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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt as to the meaning or effect of this circular, you should consult your stockbroker or other registered securities dealer, bank, solicitor, accountant or other professional adviser immediately. If you have sold or transferred your shares in the Company, you should also inform the person to whom you sold or transferred the shares of the above information.

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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) PROPOSED PROVISION OF GUARANTEES BY THE GROUP FOR ITS POTENTIAL CREDIT FACILITIES**
- (2) THE IMPLEMENTATION OF DAILY RELATED PARTY TRANSACTIONS FOR 2022 AND THE ESTIMATE ON DAILY RELATED PARTY TRANSACTIONS FOR 2023**
- (3) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**
- (4) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES OF GENERAL MEETINGS**
- AND**
- (5) NOTICE OF AGM**

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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)**

*Executive Directors:*

— — — — — (Chairman)

— — — — —

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*Independent non-executive Directors:*

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## LETTER FROM THE BOARD

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### II. PROPOSED PROVISION OF GUARANTEES BY THE GROUP FOR ITS POTENTIAL CREDIT FACILITIES

The Board has reviewed the proposed provision of guarantees by the Group for its potential credit facilities. The Board has noted that the Group has a strong track record of providing guarantees for its potential credit facilities and that the proposed provision of guarantees is in line with the Group's historical practice. The Board has also noted that the proposed provision of guarantees is in line with the Group's risk management strategy and that it is in the best interests of the Group's shareholders.

The Board has also noted that the proposed provision of guarantees is in line with the Group's financial position and that it is in the best interests of the Group's shareholders. The Board has also noted that the proposed provision of guarantees is in line with the Group's risk management strategy and that it is in the best interests of the Group's shareholders.

The Board has also noted that the proposed provision of guarantees is in line with the Group's financial position and that it is in the best interests of the Group's shareholders. The Board has also noted that the proposed provision of guarantees is in line with the Group's risk management strategy and that it is in the best interests of the Group's shareholders.

### III. THE IMPLEMENTATION OF DAILY RELATED PARTY TRANSACTIONS FOR 2022 AND THE ESTIMATE ON DAILY RELATED PARTY TRANSACTIONS FOR 2023

The Board has reviewed the implementation of daily related party transactions for 2022 and the estimate on daily related party transactions for 2023. The Board has noted that the Group has a strong track record of implementing daily related party transactions and that the estimate on daily related party transactions for 2023 is in line with the Group's historical practice. The Board has also noted that the estimate on daily related party transactions for 2023 is in line with the Group's risk management strategy and that it is in the best interests of the Group's shareholders.



# LETTER FROM THE BOARD

Details of the estimated amounts and types of daily related party transactions for 2023 are set out in the table below:

*Unit: RMB0'000*

Types of related party transactions	Related parties	Current estimated amount	Actual amount incurred in the previous year	Reason for material difference between estimated amount and actual amount incurred
Purchase of goods	義和投資有限公司	-	-	-
Purchase of goods	鳳陽鴻鼎港務有限公司	-	-	-
Purchase of goods	嘉興凱鴻福萊特供應鏈管理有限公司	-	-	-
Purchase of goods	嘉興市燃氣集團股份有限公司	-	-	-
<b>Total</b>		<b>0</b>	<b>0</b>	

*Notes:*

1. The above table shows the details of the estimated amounts and types of daily related party transactions for 2023. The actual amounts incurred in the previous year are also shown for comparison.

2. The above table shows the details of the estimated amounts and types of daily related party transactions for 2023. The actual amounts incurred in the previous year are also shown for comparison.



1. The Board of Directors shall have the authority to make, alter, amend, repeal, suspend, and reinstate the Bylaws of the Association, subject to the approval of the members at a meeting called for that purpose. The Board of Directors shall also have the authority to make, alter, amend, repeal, suspend, and reinstate the rules and regulations of the Association, subject to the approval of the members at a meeting called for that purpose.

2. The Board of Directors shall have the authority to make, alter, amend, repeal, suspend, and reinstate the rules and regulations of the Association, subject to the approval of the members at a meeting called for that purpose. The Board of Directors shall also have the authority to make, alter, amend, repeal, suspend, and reinstate the rules and regulations of the Association, subject to the approval of the members at a meeting called for that purpose.

3. The Board of Directors shall have the authority to make, alter, amend, repeal, suspend, and reinstate the rules and regulations of the Association, subject to the approval of the members at a meeting called for that purpose.

#### **IV. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

1. The Board of Directors shall have the authority to make, alter, amend, repeal, suspend, and reinstate the rules and regulations of the Association, subject to the approval of the members at a meeting called for that purpose.

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## LETTER FROM THE BOARD

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### V. PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES OF GENERAL MEETINGS

The Board of Directors has reviewed the proposed amendments to the Rules of Procedures of General Meetings and has determined that the amendments are in the best interests of the Company and its shareholders. The amendments are intended to clarify the procedures for the conduct of general meetings and to ensure that the process is fair and efficient. The amendments are set forth in the attached draft resolution and are subject to the approval of the shareholders at the next annual general meeting.

The amendments include changes to the quorum requirements for general meetings, the procedure for the election of directors, and the procedure for the resolution of disputes. The Board believes that these changes will improve the governance of the Company and ensure that the interests of all shareholders are protected.

### VI. THE AGM

The Board of Directors has determined that the annual general meeting of the Company should be held on the 15th day of May, 2024, at 10:00 a.m. in the City of London, England. The agenda for the meeting includes the presentation of the annual report and financial statements, the election of directors, and the resolution of any business brought before the meeting. Shareholders are invited to attend the meeting in person or by proxy. The Board will provide further information regarding the meeting in the next few weeks.

The Board also wishes to express its appreciation to the shareholders for their continued support and confidence in the Company. The Board is committed to the long-term success of the Company and to the interests of all shareholders.

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## LETTER FROM THE BOARD

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### VII. RECOMMENDATION

On 2023/12/28, the Board of Directors of Flat Glass Group Co., Ltd. held its 2023rd Annual Meeting, and the meeting discussed and approved the 2023rd Annual Report of Flat Glass Group Co., Ltd. The Board of Directors of Flat Glass Group Co., Ltd. hereby recommends the 2023rd Annual Report of Flat Glass Group Co., Ltd. to the shareholders of Flat Glass Group Co., Ltd. for their review and approval.

Chairman  
Flat Glass Group Co., Ltd.  
**Ruan Hongliang**  
*Chairman*



Original Articles	Proposed Amendments
<p>[Faint, illegible text representing original articles]</p>	<p>[Faint, illegible text representing proposed amendments]</p> <p>浙江福萊特玻璃 鏡業有限公司</p> <p>Market Regulation</p>
<p><b>Article 6</b></p> <p>[Faint, illegible text]</p>	<p><b>Article 6</b> The Articles of Association shall be put into force upon the consideration and approval at the general meeting of the Company. Upon the effective day of the Articles of Association, the existing Articles of Association of the Company will lapse automatically.</p>

Original Articles	Proposed Amendments
<p><b>Article 7</b></p> <p>Article 7 of the original articles is largely illegible due to heavy noise and artifacts.</p>	<p><b>Article 7</b></p> <p>Article 7 of the proposed amendments is largely illegible due to heavy noise and artifacts. Key terms visible include "president", "and the Company's directors, supervisors, president and other senior management", "president", and "deputy president".</p>
<p>(Adding Article 9)</p>	<p><b>Article 9</b> Pursuant to the requirements of the Constitution of the Communist Party of China, the Company shall establish an organization of the Communist Party of China, and carry out the activities of the Party. The Company shall provide necessary support to facilitate the activities of the Party.</p>

Original Articles	Proposed Amendments
<p><b>Article 21</b></p> <p>When the Company issues convertible corporate bonds, the procedures and arrangement for the issuance and conversion of convertible corporate bonds, as well as the changes in the Company's share capital resulting therefrom, shall be dealt with in accordance with the provisions of laws, administrative regulations, departmental rules and other documents and the provisions of the Company's listing document for convertible corporate bonds.</p>	<p><b>Article 22</b></p> <p>When the Company issues convertible corporate bonds, the procedures and arrangement for the issuance and conversion of convertible corporate bonds, as well as the changes in the Company's share capital resulting therefrom, shall be dealt with in accordance with the provisions of laws, administrative regulations, departmental rules and other documents and the provisions of the Company's listing document for convertible corporate bonds.</p> <p>Market Regulation authority</p>

Original Articles	Proposed Amendments
<p>Article 23</p> <p>[Faint, illegible text]</p>	<p>Article 24</p> <p>[Faint, illegible text]</p> <p>and other circumstances as stipulated by the CSRC.</p> <p>For the purpose of the preceding paragraph, shares or other securities with the nature of equity held by Directors, Supervisors, senior management and natural person shareholders include those held by their spouse, parents, and children and held under accounts opened by others.</p> <p>[Faint, illegible text]</p> <p>in the first clause of this article</p> <p>and the Directors shall bear joint liability.</p> <p>[Faint, illegible text]</p> <p>If the Board of the Company fails to comply with the first clause of this article, the Directors shall bear joint liability.</p>





Original Articles	Proposed Amendments
<p><b>Article 29</b></p> <p>1. The Commission shall be composed of members appointed by the Council for a period of five years. The Council shall determine the number of members and the conditions of their appointment, including the criteria for their selection and the procedures for their appointment and removal.</p> <p>2. The Commission shall be headed by a President, who shall be elected by the Council for a period of five years. The Council shall determine the conditions of the President's appointment, including the criteria for his selection and the procedures for his appointment and removal.</p> <p>3. The Commission shall have the right of initiative and the right of proposal. It shall also have the right to bring actions before the Court of Justice of the European Union.</p> <p>4. The Commission shall be responsible and answerable to the Council.</p>	<p><b>Article 30</b></p> <p>1. The Commission shall be composed of members appointed by the Council for a period of five years. The Council shall determine the number of members and the conditions of their appointment, including the criteria for their selection and the procedures for their appointment and removal.</p> <p><b>Article 27</b></p> <p>1. The Commission shall be headed by a President, who shall be elected by the Council for a period of five years. The Council shall determine the conditions of the President's appointment, including the criteria for his selection and the procedures for his appointment and removal.</p> <p><b>Article 27</b></p> <p>1. The Commission shall have the right of initiative and the right of proposal. It shall also have the right to bring actions before the Court of Justice of the European Union.</p> <p>2. The Commission shall be responsible and answerable to the Council.</p>
<p>circ. <del>T</del> <del>F</del> 220TD <del>2</del>. Th((I83.)-s</p>	



Original Articles	Proposed Amendments
<p>(Adding Article 54)</p>	<p><b>Article 54</b> In the event that the particulars of a resolution passed at a shareholders' general meeting or a board meeting are in violation of laws or administrative regulations, the shareholders shall have the right to petition a people's court to establish such particulars as invalid.</p> <p>In the event that the procedures for convening a shareholders' general meeting or a board meeting, or the voting methods thereof are in violation of laws, administrative regulations or the Articles of Association, or the particulars of a resolution are in violation hereof, the shareholders shall have the right to petition a court to make revocation within sixty days from the date of the resolution.</p>

Original Articles	Proposed Amendments
<p>(Adding Article 55)</p>	<p><b>Article 55</b> In the event that a director or a senior management officer violates laws, administrative regulations or the Articles of Association when performing his duties for the Company, thus causing losses to the Company, the shareholders who either alone or jointly having been holding more than one percent of voting shares of the Company for one hundred and eighty consecutive days or more shall have the right to request in writing that the board of supervisors bring legal action before a court. In the event that the board of supervisors violates laws, administrative regulations or the Articles of Association when executing its duties for the Company, thus causing losses to the Company, shareholders may request in writing that the board of directors bring legal action before a people’s court.</p> <p>In the event that the board of supervisors or the board of directors refuses to take legal action upon receipt of the request in writing from the shareholders as prescribed in the preceding paragraph, or does not take legal action within thirty days upon receipt of such a request, or any emergency or failure to take immediate legal action will cause irreparable damage to the interests of the Company, the shareholders prescribed in the preceding paragraphs shall have the right to bring legal action directly before a court in their own names in the interests of the Company.</p> <p>In the event that some other persons infringe the legitimate rights and interests of the Company, thus causing losses to the Company, the shareholders prescribed in the first paragraph of this Article may bring legal action before a court in accordance with the provisions of the preceding two paragraphs.</p>

Original Articles	Proposed Amendments
<p>(Adding Article 56)</p>	<p><b>Article 56</b> In the event that a director or a senior management officer of the Company violates laws, administrative regulations or these Articles of Association, thus causing damage to the interests of shareholders, the shareholders may bring legal action before a people's court.</p>
<p><b>Article 59</b> The shareholders of the Company shall have the following rights:</p> <ol style="list-style-type: none"><li>(1) to request, propose and convene a shareholders meeting;</li><li>(2) to attend or authorize others to attend the shareholders meeting;</li><li>(3) to exercise the voting rights;</li><li>(4) to propose and elect or re-elect directors and supervisors;</li><li>(5) to request the liquidation of the Company;</li><li>(6) to propose and elect or re-elect members of the audit committee;</li><li>(7) to propose and elect or re-elect members of the nomination committee;</li><li>(8) to propose and elect or re-elect members of the remuneration committee;</li><li>(9) to propose and elect or re-elect members of the strategy committee;</li><li>(10) to propose and elect or re-elect members of the risk management committee;</li><li>(11) to propose and elect or re-elect members of the environmental and social management committee;</li><li>(12) to propose and elect or re-elect members of the human resources management committee;</li><li>(13) to propose and elect or re-elect members of the information management committee;</li><li>(14) to propose and elect or re-elect members of the legal and compliance management committee;</li><li>(15) to propose and elect or re-elect members of the financial management committee;</li><li>(16) to propose and elect or re-elect members of the internal control management committee;</li><li>(17) to propose and elect or re-elect members of the risk management committee;</li><li>(18) to propose and elect or re-elect members of the environmental and social management committee;</li><li>(19) to propose and elect or re-elect members of the human resources management committee;</li><li>(20) to propose and elect or re-elect members of the information management committee;</li><li>(21) to propose and elect or re-elect members of the legal and compliance management committee;</li><li>(22) to propose and elect or re-elect members of the financial management committee;</li><li>(23) to propose and elect or re-elect members of the internal control management committee;</li></ol> <p>The shareholders shall exercise their rights in accordance with the provisions of these Articles of Association.</p>	<p><b>Article 63</b> The shareholders of the Company shall have the following rights:</p> <ol style="list-style-type: none"><li>(1) to request, propose and convene a shareholders meeting;</li><li>(2) to attend or authorize others to attend the shareholders meeting;</li><li>(3) to exercise the voting rights;</li><li>(4) to propose and elect or re-elect directors and supervisors;</li><li>(5) to request the liquidation of the Company;</li><li>(6) to propose and elect or re-elect members of the audit committee;</li><li>(7) to propose and elect or re-elect members of the nomination committee;</li><li>(8) to propose and elect or re-elect members of the remuneration committee;</li><li>(9) to propose and elect or re-elect members of the strategy committee;</li><li>(10) to propose and elect or re-elect members of the risk management committee;</li><li>(11) to propose and elect or re-elect members of the environmental and social management committee;</li><li>(12) to propose and elect or re-elect members of the human resources management committee;</li><li>(13) to propose and elect or re-elect members of the information management committee;</li><li>(14) to propose and elect or re-elect members of the legal and compliance management committee;</li><li>(15) to propose and elect or re-elect members of the financial management committee;</li><li>(16) to propose and elect or re-elect members of the internal control management committee;</li><li>(17) to propose and elect or re-elect members of the risk management committee;</li><li>(18) to propose and elect or re-elect members of the environmental and social management committee;</li><li>(19) to propose and elect or re-elect members of the human resources management committee;</li><li>(20) to propose and elect or re-elect members of the information management committee;</li><li>(21) to propose and elect or re-elect members of the legal and compliance management committee;</li><li>(22) to propose and elect or re-elect members of the financial management committee;</li><li>(23) to propose and elect or re-elect members of the internal control management committee;</li></ol> <p>The shareholders shall exercise their rights in accordance with the provisions of these Articles of Association.</p> <p><b>Article 64</b> The shareholders shall exercise their rights in accordance with the provisions of these Articles of Association.</p> <p><b>Article 27</b> The shareholders shall exercise their rights in accordance with the provisions of these Articles of Association.</p> <p><b>departmental rules</b></p>

Original Articles	Proposed Amendments
<p><b>Article 60</b></p> <p>Any guarantee provided after the total amount of external guarantees by the Company and its controlled subsidiaries exceed thirty percent of the latest audited total assets;</p> <p>Any guarantee provided to shareholders, de facto controllers and their connected parties;</p> <p>Other guarantee as stipulated by Listing Rules of Stock Exchange and Articles of Associations of the Company.</p> <p>The above external guarantees subject to the approval of the general meeting of the Company shall be considered and approved by the board of directors before they are submitted to the general meeting for approval. All the directors of the Company shall carefully consider and strictly control any debt risks arising from providing guarantee for any external party and shall be legitimately liable for any losses caused by any non-compliant or improper provision of such guarantee.</p>	<p><b>Article 64</b></p> <p>(II) Any guarantee provided after the total amount of external guarantees by the Company and its controlled subsidiaries exceed thirty percent of the latest audited total assets;</p> <p>(IV)</p> <p>(V)</p> <p>(VI) Any guarantee provided to shareholders, de facto controllers and their connected parties;</p> <p>(VII) Other guarantee as stipulated by Listing Rules of Stock Exchange and Articles of Associations of the Company.</p> <p>The above external guarantees subject to the approval of the general meeting of the Company shall be considered and approved by the board of directors before they are submitted to the general meeting for approval. All the directors of the Company shall carefully consider and strictly control any debt risks arising from providing guarantee for any external party and shall be legitimately liable for any losses caused by any non-compliant or improper provision of such guarantee.</p>

Original Articles	Proposed Amendments
<p><b>Article 61</b></p> <p>The Board of Directors shall have the authority to elect and remove the president and the officers of the Company and to determine their powers and duties. The Board of Directors may also elect and remove the officers of the Company and determine their powers and duties.</p>	<p><b>Article 65</b></p> <p>The Board of Directors shall have the authority to elect and remove the president and the officers of the Company and to determine their powers and duties. The Board of Directors may also elect and remove the officers of the Company and determine their powers and duties, <b>except under special circumstances such as where the Company is in a crisis.</b></p>
<p><b>Article 62</b></p> <p>The Board of Directors shall have the authority to elect and remove the president and the officers of the Company and to determine their powers and duties. The Board of Directors may also elect and remove the officers of the Company and determine their powers and duties.</p>	<p><b>Article 66</b></p> <p>The Board of Directors shall have the authority to elect and remove the president and the officers of the Company and to determine their powers and duties. The Board of Directors may also elect and remove the officers of the Company and determine their powers and duties, <b>within two months upon occurrence of such circumstance.</b></p>



Original Articles	Proposed Amendments
<p>Article 62</p> <p>After issuing the notice of a general meeting, the venue of the physical general meeting shall not be changed without any justifiable causes. If there is a need to change, the convener shall make an announcement and explain the reasons at least two working days prior to the physical meeting date.</p>	<p>(V) In any other circumstances stipulated by the laws, administrative regulations, departmental regulations, the Listing Rules and the Articles of Association.</p> <p>After issuing the notice of a general meeting, the venue of the physical general meeting shall not be changed without any justifiable causes. If there is a need to change, the convener shall make an announcement and explain the reasons at least two working days prior to the physical meeting date.</p>
<p>Article 63</p> <p>Notice of a general meeting shall be given to the members of the Company at least 21 days before the date of the meeting.</p>	<p>Article 67</p> <p>Notice of a general meeting shall be given to the members of the Company at least 21 days before the date of the meeting.</p> <p>Notice of a general meeting shall be given to the members of the Company at least 15 days before the date of the meeting.</p>





Original Articles	Proposed Amendments
<p><b>Article 78</b></p> <p>Shareholders, who purchase the voting shares of the Company in violation of provisions of the first clause and the second clause of Article 63 of the Securities Law, shall not exercise the voting rights of the shares that exceed the prescribed ratio within 36 months after purchasing them, and such shares shall not be included in the total number of shares with voting rights at a general meeting.</p>	<p><b>Article 83</b></p> <p>Shareholders, who purchase the voting shares of the Company in violation of provisions of the first clause and the second clause of Article 63 of the Securities Law, shall not exercise the voting rights of the shares that exceed the prescribed ratio within 36 months after purchasing them, and such shares shall not be included in the total number of shares with voting rights at a general meeting.</p>

Original Articles	Proposed Amendments
<p>Article 78</p> <p>Shareholders holding 1% or more shares with voting rights or investor protection agencies established pursuant to laws, administrative regulations or the provisions of CSRC shall be entitled to request the Company to collect the voting rights from the shareholders. No consideration or other form of de facto consideration shall be offered to collect the voting rights from the shareholders. Save for statutory conditions, the Company shall not impose any restriction on minimum shareholdings in collecting the voting rights.</p>	<p>Shareholders holding 1% or more shares with voting rights or investor protection agencies established pursuant to laws, administrative regulations or the provisions of CSRC shall be entitled to request the Company to collect the voting rights from the shareholders. No consideration or other form of de facto consideration shall be offered to collect the voting rights from the shareholders. Save for statutory conditions, the Company shall not impose any restriction on minimum shareholdings in collecting the voting rights.</p>
<p>Article 79</p> <p>Shareholders holding 1% or more shares with voting rights or investor protection agencies established pursuant to laws, administrative regulations or the provisions of CSRC shall be entitled to request the Company to collect the voting rights from the shareholders. No consideration or other form of de facto consideration shall be offered to collect the voting rights from the shareholders. Save for statutory conditions, the Company shall not impose any restriction on minimum shareholdings in collecting the voting rights.</p>	<p>Article 84</p> <p>Shareholders holding 1% or more shares with voting rights or investor protection agencies established pursuant to laws, administrative regulations or the provisions of CSRC shall be entitled to request the Company to collect the voting rights from the shareholders. No consideration or other form of de facto consideration shall be offered to collect the voting rights from the shareholders. Save for statutory conditions, the Company shall not impose any restriction on minimum shareholdings in collecting the voting rights.</p> <p>the board of supervisors or [ ] should submit the relevant proof to the stock exchange.</p>









Original Articles	Proposed Amendments
	<p>(V) the enquiries or recommendations raised by the shareholders and the corresponding explanations or clarification;</p> <p>(VI) the names of the lawyer, the vote counters and the vote scrutinizers;</p> <p>(VII) any other matters that shall be recorded in the minutes as required by the Articles of Association of the Company.</p>
<p>Article 93</p>	<p>Article 99 The convener shall ensure that the contents of the minutes are true, accurate and complete. The directors, the supervisors, the secretary to the board of directors, the convener or his/her representative and the chairperson shall sign on the minutes. The minutes shall be kept, together with other valid information such as the book of signatures of the shareholders present at the meeting and the power of attorney for the proxies, and the valid information regarding the voting via the Internet or other means, for no less than 10 years.</p>
<p>(Adding Article 100)</p>	<p>Article 100 The convener shall ensure the general meeting of shareholders is held without adjournment until the final resolution is reached. Where special reasons such as force majeure and so on cause a suspension of the meeting or non-adoption of resolution, necessary measures shall be taken to resume the meeting, or to end the meeting directly and the same shall be stated in an announcement in a timely manner. Meanwhile, the convener shall report the same to CSRC sub-office and the stock exchange where the Company is located. If the listing rules of the stock exchange(s) on which the Company's shares are listed have special provisions on the termination and extension of the general meeting, such provisions shall be complied with.</p>

Original Articles	Proposed Amendments
<p>(Adding Article 102)</p>	<p><b>Article 102</b> The on-the-spot General Meeting shall not end earlier than the end of the meeting held online or by any other means, and the chairperson of the meeting shall announce the voting results on each proposal at the on-the- spot meeting and whether the proposal is adopted based on the voting results.</p> <p>All parties involved in the voting on the spot, online or by any other means at the General Meeting, including the Company, vote counters, scrutineers, major shareholders and network service providers, shall be obliged to keep confidential the voting before the voting results are formally announced.</p>
<p>(Adding Article 103)</p>	<p><b>Article 103</b> Resolutions passed at the meeting shall be immediately announced in accordance with the listing rules of the stock exchange where the Company’s shares are publicly traded. The announcement should list the number of shareholders or their agents appearing at the meeting, the total number of voting shares of such shareholders or agents, the ratio of such voting shares to total voting shares at the Company, the means by which votes were cast, the voting result for each proposal, and the particulars of each resolution passed. Statistics on the attendance and the voting of domestic shareholders and foreign shareholders shall be kept on an individual basis, and announced accordingly.</p>
<p><b>Article 99</b></p>	<p><b>Article 108</b></p> <p><b>Articles 110 to 114</b></p>

Original Articles	Proposed Amendments
<p><b>Article 101</b></p> <p>1. The Commission shall have the right to request any Member State to supply information which it may require in order to exercise its powers.</p> <p>2. The Commission shall have the right to carry out any investigations which it may deem necessary for the exercise of its powers and for the purpose of ascertaining whether the law has been observed.</p> <p>3. The Commission shall have the right to require the Member States to take such measures as are necessary to comply with the findings of the Commission.</p> <p>4. The Commission shall have the right to bring proceedings before the Court of Justice in order to obtain a declaration that a Member State has failed to fulfil its obligations under the Treaty.</p> <p>5. The Commission shall have the right to request the Court of Justice to annul any act of a Member State which is contrary to the Treaty.</p> <p>6. The Commission shall have the right to request the Court of Justice to award damages to the Union or to the Member States.</p> <p>7. The Commission shall have the right to request the Court of Justice to award interest on sums due to the Union or to the Member States.</p> <p>8. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>9. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>10. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>11. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>12. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>13. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>14. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>15. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>16. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>17. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>18. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>19. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>20. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p>	<p><b>Article 110</b></p> <p>1. The Commission shall have the right to request any Member State to supply information which it may require in order to exercise its powers.</p> <p>2. The Commission shall have the right to carry out any investigations which it may deem necessary for the exercise of its powers and for the purpose of ascertaining whether the law has been observed.</p> <p>3. The Commission shall have the right to require the Member States to take such measures as are necessary to comply with the findings of the Commission.</p> <p>4. The Commission shall have the right to bring proceedings before the Court of Justice in order to obtain a declaration that a Member State has failed to fulfil its obligations under the Treaty.</p> <p>5. The Commission shall have the right to request the Court of Justice to annul any act of a Member State which is contrary to the Treaty.</p> <p>6. The Commission shall have the right to request the Court of Justice to award damages to the Union or to the Member States.</p> <p>7. The Commission shall have the right to request the Court of Justice to award interest on sums due to the Union or to the Member States.</p> <p>8. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>9. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>10. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>11. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>12. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>13. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>14. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>15. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>16. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>17. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p> <p>18. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a Member State.</p> <p>19. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by a natural or legal person.</p> <p>20. The Commission shall have the right to request the Court of Justice to award costs in proceedings brought by the Commission.</p>
	<p><b>Article 109</b></p>

<b>Original Articles</b>	<b>Proposed Amendments</b>
<b>Article 102</b> <p>Article 102</p>	<b>Article 111</b> <p>Article 111</p> <p><b>Article 110</b></p>
<b>Article 103</b> <p>Article 103</p>	<b>Article 112</b> <p>Article 112</p> <p><b>21 days</b></p> <p><b>15 days</b></p>

Original Articles	Proposed Amendments
<p><b>Article 109</b></p> <p>1. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul> <p>2. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul>	<p><b>Article 118</b></p> <p>1. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul> <p>2. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul> <p>3. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul> <p>(IX)</p> <p>4. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul> <p>5. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul> <p>(XIII)</p> <p>6. The directors may, if they think fit, cause the following matters to be included in the annual general meeting of the Company:</p> <ul style="list-style-type: none"><li>(a) the financial statements for the year, together with the directors' report and the auditors' report thereon;</li><li>(b) the directors' remuneration report;</li><li>(c) the directors' report on the environmental and social matters of the Company;</li><li>(d) the directors' report on the Company's governance matters;</li><li>(e) the directors' report on the Company's business and financial performance;</li><li>(f) any other matter which, in the opinion of the directors, should be brought to the attention of the members of the Company.</li></ul>

Original Articles	Proposed Amendments
	<p>XIV. The directors shall have the authority to borrow money on behalf of the Company and to mortgage the assets of the Company to secure the same.</p>
	<p>XV. The directors shall have the authority to issue and re-issue shares of the Company.</p>
	<p>XVI. The directors shall have the authority to appoint and remove the president of the Company.</p>
	<p>XVII. The directors shall have the authority to appoint and remove the vice president of the Company.</p>
	<p>XVIII. The directors shall have the authority to appoint and remove the secretary of the Company.</p>
	<p>XIX. The directors shall have the authority to appoint and remove the treasurer of the Company.</p>
	<p>XX. A single donation involving over RMB20 million but not more than RMB50 million, and involving a cumulative amount of not more than RMB60 million in a fiscal year shall be subject to consideration and approval by the board of directors. A single donation involving over RMB50 million or involving a cumulative amount of more than RMB60 million in a fiscal year shall be subject to consideration and approval at the general meeting of the Company;</p>
	<p>XXI. The directors shall have the authority to appoint and remove the chairman of the board of directors.</p>







Original Articles	Proposed Amendments
<p><b>Article 115</b></p> <p>The Board of Directors shall have the following powers:</p> <p>(i) to manage the business of the Company;</p> <p>(ii) to exercise all such powers of the Company as may be conferred on it by the Articles of Association or by the resolutions of the General Meeting of the Company;</p> <p>(iii) to do all such acts and execute all such powers as the Company may lawfully do or exercise;</p> <p>(iv) to borrow money and to mortgage or charge all or any part of the assets and undertaking of the Company, whether now existing or hereafter acquired, and to issue debentures or other securities in respect thereof, and to give any receipts for the same;</p> <p>(v) to make and alter the regulations of the Company;</p> <p>(vi) to appoint and remove any directors, officers, employees and agents of the Company and to fix their salaries and allowances and to determine the terms and conditions of their appointments or engagements, as the case may be;</p> <p>(vii) to appoint and remove any auditors of the Company and to fix their remuneration and to determine the terms and conditions of their appointments or engagements, as the case may be;</p> <p>(viii) to do all such other things as may be necessary or expedient for the conduct of the business of the Company;</p> <p>(ix) to call, convene and preside at the General Meeting of the Company and to preside at the Board of Directors;</p> <p>(x) to do all such other things as may be necessary or expedient for the conduct of the business of the Company.</p>	<p><b>Article 124</b></p> <p>The Board of Directors shall have the following powers:</p> <p>(i) to manage the business of the Company;</p> <p>(ii) to exercise all such powers of the Company as may be conferred on it by the Articles of Association or by the resolutions of the General Meeting of the Company;</p> <p>(iii) to do all such acts and execute all such powers as the Company may lawfully do or exercise;</p> <p>(iv) to borrow money and to mortgage or charge all or any part of the assets and undertaking of the Company, whether now existing or hereafter acquired, and to issue debentures or other securities in respect thereof, and to give any receipts for the same;</p> <p>(v) to make and alter the regulations of the Company;</p> <p>(vi) to appoint and remove any directors, officers, employees and agents of the Company and to fix their salaries and allowances and to determine the terms and conditions of their appointments or engagements, as the case may be;</p> <p>(vii) to appoint and remove any auditors of the Company and to fix their remuneration and to determine the terms and conditions of their appointments or engagements, as the case may be;</p> <p>(viii) to do all such other things as may be necessary or expedient for the conduct of the business of the Company;</p> <p>(ix) to call, convene and preside at the General Meeting of the Company and to preside at the Board of Directors;</p> <p>(x) to do all such other things as may be necessary or expedient for the conduct of the business of the Company.</p> <p><b>(VI) Other matters prescribed by the law, regulations, CSRC and Articles of Association of the Company.</b></p>

Original Articles	Proposed Amendments
<p><b>Article 123</b></p> <p>Minutes of the board meeting shall be kept as Company documents for ten years. The minutes of the board meeting shall include the following:</p> <p>(I) date, venue and convener of the meeting;</p> <p>(II) names of directors and representatives authorized by the directors (representative) present at the meeting;</p> <p>(III) agenda of the meeting;</p> <p>(IV) summary of key points made by the directors at the meeting;</p> <p>(V) the voting methods and the voting results on each matter (the voting result shall clearly state the number of votes for, against and abstain).</p>	<p><b>Article 132</b></p> <p>Minutes of the board meeting shall be kept as Company documents for ten years. The minutes of the board meeting shall include the following:</p> <p>(I) date, venue and convener of the meeting;</p> <p>(II) names of directors and representatives authorized by the directors (representative) present at the meeting;</p> <p>(III) agenda of the meeting;</p> <p>(IV) summary of key points made by the directors at the meeting;</p> <p>(V) the voting methods and the voting results on each matter (the voting result shall clearly state the number of votes for, against and abstain).</p>
<p><b>Article 127</b></p> <p>The Company shall have five deputy presidents, who shall be appointed or dismissed by the board of directors after being nominated by the president.</p>	<p><b>Article 136</b></p> <p>president</p> <p>The Company shall have five deputy presidents, who shall be appointed or dismissed by the board of directors after being nominated by the president.</p>











Original Articles	Proposed Amendments
<p>Article 10. The Board of Directors shall have the authority to borrow money for the corporation, to issue bonds, to mortgage or pledge the assets of the corporation, to lease or otherwise dispose of the assets of the corporation, to acquire or dispose of real or personal property, to enter into contracts, to sue and be sued, to execute and deliver any instruments necessary to carry out its powers and duties, and to do all other acts and things that may be necessary or proper for the corporation to carry out its business.</p>	<p>Article 10. The Board of Directors shall have the authority to borrow money for the corporation, to issue bonds, to mortgage or pledge the assets of the corporation, to lease or otherwise dispose of the assets of the corporation, to acquire or dispose of real or personal property, to enter into contracts, to sue and be sued, to execute and deliver any instruments necessary to carry out its powers and duties, and to do all other acts and things that may be necessary or proper for the corporation to carry out its business.</p>
<p>Article 11. The Board of Directors shall have the authority to make and alter the bylaws of the corporation, subject to the approval of the shareholders.</p>	<p>Article 11. The Board of Directors shall have the authority to make and alter the bylaws of the corporation, subject to the approval of the shareholders.</p>
<p>Article 12. The Board of Directors shall have the authority to appoint and remove any officers, directors, and employees of the corporation, and to determine their powers and duties.</p>	<p>Article 12. The Board of Directors shall have the authority to appoint and remove any officers, directors, and employees of the corporation, and to determine their powers and duties.</p>
<p>Article 13. The Board of Directors shall have the authority to make and alter the articles of association of the corporation, subject to the approval of the shareholders.</p>	<p>Article 13. The Board of Directors shall have the authority to make and alter the articles of association of the corporation, subject to the approval of the shareholders.</p> <p><b>before submitting to the shareholders' general meeting for approval. And it shall be adopted by shareholders representing 2/3 or more of the voting rights of the shareholders in presence. The independent director shall give specific opinions on this.</b></p>



Original Articles	Proposed Amendments
<p><b>Article 187</b></p> <p>The business license is cancelled, or the Company is ordered to close down or to be dissolved</p>	<p><b>Article 197</b></p> <p>by the Articles of Association or any of the situations for dissolution prescribed in the Company's Articles of Association occurs</p> <p>The business license is cancelled, or the Company is ordered to close down or to be dissolved</p>
<p><b>Article 188</b></p>	<p><b>Article 198</b></p> <p><b>Article 197</b></p>

Original Articles	Proposed Amendments
<p><b>Article 189</b></p> <p>When the company is liquidated, the liquidation group shall be composed of people determined by the directors or the general meeting. Where no liquidation group is formed within the time limit, the creditors may plead the people's court to designate relevant persons to form a liquidation group.</p>	<p><b>Article 199</b></p> <p>(V) and (VI) Article 197</p> <p>The liquidation group shall be composed of people determined by the directors or the general meeting. Where no liquidation group is formed within the time limit, the creditors may plead the people's court to designate relevant persons to form a liquidation group.</p> <p><b>Article 197</b></p>
<p>(Adding Article 212)</p>	<p><b>Article 212</b> Where the amendments to the Articles of Association involve matters requiring disclosure by laws and regulations, the amendments shall be announced in accordance with regulations.</p>
<p>(Adding Article 216)</p>	<p><b>Article 216</b> Notices of the shareholders' general meetings of the Company shall be made by announcement. Notice of the Board meetings and board of supervisors of the Company shall be made by hand, facsimile, telephone, email, or other forms.</p>

Original Articles	Proposed Amendments
(Adding Article 217)	<p data-bbox="804 280 1380 683"><b>Article 217</b> The Company shall designate media in the scope of media designated in laws, regulations or the securities regulatory authority of the State Council to issue announcements and other to-be-disclosed information of the Company to shareholders of domestic shares. The announcements required to be given by the Articles of Association to the holders of H shares shall be published by the methods prescribed by the Hong Kong Listing Rules.</p> <p data-bbox="804 729 1380 1089">The Board may change the designated media for the disclosure of information about the Company and shall ensure that such designated media complies with the requirements as required by the laws and regulations of China and Hong Kong, securities regulatory authorities under the State Council, overseas regulatory authorities and the stock exchange of the place where the shares of the Company are listed.</p>
(Adding Article 223)	<p data-bbox="804 1106 1380 1385"><b>Article 223</b> In the Articles of Association, references to “president” shall have the same meaning as “manager” as stipulated in the Company Law and other laws and regulations. References to “vice president” shall have the same meaning as “deputy manager” as stipulated in the Company Law and other laws and regulations.</p>

*The English version of this appendix is an unofficial translation of its Chinese version. In case of any discrepancies, the Chinese version shall prevail.*

## **Rules of Procedures for General Meetings of Flat Glass Group Co., Ltd.**

### **Chapter 1 General Provisions**

#### **Article 1**



**Chapter 2 Convening of General Meetings**

**Article 6**

Section 1. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

**Article 7**

Section 1. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

Section 2. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

**Article 8**

Section 1. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

Section 2. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

Section 3. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

**Article 9**

Section 1. The Board of Directors shall have the authority to call special meetings of the shareholders for the purpose of transacting any business that may lawfully be conducted by a meeting of the shareholders.

Section 10.1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

(a) The general meeting of the members of the corporation shall be held at such time and place as shall be determined by the board of directors.

(b) The board of directors may, by resolution, determine that a meeting of the members of the corporation may be held by means of a conference, telephone, or other communication system, provided that all persons entitled to vote at the meeting are able to communicate with one another.

(c) The board of directors may, by resolution, determine that a meeting of the members of the corporation may be held by means of a conference, telephone, or other communication system, provided that all persons entitled to vote at the meeting are able to communicate with one another.

**Article 10**

Section 10.1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

(a) The general meeting of the members of the corporation shall be held at such time and place as shall be determined by the board of directors.

**Article 11**

Section 11.1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

**Article 12**

Section 12.1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Chapter 3 Proposals and Notice of General Meetings

Article 13

Proposals for amendments to the Rules of Procedures of General Meetings shall be submitted to the Board of Directors at least 30 days before the meeting at which they are to be considered. The Board of Directors shall have the authority to accept, reject, or refer any such proposal to a committee of the Board of Directors for its recommendation to the Board of Directors.

Article 14

The Board of Directors shall have the authority to call special meetings of the Board of Directors at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the shareholders at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the Board of Directors at any time and at any place.

The Board of Directors shall have the authority to call special meetings of the Board of Directors at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the shareholders at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the Board of Directors at any time and at any place.

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Article 15

The Board of Directors shall have the authority to call special meetings of the Board of Directors at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the shareholders at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the Board of Directors at any time and at any place.

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Article 16

The Board of Directors shall have the authority to call special meetings of the Board of Directors at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the shareholders at any time and at any place. The Board of Directors shall also have the authority to call special meetings of the Board of Directors at any time and at any place.

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## Article 17

1. The Commission shall be composed of 18 members, 12 of whom shall be appointed by the Council and 6 by the Parliament, for a period of five years. The Council and the Parliament shall act by a qualified majority. The Council shall appoint and dismiss the President and Vice-President of the Commission. The President and Vice-President shall be appointed and dismissed by the Council and the Parliament acting jointly by a qualified majority.

2. The President of the Commission shall be elected by the Council and the Parliament acting jointly by a qualified majority for a period of five years. The President shall be elected from among the members of the Commission.

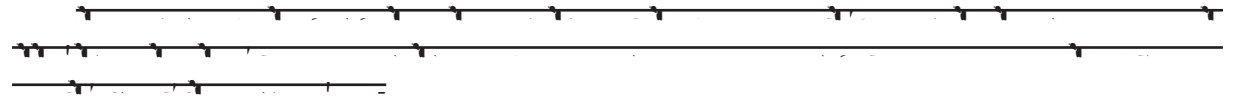
3. The Vice-President of the Commission shall be elected by the Council and the Parliament acting jointly by a qualified majority for a period of five years. The Vice-President shall be elected from among the members of the Commission.

4. The members of the Commission shall be elected by the Council and the Parliament acting jointly by a qualified majority for a period of five years.

5. The members of the Commission shall be elected from among the nationals of the Member States. The Council and the Parliament shall act by a qualified majority.

6. The Commission shall be assisted by a Secretary-General, who shall be appointed and dismissed by the Council and the Parliament acting jointly by a qualified majority.





**Chapter 4 Convening of General Meetings**

**Article 21**

Notwithstanding any other provision of these Rules, the Board of Directors may, by resolution, suspend or modify the provisions of these Rules with respect to the convening of general meetings of the Corporation, provided that such suspension or modification shall not be inconsistent with the provisions of the applicable laws and regulations.

**Article 22**

Notwithstanding any other provision of these Rules, the Board of Directors may, by resolution, suspend or modify the provisions of these Rules with respect to the convening of general meetings of the Corporation, provided that such suspension or modification shall not be inconsistent with the provisions of the applicable laws and regulations.

**Article 23**

Notwithstanding any other provision of these Rules, the Board of Directors may, by resolution, suspend or modify the provisions of these Rules with respect to the convening of general meetings of the Corporation, provided that such suspension or modification shall not be inconsistent with the provisions of the applicable laws and regulations.

**Article 24**

Notwithstanding any other provision of these Rules, the Board of Directors may, by resolution, suspend or modify the provisions of these Rules with respect to the convening of general meetings of the Corporation, provided that such suspension or modification shall not be inconsistent with the provisions of the applicable laws and regulations.

**Article 25**

Section 1. The Board of Directors shall have the authority to determine the time, place and order of business for the annual meeting of the shareholders and to call special meetings of the shareholders. The Board of Directors shall also have the authority to determine the time, place and order of business for any other meeting of the shareholders.

Section 2. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

Section 3. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

**Article 26**

Section 1. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

Section 2. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

Section 3. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

**Article 27**

Section 1. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

**Article 28**

Section 1. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

**Article 29**

Section 1. The Board of Directors shall have the authority to determine the time, place and order of business for any meeting of the Board of Directors.

### Article 30

1. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

### Article 31

1. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

### Article 32

1. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

### Article 33

1. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

### Article 34

1. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

### Article 35

1. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

2. The State shall ensure that the minimum wages for all workers are fixed by law and that the minimum wages are not less than the minimum wages fixed by the Government of India for the corresponding work and conditions.

Article 36

Section 1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Section 2. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Article 37

Section 1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Section 2. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Article 38

Section 1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Section 2. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Article 39

Section 1. The following shall be the rules of procedure for the general meeting of the members of the corporation:

Section 2. The following shall be the rules of procedure for the general meeting of the members of the corporation:

**Article 40**

Section 1. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

**Article 41**

Section 1. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

**Article 42**

Section 1. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

**Article 43**

Section 1. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

Section 2. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

**Article 44**

Section 1. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

Section 2. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

Section 3. The Board of Directors shall have the authority to determine the qualifications for membership in the corporation, and to make, alter, or repeal the bylaws of the corporation, subject to the power of the shareholders to alter or repeal the same.

**Article 45**

~~Section 1. The following shall constitute the Rules of Procedure of the General Meeting of the Board of Directors of the Corporation:~~

~~(a) The Board of Directors shall meet at least once a year for the purpose of electing or re-electing the members of the Board of Directors and for the purpose of reviewing the financial statements of the Corporation.~~

~~(b) The Board of Directors may meet in any place within the State of New York, and may also meet in any place outside the State of New York if the meeting is held by means of a conference call, video conference, or other electronic means of communication, provided that a majority of the Board of Directors is present at the meeting.~~

**Article 46**

~~Section 1. The following shall constitute the Rules of Procedure of the General Meeting of the Board of Directors of the Corporation:~~

~~(a) The Board of Directors shall meet at least once a year for the purpose of electing or re-electing the members of the Board of Directors and for the purpose of reviewing the financial statements of the Corporation.~~

~~(b) The Board of Directors may meet in any place within the State of New York, and may also meet in any place outside the State of New York if the meeting is held by means of a conference call, video conference, or other electronic means of communication, provided that a majority of the Board of Directors is present at the meeting.~~

**Article 47**

~~Section 1. The following shall constitute the Rules of Procedure of the General Meeting of the Board of Directors of the Corporation:~~

~~(a) The Board of Directors shall meet at least once a year for the purpose of electing or re-electing the members of the Board of Directors and for the purpose of reviewing the financial statements of the Corporation.~~

**Article 48**

~~Section 1. The following shall constitute the Rules of Procedure of the General Meeting of the Board of Directors of the Corporation:~~

~~(a) The Board of Directors shall meet at least once a year for the purpose of electing or re-electing the members of the Board of Directors and for the purpose of reviewing the financial statements of the Corporation.~~

~~(b) The Board of Directors may meet in any place within the State of New York, and may also meet in any place outside the State of New York if the meeting is held by means of a conference call, video conference, or other electronic means of communication, provided that a majority of the Board of Directors is present at the meeting.~~





**Chapter 5 Supervisory Measures**

**Article 53**

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**Article 54**

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**Article 55**

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**Chapter 5 Special Procedures for Voting by Class Shareholders**

**Article 53**

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**Article 54**

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**Article 55**

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Article 5760

Article 5861

Article 5962

Article 6063

Article 6164

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## NOTICE OF AGM

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**Flat Glass Group Co., Ltd.**  
**Ruan Hongliang**  
*Chairman*

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

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# NOTICE OF AGM

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*Notes:*

- The AGM will be held on the 15th day of May 2024 at 10:00 AM in the Board Room of the company, 100, Market Street, Singapore 048910.
- The AGM will be held in a hybrid format. It will be held in person at the Board Room of the company, 100, Market Street, Singapore 048910, and also via a live webcast on the company's website, [www.foxconn.com](http://www.foxconn.com).
- The AGM will be held in English.
- The AGM will be held in a hybrid format. It will be held in person at the Board Room of the company, 100, Market Street, Singapore 048910, and also via a live webcast on the company's website, [www.foxconn.com](http://www.foxconn.com).
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