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# FGG

## 福萊特玻璃集團股份有限公司

### F L A T G L A S S G R O U P C O . , L T D .

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

(Stock Code: 6865)

本公司於2021年8月20日召開2021年第二次股東大會、2021年第二次A類股東大會及2021年第二次H類股東大會，並通過了相關決議案。

Reference is made to the circular of Flat Glass Group Co., Ltd. (the “Circular”) dated 28 July 2021 (the “Circular”), and the notices of the Company dated 28 July 2021 in relation to the 2021 Second EGM and the 2021 Second H Shareholders’ Class Meeting (the “Notices”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the proposed resolutions set out in the Notices were duly passed by way of poll.

The 2021 Second EGM, the 2021 Second A Shareholders’ Class Meeting and the 2021 Second H Shareholders’ Class Meeting were held at the 2nd Floor, Conference Room, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC on Friday, 20 August 2021.

As at the date of the 2021 Second EGM, the 2021 Second A Shareholders’ Class Meeting and the 2021 Second H Shareholders’ Class Meeting:

- (i) the total number of Shares entitling the holders to attend and vote on the resolutions proposed at the 2021 Second EGM was 2,146,893,254 Shares (comprising 1,696,893,254 A Shares and 450,000,000 H Shares), representing 100.0% of the total issued share capital of the Company. The Shareholders in attendance either in person or by proxy at the 2021 Second EGM, held a total of 1,436,523,858 Shares, representing approximately 66.9118% of the Company’s total Shares with voting rights;

- (ii) the total number of A Shares entitling the holders to attend and vote on the resolutions proposed at the 2021 Second A Shareholders' Class Meeting was 1,696,893,254 A Shares, representing 100% of the total issued A Shares of the Company. The holders of the A Shares in attendance either in person or by proxy at the 2021 Second A Shareholders' Class Meeting held a total of 1,321,836,593 A Shares, representing 77.8974% of the Company's total A Shares with voting rights; and
- (iii) the total number of H Shares entitling the holders to attend and vote on the resolutions proposed at the 2021 Second H Shareholders' Class Meeting was 450,000,000 H Shares, representing 100% of the total issued H Shares of the Company. The holders of H Shares in attendance either in person or by proxy at the 2021 Second H Shareholders' Class Meeting held a total of 107,869,265 H Shares, representing approximately 23.9709% of the Company's total H Shares with voting rights.

There were no Shares of the Company (i) entitling the holders to attend and abstain from voting in favor of; or (ii) of which the holder is required under the Listing Rules to abstain from voting on the resolutions proposed at the 2021 Second EGM, the 2021 Second A Shareholders' Class Meeting and/or the 2021 Second H Shareholders' Class Meeting. No Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the 2021 Second EGM, the 2021 Second A Shareholders' Class Meeting and/or the 2021 Second H Shareholders' Class Meeting.

The table below sets out the poll results in respect of the resolutions proposed at the 2021 Second EGM:

AGM 2021 - EC DEB		(A) (A) (A)		
		F	A	A
Special resolution 1.	To consider and approve the Report on the Company's Compliance of the Conditions for the Proposed Issuance of A Share Convertible Bonds.	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
Special resolution 2.	To consider and approve the A Share Convertible Bonds Issuance Plan:			
	(i) Type of securities to be issued;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(ii) Issue size;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(iii) Par value and issue price;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(iv) Term;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(v) Coupon rate;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(vi) Method and timing of interest payment;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(vii) Conversion period;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(viii) Determination and adjustment of conversion price;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(ix) Downward adjustment to the conversion price;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)
	(x) Determination of the number of conversion shares and methods for determining the number of shares for conversion when there is insufficient balance on conversion into one share;	1,435,005,655 (99.8943%)	1,518,203 (0.1057%)	0 (0.0000%)



<p style="text-align: center;">E</p>		<p style="text-align: center;">(A)</p>		
		F	A	A
<p>Ordinary resolution 7.</p>				

As the above ordinary resolutions numbered 5, 6, 7, 8 and 11 were passed by more than half of the votes and special resolutions numbered 1, 2, 3, 4, 9 and 10 were passed by more than two-thirds of the votes, all of the above resolutions were duly passed as ordinary resolutions and special resolutions, respectively.

**RESULTS OF THE 2021 SECOND A SHAREHOLDERS' CLASS MEETING:**

The table below sets out the poll results in respect of the resolutions proposed at the 2021 Second A Shareholders' Class Meeting:

Description of Resolution		Poll Results		
		For	Against	Abstain
Special resolution 1.	To consider and approve the A Share Convertible Bonds Issuance Plan:			
	(i) Type of securities to be issued;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(ii) Issue size;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(iii) Par value and issue price;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(iv) Term;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(v) Coupon rate;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(vi) Method and timing of interest payment;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(vii) Conversion period;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(viii) Determination and adjustment of conversion price;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(ix) Downward adjustment to the conversion price;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(x) Determination of the number of conversion shares and methods for determining the number of shares for conversion when there is insufficient balance on conversion into one share;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)

E		(A)		
		F	A	A
	(xi) Terms of redemption;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xii) Terms of sell back;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xiii) Dividend rights for the conversion year;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xiv) Method of issuance and target investors;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xv) Subscription arrangement for exiting A Shareholders;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xvi) Relevant matters on Bondholders' meetings;	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xvii) Use of proceeds;	1,321,834,793 (99.9999%)	1,800 (0.0001%)	0 (0.0000%)
	(xviii) Management and deposit of proceeds;	1,321,834,793 (99.9999%)	1,800 (0.0001%)	0 (0.0000%)
	(xix) Guarantee; and	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
	(xx) Validity period of the Board resolution.	1,321,812,693 (99.9982%)	23,900 (0.0018%)	0 (0.0000%)
Special resolution 2.	(A) Preliminary and the Board			

The table below sets out the poll results in respect of the resolutions proposed at the 2021 Second H Shareholders' Class Meeting:

Description of Resolution		(A)		
		F	A	A
Special resolution 1.	To consider and approve the A Share Convertible Bonds Issuance Plan:			
	(i) Type of securities to be issued;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(ii) Issue size;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(iii) Par value and issue price;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(iv) Term;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(v) Coupon rate;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(vi) Method and timing of interest payment;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(vii) Conversion period;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(viii) Determination and adjustment			



		(A)		
		F	A	A
	(xii) Terms of sell back;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(xiii) Dividend rights for the conversion year;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(xiv) Method of issuance and target investors;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(xv) Subscription arrangement for exiting A Shareholders;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(xvi) Relevant matters on Bondholders' meetings;	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(xvii) Use of proceeds;	107,869,265 (100.0000)	0 (0.0000%)	0 (0.0000%)
	(xviii) Management and deposit of proceeds;	107,869,265 (100.0000)	0 (0.0000%)	0 (0.0000%)
	(xix) Guarantee; and	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
	(xx) Validity period of the Board resolution.	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
Special resolution 2.	To consider and approve the Preliminary Plan of the Proposed Issuance of A Share Convertible Bonds.	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)
Special resolution 3.	To consider and approve the authorisation of the Board and its authorised persons to manage the matters relating to the Proposed Issuance of A Share Convertible Bonds.	106,374,962 (98.6147%)	1,494,303 (1.3853%)	0 (0.0000%)

As the above special resolutions numbered 1(i) to (xx), 2 and 3 were passed by more than two-thirds of the votes, all of the above resolutions were duly passed as special resolutions.

In accordance with Rule 13.39(5) of the Listing Rules, Tricor Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for the purpose of vote-taking of H Shares at the 2021 Second EGM and the 2021 Second H Shareholders' Class Meeting.

In accordance with the PRC Company Law, the Company's PRC legal advisor, Grandall Law Firm (Nanjing) (國浩律師(南京)事務所), two representatives of Shareholders and a representative of supervisors of the Company also jointly acted as the scrutineers for the vote-taking of A Shares at the 2021 Second EGM and the 2021 Second A Shareholders' Class Meeting.

By order of the Board of  
F / G / G / C . . .  
Chairman

Jiaxing, Zhejiang Province, the PRC  
20 August 2021

*As at the date of this announcement, the executive Directors of the Company are Mr. Ruan Hongliang, Ms. Jiang Jinhua, Mr. Wei Yezhong and Mr. Shen Qifu, and the independent non-executive Directors of the Company are Ms. Xu Pan, Ms. Hua Fulan and Mr. Ms. Ng Yau Kuen Carmen.*