e f e a, e a c e f e ea f 202 6 a be e a 220% a c a ed e a, e a c e f e ea f 2020

Note: T e ab e a, e a c e– ea e a d ed c da ed e a c e f e a .

D e E e c e Pe d e a a d e e e c ce e e e c e f e a e O, f e Pa c, a f f e E e c e d . If e, e f a ce e e f e c e, e d f e a d f f e c d f e f a ce a e d c E e c e Pe d a Pa c, a a e e c e e e e c ab e a e O, a a be a e ed c ea e a a ca ce e a e O, e e c ab e b e Pa c, a f e c e, e d.

B. Performance assessment requirements of the Participants at the individual level:

T e d d a a e e f Pa c, a a be a ed a d e e ed acc da ce e e e a a, a , e f a ce a e e e cc d e a a e f a ce a e e e e d d a, e f a ce a e e e a e d ded e e .

B. Filing of assessment records

( ) f.e . e c#, e. #. #f a. e. e. . e H a. Re. #. ce. De, a . e. . cc#. . . De, a . e. . a. d #. e e e a. . de, a . e. . . a e. a . a . e ec# d. #f . e , e f# a. ce a. e. e. . T e a. e. e. . e . . a be e, . a c#. f de. . a f# a. #. .

(2) I. # de . # e . e . e a d . #f . e , e f# a. ce ec# d . e , e f# a. ce ec# d. a e . #. a . # ed . # be a . e ed. If . e ec# d. a e . # be e . ed # e- ec# ded . . be . ed b . e , a . e. c#. ce . ed.

(3) T e , e f# a. ce a. e. e. . ec# d. . a be e, . f# 0 ea . . F# d#c e. . a. d ec# d. . a. e ceed . e . . # a e , e #d . a be . f# de. . # ed b . e Re . e a. # # . . ee.

9. SUPPLEMENTARY PROVISIONS

( ) T e . e. e. . Mea . e. #f . e #, a. . a be f# . a. ed . . e , e. ed a. d a e. ded b . e B#a d #f . e #, a. .

( ) If . e e e a. , # . #. #f . e . e. e. . Mea . e. #f . e #, a. c#. f c. . . e e e a. . PR a ad . . a. e e . a. #. . # a. e d#c e. . a. d . e d af. c e e . e e e a. . PR a ad . . a. e e . a. #. . # a. e d#c e. . a. d . e d af. c e e . a , e a . If . e e a e . # c ea , # . #. . . e . e. e. . Mea . e. #f . e #, a. . e e e a. . PR a ad . . a. e e . a. #. . # a. e d#c e. . a. d . e c e e . a be , e e. . ed.

( ) T e . e. e. . Mea . e. #f . e #, a. . a be , e e. . ed . , #. . e c#. de a. #. a. d a, , # a b . e a e # de . ' e. e a ee. . #f . e #, a. af. e . e c e e bec# e. effec. e.

T e f ª ª ¸ ¸ e ¸ ª f ¸ e Pa ¸ c , a ¸ ¸ ¸ de ¸ e f ¸ ¸ a ¸ ª f ¸ e ¸ c e e.

No.	Name of Participants	No.	Name of Participants
	T a ¸ M 田密	23	Ya ¸ B ¸ ¸ 楊秉宇
2	G ª H ª ¸ ¸ ¸ 郭紅軍	24	Z a ª X ¸ ¸ ª 趙新國
3	Da Z e ¸ ¸ 戴正明	25	T a ¸ Ma ª e 田茂傑
4	Ya ¸ X ¸ ¸ 楊秀琴	26	J a ª L a ¸ a ¸ 焦亮亮
5	G ¸ G ª ¸ 顧國興	27	G a ª T a ¸ e ¸ 高太生
6	G a ª J e 高傑	28	J ¸ ¸ ¸ ¸ 季存留
7	G ª J ¸ a ª 過錦濤	29	Wa ¸ Ba ª ª ¸ 王保龍
8	Wa ¸ M ¸ 王明	30	L ª De ¸ e ¸ 羅德生
9	J a ¸ Ha ª 蔣昊	3	Z a ¸ We 張偉
0	Z ¸ Fa ¸ , ¸ 朱方萍	32	Z ª ¸ a ¸ ¸ 周長明
	Ya ¸ Z e ¸ 楊政濬 明 鵗 詹	3	¸ e ¸ 項 爀 瀅 獑
2	Ma ¸ ¸ ¸ 馬純利		
3	Z e ¸ Z e 鄭志偉		
4	Z a ¸ R ª ¸ ¸ 張榮輝		
5	He T ¸ 何挺		
6	We ¸ L a ¸ 文亮		
7	¸ ¸ Q ¸ 崔啟錄		
8	Wa ¸ Z ¸ a ¸ 萬志淵		
9	T a ¸ P ¸ 唐平		
20	X a Da ª a ¸ 夏道練		
2	Z a ¸ X a ª e 詹小偉		
22	L ¸ Yafe ¸ 淩亞峰		

APPENDIX III LIST OF THE PARTICIPANTS UNDER THE FIRST GRANT OF THE SCHEME

No.	Name of Participants	No.	Name of Participants	No.	Name of Participants
67	L X 李旭日	89	X 熊俊朋		Y D c e 余敦成
68	Ha J fe 韓軍鋒	90	Dec a 龔德倡	2	Y Fe 餘峰
69	Ya 嚴聰	9	He He 賀恒	3	Fe Z a a 馮張泉
70	Z a Z a 張兆明	92	H X b 胡勛波	4	F a 蘇付江
7	H a Ba 黃保宇	93	F Fa e 付方勝	5	a e a 高成良
72	H 舒洪湖	94	e X 程雄	6	L e a 李勝良
73	F a c 付朝春	95	D We e 董文傑	7	X Ya a 徐彥帥
74	Z a 朱傳統	96	We 聞春敏	8	L a f 李光富
75	L D a 劉殿信	97	a Ma 高毛	9	Y Ze a 尹增前
76	Ya J a 姚金剛	98	Z a Le 趙雷	20	Y D 餘冬
77	Wa X a 王曉慶	99	Z Ya 朱亞君	2	Ze X fe 曾新飛
78	Z a 趙書秀	00	Ta X b 唐旭斌	22	Z a Pe 張鵬
79	Wa Ze 王澤瑞	0	Ta Z 湯志	23	L J a 劉家志
80	Z a B 趙步明	02	J J a fe 計劍飛	24	L N a 劉甯國
8	e Z a 陳志權	03	J a Y 蔣運平	25	Ta Ha 唐海軍
82	e Y e 沈玉珍	04	Le 雷貴金	26	Ya Q 姚秋林
83	X e Da e 謝大偉	05	Q a L fe 錢林峰	27	M a a 繆長魯
84	Ya B 姚斌	06	Fe J a 奉靜陽	28	e X a a 程相豪
85	a J 管金興	07	Z a fe 張國飛	29	Z a Q a 張橋玉
86	e Ha 程浩	08	e Da 沈丹	30	Wa Q a 汪全勇
87	Ta F 唐富	09	R a Da e 阮丹傑	3	L Z 李鐘
88	Y We 應威	0	Ma We a 馬文濤	32	W Q 吳啟榮

No. Name of Participants

99 郭登見

200 吳文宏

20 李永川

202 宋榮強

203 徐亮

204 張士俊

205 何璋明

206 鮑振興

207 苗中根

208 屠鳳珠

209 宋飛

210 阮德榮

2 鄒立新

No.	Name of Participants	No.	Name of Participants	No.	Name of Participants
265	He Yi efi 何躍福	274	e Z a 陳仲園	283	Z i X 朱鑫萍
266	Me 孟阿芹	275	L a 顧林榮	284	e Yi a 成媛
267	Wa Ri a 王潤中	276	Ta Wi 陶吳萍	285	Z i J a fa 朱建芳
268	Yi Fe 俞峰	277	Z a Ha 張紅明	286	J a Yi e 姜玥
269	J 金國忠	278	Z i Fa a 朱芳園	287	Wa J a 王積雙
270	Z a Hi a 鐘華	279	Z a P 趙萍	288	Fa J a 方佳明
27	Wa Ya 王勇	280	Wa Z a 王仲貴	289	L Y 淩瑩
272	Wa X i 王秀	28	Hi a L 黃麗平		
273	Hi Ha 曲紅	282	Da J a a 董建剛		

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福萊特玻璃集團股份有限公司
Flat Glass Group Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 6865)

NOTICE OF THE 2021 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN [illegible] 202 [illegible] d e [illegible] a [illegible] d [illegible] a [illegible] e a [illegible] ee [illegible] (e EGM–) [illegible] f F [illegible] a [illegible] a [illegible] [illegible] L.d. (e Company–) [illegible] be e d a 2 [illegible] 8 N [illegible] e be ([illegible] da) 202 a [illegible] e [illegible] fe e ce [illegible] ec [illegible] d F [illegible] d [illegible] a e B [illegible] d [illegible] F a [illegible] a [illegible] [illegible] L.d. N [illegible] 959 Y [illegible] e [illegible] ad X [illegible] D [illegible] c J a [illegible] Z e a [illegible] P [illegible] ce [illegible] e Pe [illegible] e' [illegible] Re [illegible] b c [illegible] f [illegible] a (e PRC–) [illegible] c [illegible] de a d f [illegible] f [illegible] a [illegible] e f [illegible] e [illegible] :

ORDINARY RESOLUTION

. [illegible] de a d a [illegible] e [illegible] e [illegible] e [illegible] f [illegible] e [illegible] [illegible] ceed [illegible]

SPECIAL RESOLUTIONS

2. [illegible] de a d a [illegible] e [illegible] e 202 [illegible] a e O [illegible] I ce [illegible] e [illegible] e [illegible] f F a [illegible] a [illegible] [illegible] L.d. (e Incentive Scheme–) (e [illegible] ed d af [illegible]) a d [illegible] ab [illegible] ac [illegible].

3. [illegible] de a d a [illegible] e [illegible] e [illegible] e [illegible] Mea [illegible] e [illegible] e [illegible] ec [illegible] f [illegible] e I ce [illegible] e [illegible] e.

4. [illegible] de a d a [illegible] e [illegible] a [illegible] f [illegible] a da e [illegible] e B [illegible] a d [illegible] dea [illegible] a [illegible] e [illegible] e [illegible] a [illegible] [illegible] e I ce [illegible] e [illegible] e.

B [illegible] de [illegible] f [illegible] e B [illegible] a d
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

J a [illegible] Z e a [illegible] P [illegible] ce [illegible] e PR [illegible]

27 Oc [illegible] be 202

As at the date of this notice, the executive directors of the Company are Mr. Ruan Hongliang, Ms. iang inhua, Mr. Wei Yezhong and Mr. Shen Qifu, and the independent non-executive directors of the Company are Ms. Xu Pan, Ms. Hua Fulan and Ms. Ng Yau Kuen Carmen.

Notes:

. I de ace a a e de ' e e a e d a d e a e E M e e e f e be f e , a be c ed f 5 N e be 202 (M da) 8 N e be 202 (T da) (b da c e) d c e d a fe f a e be e e ed. I de a f f a e d a d a e f c E M a a fe d e be d ed e , a ' H a e e a H K T c I e ce L ed a Le e 54 H, e e e 83 ee ' Rad Ea H K (f de f H a e) f e a. bef e 4:30 . 2 N e be 202 (F da). H a e de e a e a, ea e e e f e be f e , a. 2 N e be 202 (F da) a e e ed a e d a d e a e E M. T e ec d da e a d a a e e e, ec f e a e de a e e ed a e d e E M be de e ed a d a ced e, a a e e PR b e , a .

2. a e de a e e ed a e d a d e a e E M a a, , e e a e de f e , a e ed be a f. , eed be a a e de f e , a .

3. T e e a, , a , be de e a d f a a e de a e d ed . If e a e de a e a , e a e de ea de e a d f d ec e a e d ed e .

4. I de be a d e , f f e E M be de, ed b a d b , e H a e e a f e , a. T c I e ce L ed a Le e 54 H, e e e 83 ee ' Rad Ea H K (f de

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福萊特玻璃集團股份有限公司

Flat Glass Group Co., Ltd.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 6865)

NOTICE OF THE 2021 THIRD H SHAREHOLDERS' CLASS MEETING

NOTICE IS HEREBY GIVEN [illegible] 202[illegible] [illegible] H [illegible] a e [illegible] de [illegible] c a [illegible] ee [illegible] ([illegible] e H Shareholders' Class Meeting–) [illegible] f F a [illegible] a [illegible] [illegible] L.d. ([illegible] e Company–) [illegible] be e d ed a e f [illegible] e c [illegible] c [illegible] f [illegible] e [illegible] a e [illegible] de [illegible] c a [illegible] ee [illegible] 8 N [illegible] e be 202 ([illegible] da) a [illegible] e [illegible] fe e ce R [illegible] ec [illegible] d F [illegible] d [illegible] a [illegible] e B [illegible] d [illegible] F a [illegible] a [illegible] [illegible] L.d. N [illegible]. 959 Y [illegible] e R [illegible] ad X [illegible] D [illegible] c [illegible] J a [illegible] Z e a [illegible] P [illegible] ce [illegible] e Pe [illegible] e' R e [illegible] b c [illegible] f [illegible] a ([illegible] e PRC–) [illegible] c [illegible] de a d f [illegible] f [illegible] a [illegible] e f [illegible] e [illegible] :

SPECIAL RESOLUTIONS

1. [illegible] c [illegible] de a d a [illegible] e [illegible] e 202 [illegible] a e O [illegible] I ce [illegible] e [illegible] e [illegible] f F a [illegible] a [illegible] [illegible] L.d. ([illegible] e Incentive Scheme–) (e [illegible] ed d af [illegible]) a d [illegible] ab [illegible] ac [illegible].

2. [illegible] c [illegible] de a d a [illegible] e [illegible] e [illegible] e [illegible] Mea [illegible] e [illegible] e [illegible] ec [illegible] f [illegible] e I ce [illegible] e [illegible] e e.

3. [illegible] c [illegible] de a d a [illegible] e a [illegible] f a da e [illegible] e B [illegible] a d [illegible] dea [illegible] a [illegible] e [illegible] e [illegible] a [illegible] e I ce [illegible] e [illegible] e e.

B [illegible] de [illegible] f [illegible] e B [illegible] a d
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

J a [illegible] Z e a [illegible] P [illegible] ce [illegible] e PR [illegible]

27 Oc [illegible] be 202

As at the date of this notice, the executive directors of the Company are Mr. Ruan Hongliang, Ms. iang inhua, Mr. Wei Yezhong and Mr. Shen Qifu, and the independent non-executive directors of the Company are Ms. Xu Pan, Ms. Hua Fulan and Ms. Ng Yau Kuen Carmen.

Notes:

. I de a ce a a e de ' e e a e d a d e a e H a e de ' a Mee e e e f e be f e , a be c ed f 5 N e be 202 (M da) 8 N e be 202 (T da) (b da c e) d c e d a fe f a e be e e ed. I de a f f a e d a d a e f c H a e de ' a Mee a a fe d e be d ed a ' H a e e a H K T c I e ce L ed a Le e 54 H e e e e 83 ee ' Rad Ea H K f e a a bef e 4:30 . 2 N e be 202 (F da).

2. a e de a e e ed a e d a d e a e H a e de ' a Mee a a e e e e