
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt

If you have sold or transferred



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) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**
(2) PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR
**(3) PROPOSED EXTENSION OF THE VALIDITY PERIOD OF THE
RESOLUTION RELATING TO THE NON-PUBLIC ISSUANCE OF A SHARES**
**(4) PROPOSED EXTENSION OF THE VALIDITY PERIOD
OF THE MANDATE TO THE BOARD TO DEAL WITH
MATTERS RELATING TO THE NON-PUBLIC ISSUANCE OF A SHARES**
(5) NOTICE OF THE 2023 FIRST EGM
AND
(6) NOTICE OF THE 2023 FIRST H SHARES CLASS MEETING
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NOTICE OF THE 2023 FIRST EGM

NOTICE OF THE 2023 FIRST H SHARES CLASS MEETING

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

DEFINITIONS

上海證券交易所

* *For identification purpose onl*

LETTER FROM THE BOARD



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:

(Chairman)

Registered office, headquarters and

principal place of business in the PRC:

Independent non-executive Directors:

Principal place of business in Hong Kong:

To the Shareholders

- (1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
- (2) PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR
- (3) PROPOSED EXTENSION OF THE VALIDITY PERIOD OF THE
RESOLUTION RELATING TO THE NON-PUBLIC ISSUANCE OF A SHARES
- (4) PROPOSED EXTENSION OF THE VALIDITY PERIOD
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AND
- (6) NOTICE OF THE 2023 FIRST H SHARES CLASS MEETING

I. INTRODUCTION

LETTER FROM THE BOARD

II. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

III. PROPOSED APPOINTMENT OF AN EXECUTIVE DIRECTOR

Ms. Ruan

LETTER FROM THE BOARD

阮澤雲女士

阮曉女士

公司

上海福萊特玻璃有限
安徽福萊特光伏玻璃有限公司

嘉興市燃氣集團股份有限公司

**IV. PROPOSED EXTENSION OF THE VALIDITY PERIOD OF THE RESOLUTION
RELATING TO THE NON-PUBLIC ISSUANCE**

Issuance

Resolution Relating to the Non-public

V. PROPOSED EXTENSION OF THE VALIDITY PERIOD OF THE MANDATE TO THE BOARD TO DEAL WITH MATTERS RELATING TO THE NON-PUBLIC ISSUANCE

Resolution Relating to the Mandate for the Non-public Issuance

LETTER FROM THE BOARD

VI. EFFECTS OF THE NON-PUBLIC ISSUANCE ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

《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》 證監許可 號

	As at the Latest Practicable Date	
	Number of shares	Approximate percentage of the Company's total issued share capital
Total	<u>2,146,894,461</u>	<u>100.00 %</u>
	Immediately after completion of the Proposed Issuance	
	Number of shares	Approximate percentage of the Company's total issued share capital
Total	<u>2,655,962,461</u>	<u>100.00 %</u>

LETTER FROM THE BOARD

VII. 2023 FIRST EGM AND THE 2023 FIRST H SHARES CLASS MEETING

LETTER FROM THE BOARD

VIII.RECOMMENDATION

Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

APPENDIX I PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Original Articles	Proposed Amendments
Article 115	Article 115 eight
Article 136	Article 136 four including an executive deputy president

(I) CLASS AND NOMINAL VALUE OF THE SHARES TO BE ISSUED

(II) METHOD AND TIME OF THE ISSUANCE

(III) TARGET SUBSCRIBERS AND SUBSCRIPTION METHOD

(IV) PRICE DETERMINATION DATE, ISSUE PRICE AND PRICING PRINCIPLES

(V) NUMBER OF SHARES TO BE ISSUED

(VI) LOCK-UP PERIOD

(VII) PLACE OF LISTING

**(VIII) ARRANGEMENT RELATING TO THE ACCUMULATED PROFITS PRIOR TO THE
NON-PUBLIC ISSUANCE**

APPENDIX II

PRINCIPAL TERMS FOR THE NON-PUBLIC ISSUANCE

(IX) VALIDITY PERIOD OF THE RESOLUTIONS REGARDING THE NON-PUBLIC ISSUANCE

(X) USE OF PROCEEDS

Unit: RMB'0,000

No.	Use	Total investment amount	Proposed amount of proceeds to be applied
Total		<u>990,229.56</u>	<u>600,000.00</u>

Note:

《上市公司證券發行管理辦法》

《上市公司非公開發行股票實施細則》

NOTICE OF THE 2023 FIRST EGM

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NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN

Company

NOTICE OF THE 2023 FIRST EGM

Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

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

Notes:

NOTICE OF THE 2023 FIRST H SHARES CLASS MEETING

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NOTICE OF THE 2023 FIRST H SHARES CLASS MEETING

NOTICE IS HEREBY GIVEN
Company

SPECIAL RESOLUTIONS

Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

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

Notes: