THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a 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 the Company, you should at once hand this circular, together with the accompanying 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 transferee.

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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)

(1) REPORT ON USE OF PREVIOUS PROCEEDS
(2) PROPOSED INTERIM DIVIDEND FOR THE SIX MONTHS ENDED 30 JUNE 2022
AND
(3) NOTICE OF THE 2022 THIRD EGM

Notice convening the 2022 Third EGM to be held at the Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC, at 2:30 p.m. on Thursday, 20 October 2022 is set out on pages 19 to 20 of this circular.

Proxy form for use at the 2022 Third EGM is also enclosed with this circular. Any Shareholders entitled to attend and vote at the 2022 Third EGM are entitled to appoint one or more proxies to attend and vote on his or her behalf. A proxy need not be a shareholder of the Company. If you intend to attend the meeting by proxy, you are required to complete and return the enclosed proxy form(s) in accordance with the instructions printed thereon to the Company's shares registrar in respect

Shareholders), or to the Company's registered office in the PRC at 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the People's Republic of China (for A Shareholders) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the 2022 Third EGM or any adjournment thereof. Completion and return of the proxy form shall not preclude you from attending and voting in person at the relevant meeting or any adjourned meeting should you so wish.

20 September 2022

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

"2022 Interim Dividend"	the proposed interim dividend of RMB0.23 per ordinary Share (before tax) (for reference only) for the six months ended 30 June 2022
"2022 Third EGM"	the 2022 third extraordinary general meeting of the Company proposed to be held at 2:30 p.m. on 20 October 2022 at the Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC
"A Share(s)"	Renminbi-denominated ordinary share(s) of the Company which were issued in the PRC and subscribed in RMB and are listed on the Shanghai Stock Exchange
"A Shareholders"	holder(s) of A Shares
"Anhui Flat Glass"	Anhui Flat Photovoltaic Glass Co., Ltd.* (安徽福萊特光伏玻璃有限公司), a wholly-owned subsidiary of the Company in the PRC
"Articles of Association"	the articles of association of the Company (as amended from time to time)
"Board"	the board of directors of the Company
"Company"	福萊特玻璃集團股份有限公司 (Flat Glass Group Co., Ltd.*), a joint stock company established in the PRC with limited liability, the H Shares and A Shares of which are listed on the main board of the Hong Kong Stock Exchange and Shanghai Stock Exchange, respectively
"Company Law"	the Company Law of the PRC
"CSRC"	China Securities Regulatory Commission (中國證券監督管理委員會)
"Director(s)"	director(s) of the Company
"H Share(s)"	ordinary share(s) in the share capital of the Company with nominal value of RMB0.25 each, which are subscribed for, traded in Hong Kong dollars, and listed on the Hong Kong Stock Exchange (stock code: 6865)
"H Shareholders"	holder(s) of H Shares

"Hong Kong"	The Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Listing Rules"	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"PRC"	the People's Republic of China which, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Securities Law"	the Securities Law of the PRC
"Shanghai Stock Exchange"	Shanghai Stock Exchange (上海證券交易所)
"Share(s)"	A Share(s) and H Share(s)
"Shareholder(s)"	holder(s) of the Share(s)
"%"	percent

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.

References to the singular number include references to the plural and vice versa and references to one gender include every gender.

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:
Mr. Ruan Hongliang *(Chairman)*
Ms. Jiang Jinhua
Mr. Wei Yezhong
Mr. Shen Qifu

Independent non-executive Directors:
Ms. Xu Pan
Ms. Hua Fulan
Ms. Ng Yau Kuen Carmen

Registered office, headquarters and principal place of business in the PRC:
1999 Yunhe Road
Xiuzhou District, Jiaxing
Zhejiang Province PRC

Principal place of business in Hong Kong:
Unit 6, 11/F, Prosperity Place
6 Shing Yip Street
Kwun Tong, Kowloon
Hong Kong

20 September 2022

To the Shareholders

(1) REPORT ON USE OF PREVIOUS PROCEEDS
(2) PROPOSED INTERIM DIVIDEND FOR THE SIX MONTHS ENDED 30 JUNE 2022
AND
(3) NOTICE OF THE 2022 THIRD EGM

I. INTRODUCTION

The purpose of this circular is to provide you with information in connection with, among other things, considering and approving (i) the matters in relation to the report on use of previous proceeds; (ii) proposed interim dividend for the six months ended 30 June 2022; and (iii) to give you the notice of the 2022 Third EGM.

II. REPORT ON USE OF PREVIOUS PROCEEDS AND RELATED MATTERS

The report was prepared in accordance with the Provisions on the Report on Use of the Capital Raised in the Previous Time (Zheng Jian Fa Xing Zi [2007] No. 500) of the CSRC (

III. PROPOSED DECLARATION OF INTERIM DIVIDEND OF RMB0.23 PER ORDINARY SHARE (BEFORE TAX) FOR THE SIX MONTHS ENDED 30 JUNE 2022

As stated in the announcement of the Company dated 25 August 2022 relating to the interim results of the Group for the six months ended 30 June 2022 and the circular of the Company dated 20 September 2022 on further details of the proposed interim dividend for the six months ended 30 June 2022, the Board recommended the payment of an interim dividend of RMB0.23 per ordinary Share (before tax) for the six months ended 30 June 2022 to the Shareholders. Shareholders whose names appear on the register of members of the Company on 4 November 2022 (Friday) will be entitled to the 2022 Interim Dividend. For the purpose of ascertaining Shareholders' entitlement to the 2022 Interim Dividend, the register of members of the Company will be closed from 28 October 2022 (Friday) to 4 November 2022 (Friday) (both days inclusive) for the purpose of determining Shareholders' entitlement to the 2022 Interim Dividend. In order to qualify for receiving the 2022 Interim Dividend, all transfer documents must be lodged with the Company's H share registrar in Hong Kong, Tricor Investor Serq Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), or to the Company's registered office in the PRC at 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC (for holders of A Shares), for registration before 4:30 p.m. on 27 October 2022 (Thursday).

2022 Interim Dividend on A Shares will be paid in RMB and 2022 Interim Dividend on H Shares will be paid in Hong Kong dollars. The exchange rate for the 2022 Interim Dividend to be paid in Hong Kong dollars will be the mean of the exchange rates of Hong Kong dollars to RMB as announced bggebggetomonthsbgg

For the purpose of determining the entitlement for attendance and voting at the 2022 Third EGM (as the case may be), the H Shares register of members of the Company will be closed from 17 October 2022 (Monday) to 20 October 2022 (Thursday), both days inclusive, during which period no transfer of H Shares will be effected. H Shareholders whose names appear on the H Share register of members of the Company on Friday, 14 October 2022 shall be entitled to attend and vote at the 2022 Third EGM. In order to attend and vote at the general meeting, H Shareholders whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Friday, 14 October 2022. H Shareholders can attend and vote in person or appoint a proxy to attend and vote at the 2022 Second EGM. H Shareholders who intend to appoint a proxy to attend the 2022 Second EGM are requested to complete the proxy form in accordance with the instructions set out therein and return it to the H Share registrar of the Company, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event, not less than 24 hours before the time appointed for holding the 2022 Second EGM, or any adjourned meeting (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the 2022 Third EGM, or any adjourned meeting (as the case may be) should you so wish.

V. RECOMMENDATION

The Board considers that all resolutions set out in the notice of the 2022 Third EGM for Shareholders' consideration and approval are in the best interests of the Company and its Shareholders. Accordingly, the Board recommends that the Shareholders vote in favor of all the resolutions to be proposed at the 2022 Third EGM.

Yours faithfully
By order of the Board
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

I. BASIS OF PREPARATION

The report on use of previous proceeds was prepared in accordance with the Provisions on the Report on Use of the Capital Raised in the Previous Time (Zheng Jian Fa Xing Zi [2007] No. 500) of the CSRC (關於前次募集資金使用情況報告的規定(證監發行字[2007]500號)).

II. AMOUNT, ACCOUNTING DATE AND DEPOSIT STATUS OF THE PREVIOUS PROCEEDS

(I) Proceeds from Public Issuance of A Share Convertible Corporate Bonds In June 2020

Upon the approval of the Reply on Approval of the Public Issuance of Convertible Corporate bonds of Flat Glass Group Co., Ltd. (Zheng Jian Xu Ke [2020] No. 294)* (證監許可[2020]294號文《關於核准福萊特玻璃集團股份有限公司公開發行可轉換公司債券的批覆》) from the CSRC, the Company publicly issued RMB1,450,000,000 A Share convertible corporate bonds for a term of 6 years. As at 2 June 2020, the Company actually and publicly issued 14.50 million convertible bonds at a par value of RMB100 each. The subscription amount was RMB1,450,000,000.00. The actual amount was RMB1,444,025,000.00 after deducting the remaining underwriting and sponsor fee of RMB5,636,792.46 and the corresponding value-added tax of RMB338,207.54. The remaining underwriting fee was RMB7,523,584.91, the total value-added tax was RMB451,415.09. As at 2 June 2020, Flat paid a sponsor fee of RMB1,886,792.45 and value-added tax of RMB113,207.55 in advance. Such value-added tax will not be included in the issue cost. The total amount of the above-mentioned proceeds after deducting the underwriting and sponsor fee and other issuance fees (excluding value-added tax) of this issuance of convertible bond was RMB8,578,301.90, and the net proceeds from the public issuance of A-share convertible corporate bonds was RMB1,441,421,698.10. The net proceeds above were verified and the capital verification report of De Shi Bao (Yan) Zi (20) No. 00225* (德師報(驗)字(20)第00225號) was issued by Deloitte Touche Tohmatsu Certified Public Accountants LLP.

The Company and its subsidiary Anhui Flat Glass and the sponsor Guotai Junan Securities Co., Ltd. ("Guotai Junan") entered into a Tri-Party Supervisory Agreement for the Designated Saving Accounts of Proceeds* (《募集資金專戶存儲三方監管協議》) with BOC Jiaxing Branch, ICBC Jiaxing Branch and Industrial and Commercial Bank of China Limited, Fengyang Branch ("ICBC Fengyang Branch"), respectively. The Company and Anhui Flat Glass, the commercial banks where the proceeds were placed and GF Securities should jointly supervise the designated saving accounts of proceeds, including the designated saving accounts of proceeds of the Company such as BOC Jiaxing Branch (367577640767) and ICBC Jiaxing Branch (1204060029000024114), and the designated saving accounts of proceeds of Anhui Flat Glass including BOC Jiaxing Branch (384477642546), ICBC Jiaxing Branch (1204060029000024238) and ICBC Fengyang Branch (1313072129300256393).

As of 30 June 2022, the proceeds from the public issuance of A-share convertible corporate bonds of the Company in June 2020 have been utilized in full, and the designated saving accounts of proceeds have been closed in the first half of 2022.

(II) Proceeds from Non-public Issuance of A Shares In January 2021

Upon the approval of the Reply on Approval of the Non-public Issuance of Shares of Flat Glass Group Co., Ltd. (Zheng Jian Xu Ke [2020] No. 2648)* (證監許可[2020]2648號文《關於核准福萊特玻璃集團股份有限公司非公開發行股票的批覆) from the CSRC, the Company was approved to non-publicly issue no more than 450,000,000 RMB ordinary Shares (A Shares). As at 7 January 2021, the Company actually and non-publicly issued 84,545,147 shares of RMB ordinary shares (A shares) with a par value of RMB0.25 and at an issue price of RMB29.57 each. The total amount of proceeds from the issuance was RMB2,499,999,996.79. The actual amount of proceeds the Company received was RMB2,482,499,996.81 after deducting the underwriting and sponsor fee of RMB16,509,433.94 and the corresponding value-added tax of RMB990,566.04.The net proceeds were RMB2,483,081,943.69 after deducting the issue cost (value-added tax exclusive) of RMB16,918,053.10.The net proceeds above were received on 7 January 2021, and the capital verification report of De Shi Bao (Yan) Zi (21) No. 00008* (德師報(驗)字(19)第00008號) was issued by Deloitte Touche Tohmatsu Certified Public Accountants LLP.

The Company and its subsidiary Anhui Flat Glass and the sponsor Guotai Junan entered into

As of 30 June 2022, the closing balance of the designated saving accounts of proceeds of the Company was RMB698,295.56 in total. The specific deposit status is as follows:

RMB

Company name	Bank	Bank account	Placement amount on 30 June 2022
The Company	BOC Jiaxing Branch	362378981198	51,647.91
The Company	BOC Jiaxing Branch	400078999786	0.00
The Company	ICBC Jiaxing Branch	1204060029000134455	328,848.44
The Company	ICBC Jiaxing Branch	1204060029000134730	12,634.24
Anhui Flat Glass	BOC Jiaxing Branch	397478996699	286,179.42
Anhui Flat Glass	ICBC Jiaxing Branch	1204060029000134579	14,079.05
Anhui Flat Glass	CCB Zhejiang Branch	33050163803509168168	4,906.50
Total			698,295.56

(III) Proceeds from Public Issuance of A Share Convertible Corporate Bonds In May 2022

Upon the approval of the Reply on Approval of the Public Issuance of Convertible Corporate Bonds of Flat Glass Group Co., Ltd. (Zheng Jian Xu Ke [2022] No. 664)* (證監許可[2022]664號文《關於核准福萊特玻璃集團股份有限公司公開發行可轉換公司債券的批覆》) from the CSRC, the Company publicly issued RMB4,000,000,000 A Share convertible corporate bonds for a term of 6 years. As at 26 May 2022, the Company actually and publicly issued 40 million convertible bonds at a par value of RMB100 each. The subscription amount was RMB4,000,000,000.00. The Company received actual proceeds of RMB3,978,000,000.00 after deducting the underwriting and sponsor fee of RMB20,754,716.98 and the corresponding value-added tax of RMB1,245,283.02. The net proceeds from the issuance were RMB3,976,921,200.33 after deducting the underwriting and sponsor fee and other issue cost (value-added tax exclusive) of RMB23,078,799.67. The net proceeds above were verified and the capital verification report of De Shi Bao (Yan) Zi (22) No. 00231* (德師報(驗)字(22)第00231號) was issued by Deloitte Touche Tohmatsu Certified Public Accountants LLP.

The Company and its subsidiary Fengyang Flat New Energy Technology Co., Ltd. (鳳陽福萊特新能源科技有限公司) ("Fengyang Flat New Energy") and the sponsor Guotai Junan entered into a Tri-Party Supervisory Agreement for the Designated Saving Accounts of Proceeds* (《募集資金專戶存儲三方監管協議》) with the bank of deposit, BOC Jiaxing Branch, ICBC Jiaxing Branch and China CITIC Bank Corporation Limited, Jiaxing Branch ("CITIC Jiaxing Branch"), respectively. The Company and its subsidiary Fengyang Flat New Energy, the commercial banks where the proceeds were placed and Guotai Junan should jointly supervise the designated saving accounts of proceeds, including the designated saving accounts of proceeds of the Company such as BOC Jiaxing Branch (350681066411, 364981073081, 383181075327, 354581064043), ICBC Jiaxing Branch (1204060029000139116) and CITIC Jiaxing Branch (8110801013502453544), and the designated saving accounts of proceeds of Fengyang Flat New Energy including BOC Jiaxing Branch (387081085363), ICBC Jiaxing Branch (1204060029000139488) and CITIC Jiaxing Branch (8110801013802453567).

The Company and the sponsor Guotai Junan entered into a Tri-Party Supervisory Agreement for the Designated Saving Accounts of Proceeds* (《募集資金專戶存儲三方監管協議》) with Industrial Bank Co., Ltd Jiaxing Branch ("IB Jiaxing Branch"). The Company, IB Jiaxing Branch and Guotai Junan should jointly supervise the designated saving accounts of proceeds, and the designated saving account of proceeds of the Company is IB Jiaxing Branch (358500100100959273).

As of 30 June 2022, the closing balance of the designated saving accounts of proceeds of the Company was RMB1,418,527,580.19 in total. The specific deposit status is as follows:

RMB

Company name	Bank	Bank account	Placement amount on 30 June 2022
The Company	BOC Jiaxing Branch	350681066411	139,830,412.2
The Company	BOC Jiaxing Branch	364981073081	1,966.67
The Company	BOC Jiaxing Branch	383181075327	181,967,982.3
The Company	BOC Jiaxing Branch	354581064043	60,000
The Company	ICBC Jiaxing Branch	1204060029000139116	660,568,052.4
The Company	CITIC Jiaxing Branch	8110801013502453544	36,666.67
Fengyang Flat New Energy	BOC Jiaxing Branch	387081085363	236,049,166.7
Fengyang Flat New Energy	ICBC Jiaxing Branch	1204060029000139488	0
Fengyang Flat New Energy	CITIC Jiaxing Branch	8110801013802453567	6,666.67
The Company	IB Jiaxing Branch	358500100100959273	200,006,666.7
Total			1,418,527,580.19

III. ACTUAL USE OF PROCEEDS IN THE FIRST HALF

(I) Use of Proceeds from Fundraising Projects

As at 30 June 2022, the details on the use of proceeds from public issuance of A Share convertible corporate bonds in June 2020 are set out in the APPENDIX I headed Comparison Table of Use of Proceeds from Public Issuance of A Share Convertible Corporate Bonds in June 2020 of this circular.

As at 30 June 2022, the details on the use of proceeds from proceeds from non-public issuance of A Shares in January 2021 are set out in the APPENDIX II headed Comparison Table of Use of Proceeds from Non-public Issuance of A Shares in January 2021 of this circular.

As at 30 June 2022, the details on the use of proceeds from public issuance of A Share convertible corporate bonds in May 2022 are set out in the APPENDIX III headed Comparison Table of Use of Proceeds from Public Issuance of A Share Convertible Corporate Bonds in May 2022 of this circular.

(II) Initial Investment and Replacement of Proceeds Investment Project

1. Proceeds for Public Issuance of A Share Convertible Corporate Bonds in June 2020

On 15 July 2020, the Company convened the 20th meeting of the fifth session of the Board, at which the "Proposal on the Replacement of the Self-raised Funds Invested in the Proceeds Investment Project in Advance with Proceeds from Convertible Corporate Bonds* (《關於使用可轉債公司債券募集資金置換預先已投入募投項目的自籌資金的議案》)" was considered and approved. It was approved to replace the self-raised funds of RMB68,465,092.00 initially invested in the proceeds investment project "annual production of 750,000 tons of PV module cover glass project" with proceeds from convertible corporate bonds. The above self-raised funds invested in the proceeds investment project in advance was audited by Deloitte Touche Tohmatsu Certified Public Accountants LLP, which issued the "Special Audit Report on the Status of Proceeds Investment Project Funded in Advance with Self-raised Funds of Flat Glass Group Co., Ltd. (De Shi Bao (He) Zi (20) No. E00370)* (《關於福萊特玻璃集團股份有限公司以自籌資金預先投入募集資金投資項目情況的專項審核報告》(德師報(核)字(20)第E00370號))". The above replacement of the self-raised funds funded in advance with proceeds from the issuance was completed as at 30 June 2022.

2. Proceeds for Non-public Issuance of A Shares in January 2021

As of 30 June 2022, the Company and Anhui Flat Glass did not have any advance investment and replacement of investment projects raised by non-public issuance of A shares.

3. Proceeds for Public Issuance of A-Share Convertible Corporate Bonds in 2022

Pursuant to the proposal on the replacement of the self-raised funds funded in advance in the projects with the proceeds from the public issuance of A-share convertible corporate bonds in 2021 considered and approved at the 24th meeting of the sixth session of the Board of the Company held on 15 June 2022, it is approved to replace the self-raised funds of "annual production of 750,000 tons of solar power equipment ultra-thin and ultra-high-transparent panel manufacturing project" and "annual production of 15 million square meters of solar PV ultra-white glass technical transformation project" pre-invested in the projects of RMB892,659,268.36 and RMB137,617,239.07, respectively, totaling RMB1,030,276,507.43, with the proceeds from the convertible corporate bonds. The above investment was audited by Deloitte Touche Tohmatsu Certified Public Accountants LLP, which issued the "Special Audit Report on the Status of Proceeds Committed Investment Project of A-share Convertible Corporate Bonds the Funded in Advance with Self-raised Funds of Flat Glass Group Co., Ltd. (De Shi Bao (He) Zi (22) No. E00268)* (《關於福萊特玻璃集團股份有限公司以自籌資金預先投入A股可轉換公司債券募集資金承諾投資項目情況的審核報告》(德師報(核)字(22)第E00268號)). As of 30 June 2022, the Company has completed the replacement of RMB892,659,268.36, the outstanding replacement is RMB137,617,239.07, which has been completed on 14 July 2022.

(III) Temporary Replenishment of Working Capital with Idle Proceeds

As of 30 June 2022, the Company and its subsidiaries Anhui Flat Glass and Fengyang Flat New Energy did not have any temporary replenishment of working capital with idle proceeds.

(IV) Cash Management of Idle Proceeds and Investment in Relevant Products

1. Proceeds for Public Issuance of A-Share Convertible Corporate Bonds in June 2020

Pursuant to the Proposal on Cash Management of Using Idle Proceeds* (《關於使用閑置募集資金進行現金管理的議案》) considered and approved at the nineteenth meeting of the fifth session of the Board and the fourteenth meeting of the fifth session of the Board of Supervisors held on 24 June 2020, the Company and Anhui Flat Glass were approved to conduct the cash management by using idle proceeds with a total amount of not more than RMB1.35 billion, including the appropriate purchase of wealth management products (including structured deposits) with high security, good liquidity, and guaranteed capital commitments for a period of not more than 12 months. The cash management period shall be within 12 months from the date of consideration and approval by the Board of the Company. Within the above period and amount, the funds can be recycled. The idle proceeds shall be returned to the account of proceeds after the expiry of the management. The Company and Anhui Flat Glass earned an accumulated investment income of RMB18,117,910.80 through conducting cash management by using idle proceeds. As of 30 June 2022, the wealth management products purchased by the Company and Anhui Flat Glass using idle proceeds were redeemed. The funds from wealth management products and relevant investment income were returned to the designated account of proceeds.

2. Proceeds from Non-public Issuance of A Shares in Jan 2021

Pursuant to the Proposal on Cash Management of Using Idle Proceeds from Non-public Issuance of A Shares* (《關於使用非公開發行A股股票閑置募集資金進行現金管理的議案》) considered and approved at the thirtieth meeting of the fifth session of the Board and the twenty-second meeting of the fifth session of the Board of Supervisors held on 19 January 2021, the Company and Anhui Flat Glass were approved to conduct the cash management by using idle proceeds with a total amount of not more than RMB1.5 billion, including the appropriate purchase of wealth management products (including structured deposits) with high security, good liquidity, and guaranteed capital commitments for a period of not more than 12 months. The cash management period shall be within 12 months from the date of consideration and approval by the Board of the Company. Within the above period and amount, the funds can be recycled. As of 30 June 2022, the wealth management products purchased by the Company and Anhui Flat Glass using idle proceeds were fully redeemed on maturity with accumulated investment income of RMB10,665,982.24. The funds from wealth management products and relevant investment income were returned totheweaesignulated of procee.21

PursuanttoTheProposalonCashManagementTheProceeds from Issuance

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(V) Permanently Supplement Liquidity or Repay bank Loans with Over-raised Proceeds

As of 30 June 2022, the Company, Anhui Flat Glass and Fengyang Flat New Energy did not permanently supplement liquidity or repay bank loans with over-raised proceeds.

(VI) Project under Development and New Projects (Including Asset Acquisition) with Over-raised Proceeds

As of 30 June 2022, the Company, Anhui Flat Glass and Fengyang Flat New Energy did not have project under development and new projects (including asset acquisition) with over-raised proceeds.

(VII) Use of Balance of the Proceeds

As of 30 June 2022, the Company, Anhui Flat Glass and Fengyang Flat New Energy did not use balance of the proceeds.

(VIII) Other Status of Use of the Proceeds

As of 30 June 2022, there is no other status of use of the proceeds of the Company, Anhui Flat Glass and Fengyang Flat New Energy.

IV. CHANGE IN USE OF PROCEEDS FROM THE PROJECTS TO BE INVESTED

As of 30 June 2022, the Company, Anhui Flat Glass and Fengyang Flat New Energy did not change use of proceeds from the projects to be invested.

V. PROBLEMS IN THE USE AND DISCLOSURE OF THE PROCEEDS

The relevant information disclosed by the Company does not violate the principle of the truthfulness, accuracy, completeness and timeliness, and the Company does not violate the management of raising funds.

The Board of
Flat Glass Group Co., Ltd.

29 July 2022

Comparison Table of Use of Proceeds from Public Issuance of A-share Convertible Corporate Bonds in June 2020

Unit: RMB0'000

Net proceeds	144, 142.17	Net proceeds invested in the year	142.77
Net proceeds that changed its use	Nil	Accumulated net proceeds invested	147,063.87
Ratio of net proceeds that changed its use	Nil		

Committed investment project	Project changed (including partial changed) (if any)	Committed investment amount for fund-raising	Adjusted total investment	Committed investment amount as at the end of the period (1)	Investment for the year	Accumulated investment amount as at the end of the period (2)	Difference between accumulated investment amount and committed investment amount as at the end of the period (3)=(2)-(1)	Investment progress as at the end of the period(%) (4)=(2)/(1)	The date when the project reached the expected usable conditions	Benefits for the year	Whether expected benefits are achieved	Whether there are significant changes in the project feasibility
Annual production of 750,000 tons of PV module cover glass project	No	144,142.17	144,142.17	144,142.17	142.77	147,063.87	2,921.7 *(Note 1)*	102.03%	2021	Sales revenue: 114,938.45	Yes	No
Total	–	144,142.17	144,142.17	144,142.17	142.77	147,063.87	2,921.7 *(Note 1)*	102.03%	–	Sales revenue: 114,938.45	–	–

Reasons for the failure to get ready for the intended use (by proceeds investment project)	N/A
Description of significant changes in the project feasibility	No significant change
Initial investment and replacement of proceeds investment projects	Please refer to "III (II) Initial Investment and Replacement of Proceeds Investment Project" in this report.
Temporary replenishment of working capital with idle proceeds	Nil
Cash management of idle proceeds and investment in relevant products	Please refer to "III (IV) Cash Management of Idle Proceeds and Investment in Relevant Products" in this report.
Permanently supplement liquidity or repay bank loans with over-raised proceeds	Nil
The amount of and reasons for the balance of the proceeds	Nil
Other status of use of the proceeds	Nil

Note 1: As of 30 June 2022, the difference between the actual investment amount and the committed investment amount was RMB29,217,000. The difference include the interest income incurred from the proceeds (bank handling fees exclusive) of RMB8,495,838.56, wealth management investment income of RMB18,117,910.80 and unreplaced other issue expenses of RMB2,603,301.90.

Comparison Table of Use of Proceeds from Non-public Issuance of A Shares in January 2021

Unit: RMB0'000

Net proceeds	248,308.19	Net proceeds invested in the year	39,165.07
Net proceeds that changed its use	Nil	Accumulated net proceeds invested	251,104.12
Ratio of net proceeds that changed its use	Nil		

Committed investment project	Project changed (including partial changed) (if any)	Committed investment amount for fund-raising	Adjusted total investment	Committed investment amount as at the end of the period (1)	Investment for the year	Accumulated investment amount as at the end of the period (2)	Difference between accumulated investment amount and committed investment amount as at the end of the period (3)=(2)-(1)	Investment progress as at the end of the period(%) (4)=(2)/(1)	The date when the project reached the expected usable conditions	Benefits for the year	Whether expected benefits are achieved

Reasons for the failure to get ready for the intended use (by proceeds investment project)	N/A
Description of significant changes in the project feasibility	No significant change
Initial investment and replacement of proceeds investment projects	Nil
Temporary replenishment of working capital with idle proceeds	Nil
Cash management of idle proceeds and investment in relevant products	Please refer to "III (IV) Cash Management of Idle Proceeds and Investment in Relevant Products" in this report.
Permanently supplement liquidity or repay bank loans with over-raised proceeds	Nil
The amount of and reasons for the balance of the proceeds	Nil
Other status of use of the proceeds	Nil

Note 1: As of 30 June 2022, the difference between the actual investment amount and the committed investment amount was RMB27,959,300. Excluding the closing balance of unused proceeds, the difference include the interest income incurred from the proceeds (bank handling fees exclusive) of RMB18,573,483.70, wealth management investment income of RMB10,665,982.24 and other issue expenses of RMB581,946.88.

APPENDIX III

Comparison Table of Use of Proceeds from Public Issuance of

Cash management of idle proceeds and investment in relevant products	Please refer to "III (IV) Cash Management of Idle Proceeds and Investment in Relevant Products" in this report.
Permanently supplement liquidity or repay bank loans with over-raised proceeds	Nil
The amount of and reasons for the balance of the proceeds	Nil
Other status of use of the proceeds	Nil

Note 1: The annual production of 750,000 tons of solar power equipment ultra-thin and ultra-high-transparent panel manufacturing project include 2 furnaces, which reached the expected usable conditions in the first half of 2022.

Note 2: As of 30 June 2022, the distributed PV power generation construction project has not been commenced.

Note 3: The annual production of 15 million square meters of solar PV ultra-white glass technical transformation project reached the expected usable conditions in the first half of 2022.

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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 2022 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 Third EGM of Flat Glass Group Co., Ltd. (the "Company") will be held at 2:30 p.m. on Thursday, 20 October 2022 at the Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC for the purpose of considering, and if thought fit, passing the following resolutions by way of ordinary resolutions as indicated. Unless defined otherwise, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 20 September 2022:

ORDINARY RESOLUTIONS

1. To consider and approve the report on use of previous proceeds.

2. To declare an interim dividend of RMB0.23 per ordinary Share (before tax) for the six months ended 30 June 2022.

By order of the Board of
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

Jiaxing, Zhejiang Province, the PRC
20 September 2022

As at the date hereof, the executive directors are Mr. Ruan Hongliang, Ms. Jiang Jinhua, Mr. Wei Yezhong and Mr. Shen Qifu. Independent non-executive directors are Ms Xu Pan, Ms. Hua Fulan and Ms. Ng Yau Kuen Carmen.

Notes:

1. In order to ascertain the Shareholders' entitlement to attend and vote at the 2022 Third EGM, the register of members of the Company will be closed from 17 October 2022 (Monday) to 20 October 2022 (Thursday) (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the forthcoming 2022 Third EGM, all transfer documents must be lodged with the Company's share registrar in respect of H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), or to the Company's registered office in the PRC at 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC (for holders of A Shares), for registration before 4:30 p.m. on Friday, 14 October 2022. H Shareholders whose names appear on the register of members of the Company on Friday, 14 October 2022 are entitled to attend and vote at the 2022 Third EGM. The record date and arrangements in respect of the A Shareholders who are entitled to attend the 2022 Third EGM will be determined and announced separately in the PRC by the Company.

2. Shareholders who are entitled to attend and vote at the 2022 Third EGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder.

3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.