

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 INTERIM DIVIDEND FOR THE SIX MONTHS  
ENDED 30 JUNE 2023
- (2) PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS  
TO THE ARTICLES OF ASSOCIATION
- (3) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES OF  
GENERAL MEETINGS
- (4) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR  
THE BOARD OF DIRECTORS
- (5) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR  
THE BOARD OF SUPERVISORS
- (6) PROPOSED AMENDMENTS TO THE WORKING INSTRUCTIONS FOR  
INDEPENDENT DIRECTORS
- (7) NOTICE OF THE 2023 SECOND EGM  
AND
- (8) NOTICE OF THE 2023 SECOND H SHARE CLASS MEETING

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# DEFINITIONS

上海證券交易所

\* For identification purpose only

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LETTER FROM THE BOARD

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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:*

李 國 杰 先 生 (Chairman)

李 國 杰 先 生

李 國 杰 先 生

李 國 杰 先 生

李 國 杰 先 生

*Independent non-executive Directors:*

李 國 杰 先 生

李 國 杰 先 生

李 國 杰 先 生

*Registered office, headquarters and  
principal place of business in the PRC:*

1 李 國 杰 先 生

李 國 杰 先 生, 李 國 杰 先 生

李 國 杰 先 生,

*Principal place of business in Hong Kong:*

李 國 杰 先 生, 11/ 李 國 杰 先 生

李 國 杰 先 生, 李 國 杰 先 生

李 國 杰 先 生, 李 國 杰 先 生

李 國 杰 先 生

李 國 杰 先 生 2023

*To the Shareholders*

- (1) PROPOSED INTERIM DIVIDEND FOR THE SIX MONTHS ENDED 30 JUNE 2023
- (2) PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION
- (3) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES OF GENERAL MEETINGS
- (4) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR THE BOARD OF DIRECTORS
- (5) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR THE BOARD OF SUPERVISORS
- (6) PROPOSED AMENDMENTS TO THE WORKING INSTRUCTIONS FOR INDEPENDENT DIRECTORS
- (7) NOTICE OF THE 2023 SECOND EGM  
AND
- (8) NOTICE OF THE 2023 SECOND H SHARE CLASS MEETING

## I. INTRODUCTION

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# LETTER FROM THE BOARD

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## III. PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

### New PRC Regulations Related Amendments to AoA and Amendments to the Rules of Procedures

On 11/1/2023, the State Council (State Council) issued the New PRC Regulations Related Amendments to AoA-).

On 11/1/2023, the State Council (State Council) issued the State Council Order No. 771 (《國務院關於廢止部分行政法規和文件的決定》) (State Council Order No. 771) and the State Council Order No. 772 (《境內企業境外發行證券和上市管理試行辦法》) (State Council Order No. 772) (Mandatory Provisions-). On 11/31/2023, the State Council issued the State Council Order No. 773 (《到境外上市公司章程必備條款》) (Mandatory Provisions-). On 11/4/2023, the State Council issued the State Council Order No. 774 (《國務院關於股份有限公司境外募集股份及上市的特別規定》) (State Council Order No. 774) and the State Council Order No. 775 (《上市公司章程指引》) (State Council Order No. 775). On 11/1/2023, the State Council issued the State Council Order No. 776 (《國務院關於修改〈國務院關於股份有限公司境外募集股份及上市的特別規定〉的決定》) (State Council Order No. 776).

On 11/1/2023, the State Council issued the State Council Order No. 777 (《國務院關於修改〈國務院關於股份有限公司境外募集股份及上市的特別規定〉的決定》) (State Council Order No. 777).

On 11/1/2023, the State Council issued the State Council Order No. 778 (《國務院關於修改〈國務院關於股份有限公司境外募集股份及上市的特別規定〉的決定》) (State Council Order No. 778).

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# LETTER FROM THE BOARD

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## Registered Capital Related Amendments to AoA

2023 (Announcement-).

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Registered Capital Related Amendments to AoA-)

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## General

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# LETTER FROM THE BOARD

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

Section 1.1 of the Rules of Procedures of General Meetings is amended to read as follows:

Section 1.2 of the Rules of Procedures of General Meetings is amended to read as follows:

Section 1.3 of the Rules of Procedures of General Meetings is amended to read as follows:

## V. PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR THE BOARD OF DIRECTORS

Section 2.1 of the Rules of Procedures for the Board of Directors is amended to read as follows:

Section 2.2 of the Rules of Procedures for the Board of Directors is amended to read as follows:

## VI. PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES FOR THE BOARD OF SUPERVISORS

Section 3.1 of the Rules of Procedures for the Board of Supervisors is amended to read as follows:

Section 3.2 of the Rules of Procedures for the Board of Supervisors is amended to read as follows:

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## LETTER FROM THE BOARD

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### VII. PROPOSED AMENDMENTS TO THE WORKING INSTRUCTIONS FOR INDEPENDENT DIRECTORS

1. The Board has reviewed the proposed amendments to the Working Instructions for Independent Directors (the "Working Instructions") in accordance with the provisions of the Company's Articles of Association and the Company's Charter of the Board of Directors (the "Charter of the Board of Directors") and the relevant provisions of the Securities and Futures Commission (SFC) Listing Rules, the Hong Kong Stock Exchange Listing Rules (the "Listing Rules") and the Companies Ordinance (the "Companies Ordinance").

2. The Board has also reviewed the proposed amendments to the Working Instructions in accordance with the provisions of the Company's Articles of Association and the Charter of the Board of Directors and the relevant provisions of the SFC Listing Rules, the Listing Rules and the Companies Ordinance.

### VIII. THE 2023 SECOND EGM AND THE 2023 SECOND H SHARE CLASS MEETING

1. The Board has resolved to convene the 2023 Second Extraordinary General Meeting (the "EGM") and the 2023 Second H Share Class Meeting (the "H Share Class Meeting") on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

2. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

3. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

4. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

5. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

6. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

7. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

8. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

9. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

10. The Board has also resolved to convene the 2023 Second H Share Class Meeting on 24 October 2023 at 10:30 a.m. (HKT) at the Grand Hyatt Hotel, 111th Floor, 111 South Bay Street, Kowloon, Hong Kong.

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# LETTER FROM THE BOARD

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## IX. RECOMMENDATION

(a) The Board recommends that the Company's shareholders approve the proposed 2023 dividend policy, which is to pay a cash dividend of RMB 0.10 per share for the year 2023, subject to the approval of the Company's shareholders at the 2023 Annual General Meeting. The Board also recommends that the Company's shareholders approve the proposed 2023 dividend policy, which is to pay a cash dividend of RMB 0.10 per share for the year 2023, subject to the approval of the Company's shareholders at the 2023 Annual General Meeting.

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

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

(stock code: 06865)

**Articles of Association**



**Article 42**

福萊特玻璃集團股份有限公司

**Article 53**

**Article 6**

**Article 74**

**Article 85**

**Article 9**

**Article 106**

**Article 7**

**Article 11**

**Article 8**

**Article 12-9**

**Chapter 2 Objective and Scope of Business**

**Article 1310**

**Article 1411**

**Chapter 3 Shares and Registered Capital**

**Section 1 Issuance of Shares**

**Article 12**

**Article 13**

**Article 15**

**Article 1614**



**Article 2017**

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**Article 21**

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**Section 2 Reduction and Repurchase of Shares**

**Article 18**

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**Article 19**

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**Article 20**

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**Article 21**

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**Article 22**

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**Chapter 4 – Capital Reduction and Repurchase of Shares**

**Article 2325**

**Article 26**

**Article 2427**



~~Article 30~~

**Article 31**

~~Article 31~~

~~Article 32~~

~~Article 33~~

~~Article 34~~

~~Article 35~~

~~Article 36~~

~~Article 37~~

~~Article 38~~

~~Article 39~~

~~Article 40~~

**Chapter 5 Financial Assistance to Acquire Shares of the Company**

**Article 32**

~~Article 32~~

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**Article 33**

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**Article 34**

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**Section 3 Transfer of Shares**

**Article 2736**

**Article 2837**

**Article 38**

**Article 39**

**Article 40**

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~~Article 2944~~

**Article 2944**

~~Article 2944~~

**Article 30**

~~Article 30~~





Chapter 7 Rights and Obligations of Shareholders

Article 51

1. The shareholders shall have the following rights:

I. To request, propose and convene a shareholders' meeting;

II. To attend the shareholders' meeting and exercise the right of vote;

III. To request the convening of an extraordinary shareholders' meeting;

IV. To request the convening of a shareholders' meeting to amend the Articles of Association;

V. To request the convening of a shareholders' meeting to amend the registered capital;

Article 3352

I. The shareholders shall have the following obligations:

II. To pay the share capital in full;

III. To bear the losses of the company in proportion to their shareholding;

V. To bear the costs of the company's liquidation;



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**Article 3453**

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**Article 3554**

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**Article 3655**

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~~Article 59~~

**Article 60**

~~Article 60~~

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**Article 61**

~~Article 61~~

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III ~~Article 61~~

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~~Article 61~~

**Chapter 8 — General Meetings**  
**Section 2 General Provisions for General Meetings**

**Article 4162** ~~\_\_\_\_\_~~ \_\_\_\_\_

**Article 63** \_\_\_\_\_

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**Article 42-64**

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**Article 45**

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**Article 46**

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**Article 67**

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**Article 68**

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**Article 69**

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Article 71

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Article 73

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**Article 75**

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**Article 76**

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**Section 3 Convening of General Meeting**

**Article 4777**

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**Article 49**

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**Article 52**

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**Section 4 Proposals and Notices of General Meeting**

**Article 53**

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**Article 54**

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**Article 56**

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**Article 57**

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**Article 81**

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**Article 55**

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**Article 56**

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**Article 58**

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**Section 5 Convening of General Meeting**

**Article 59**

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**Article 60**

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**Article 61**

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**Article 62**

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**Article 63**

**Article 64**

**Article 65**

**Article 66**

**Article 67**

**Article 6882**

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**Article 69**

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**Article 70**

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**Article 71**

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**Article 72**

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**Article 83**

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**Article 84**

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**Article 85**

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**Article 86** ~~✓~~

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**Article 90**

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**Article 73**

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**Article 74**

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**Article 75**

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**Article 7893**

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**Article 79**

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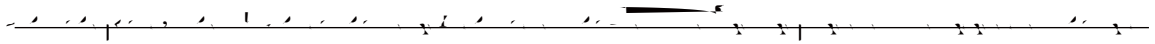
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**Article 82**

Blank musical notation consisting of multiple staves with various markings and symbols, including a large 'V' symbol and a double 'X' symbol.

**Article 83**

Blank musical notation consisting of multiple staves with various markings and symbols.

**Article 84**

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**Article 85**

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**Article 86** ✓

**APPENDIX I**

**PROPOSED CHANGES OF REGISTERED CAPITAL AND  
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

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**Article 90**

**Article 91103**

**Article 92104**

**Article 93105**

**Article 94106**

**Chapter 9 – Special Procedures for Voting by Class Shareholders**

**Article 107**

**Article 108**

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Handwritten musical notation on a five-line staff, including various notes, rests, and bar lines. The notation is dense and appears to be a musical score or a set of instructions.

**Article 98**

Handwritten musical notation on a five-line staff, including various notes, rests, and bar lines. The notation is dense and appears to be a musical score or a set of instructions.

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**Article 99**

**Article 100**

**Article 117**

**Article 101**

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**Article 102**

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**Article 103**

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**Article 104**

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**Section 2 The Board of Directors**

**Article 105**

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**Article 106**

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**Article 107118**

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**V** II. ~~\_\_\_\_\_~~

**V** III. ~~\_\_\_\_\_~~

**V** IV. ~~\_\_\_\_\_~~

**Article 108119**

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**Article 109120**

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**Article 121**

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**Article 122**

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**Article 123**

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**Article 113**

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**Article 114~~127~~**

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**Article 121130**

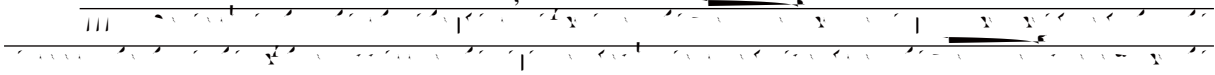
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**Article 131**

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II ~~Section 1.1 of the Articles of Association shall be amended to read as follows:~~

III ~~Section 1.2 of the Articles of Association shall be amended to read as follows:~~



Chapter ~~713~~ Board of Supervisors

Section 1 Supervisors

**Article 140**

**Article 141**

**Article 142**

**Article 136143**

**Article 137**

**Article 138**

**Article 139**

**Article 140**

**Article 141**

**Article 142**

**Article 143**

**Section 2 Board of Supervisors**



**Article 149**

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**Article 148**

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**Article 149**



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Article 152

Article 153

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Article 154

Article 155



~~III~~ ~~1. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Renminbi Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Renminbi Yuan) each.~~

~~V~~ ~~1. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Renminbi Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Renminbi Yuan) each.~~

~~V~~ ~~1. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Renminbi Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Renminbi Yuan) each.~~

**Article 157**

~~1. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Renminbi Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Renminbi Yuan) each.~~

**Article 160**

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**Article 161**

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**Article 162**

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**Article 163**

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**Article 164**

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**Article 165**

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**Article 166**

~~1. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Yuan) each.~~

~~2. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Yuan) each.~~

~~3. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Yuan) each.~~

~~4. The registered capital of the Company shall be RMB 100,000,000 (One Hundred Million Yuan), consisting of 100,000,000 shares of RMB 1.00 (One Yuan) each.~~

**Article 168**

**Chapter 815 Financial Accounting System,  
and Profit Distribution and Auditing**

**Section 1 Financial Accounting System**

**Article 150169**

**Article 151170**







§ 101. The registered capital of the corporation shall be \$1,000,000.00, divided into 1,000,000 shares of common stock, par value \$1.00 per share.

§ 102. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

V. § 103. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

V. § 104. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

V. § 105. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

§ 106. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

§ 107. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

**Article 182**  
§ 182. The Board of Directors may, from time to time, increase or decrease the registered capital of the corporation by creating, issuing and selling additional shares of common stock, or by purchasing and canceling shares of common stock, in whole or in part, and may, from time to time, increase or decrease the par value of the shares of common stock.

**Article 183**

**Article 184**

**Section 2 Internal Auditing**

**Article 157**

**Article 158**



**Article 161**

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**Article 162190**

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**Article 191**

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**Article 163192**

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**Article 166** \_\_\_\_\_  
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**Article 167** \_\_\_\_\_  
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**Article 169** \_\_\_\_\_  
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**Article 170**

**Section 2 Announcements**

**Article 171**

**Chapter 1017 Merger, Division, Increase and Decrease of Capital, Dissolution and Liquidation ~~Merger and Division of the Company~~**

**Section 1 Merger, Division, Increase and Decrease of Capital**

**Article 193**

**Article 172194**

**Article 173**

**Article 174**

**Article 175**

**Article 176**

**Article 177**

**Article 178**

**Section 2 Chapter 18 Dissolution and Liquidation of the Company**

**Article 179**







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**Article 210**

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**Article 216**

**Article 217**

**Chapter 21 – Settlement of Disputes**

**Article 218**



**Article 195221**

**Article 222**

**Article 196**

**Article 197**

**Article 198**

**Article 223**

**Article 224**

**Article 199225**

**RULES OF PROCEDURES FOR GENERAL MEETINGS OF  
FLAT GLASS GROUP CO., LTD.**

**Chapter 1 General Provisions**

**Article 1**

~~These Rules shall apply to the general meetings of the Company, and shall be subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 1988, and any other law for the time being in force in that behalf.~~

**Article 2**

~~These Rules shall be subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 1988, and any other law for the time being in force in that behalf.~~

**Article 3**

~~These Rules shall be subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 1988, and any other law for the time being in force in that behalf.~~

**Article 4**

~~These Rules shall be subject to the provisions of the Companies Act, 1956, and the Companies (Amendment) Act, 1988, and any other law for the time being in force in that behalf.~~



**Article 7** *CONFIDENTIAL*

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**Article 10**

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**Article 11**

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**Article 12**

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**Chapter 3 Proposals and Notice of General Meetings**

**Article 13**

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**Article 14**

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**Article 18**

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**Article 18**

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**Article 19**

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**Article 20 Article 19**

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**Chapter 4 Convening of General Meetings**

**Article 21**

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**Article 22 Article 20**

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**Article 25** *Proposed amendments to the Rules of Procedures of General Meetings*

~~Article 25~~

**Article 29**

~~Article 29~~

**Article 26**

~~Article 26~~

**Article 27 Article 30**

~~Article 27 Article 30~~

**Article 31**

~~Article 31~~

**Article 30**

~~Article 30. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Article 31**

~~Article 31. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Article 32**

~~Article 32. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Article 33 Article 34**

~~Article 33. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Article 34 Article 35**

~~Article 34. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Article 35 Article 36**

~~Article 35. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

~~Article 36. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Article 37**

~~Article 37. The Board of Directors may, by resolution, suspend or terminate the powers of any officer or director who has been elected or appointed to office and who is unable to perform his or her duties, and may elect or appoint a successor to the office of such officer or director.~~

**Chapter 5 Voting and Resolutions at General Meetings**

**Article 38**

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**Article 41**

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**Article 36**

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**Article 37**

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**Article 38 Article 42**

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**Article 48** ✓

**Article 46 Article 53**

~~Article 46. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

~~Article 53. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

**Article 47 Article 54**

~~Article 47. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

~~Article 54. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

**Article 55**

~~Article 55. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

**Article 56**

~~Article 56. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

**Article 57**

~~Article 57. The Board of Directors shall have the following powers and duties: (a) to manage the business and affairs of the corporation; (b) to determine the general policy of the corporation; (c) to elect and remove the officers and directors; (d) to declare dividends; (e) to borrow money and mortgage or pledge the assets of the corporation; (f) to sell, lease, convey, or otherwise dispose of all or any part of the assets of the corporation; (g) to execute all contracts and agreements on behalf of the corporation; (h) to do all things necessary to carry out the business of the corporation.~~

**Chapter 6 Minutes of General Meeting and Archives Management**

**Article 48 Article 58**

~~Article 48. The minutes of the meetings of the Board of Directors shall be recorded by the Secretary and shall contain a summary of the proceedings and the substance of all matters decided thereon. The minutes shall be read at each meeting and corrected if necessary. The minutes shall be signed by the Secretary and the Chairman of the Board of Directors.~~

~~Article 58. The minutes of the meetings of the Board of Directors shall be recorded by the Secretary and shall contain a summary of the proceedings and the substance of all matters decided thereon. The minutes shall be read at each meeting and corrected if necessary. The minutes shall be signed by the Secretary and the Chairman of the Board of Directors.~~



**Chapter 5 7 Special Procedures for Voting by Class Shareholders Authorization of Generation Meeting to the Board of Directors**

**Article 53 Article 60**

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**Article 54 Article 61**

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**Article 55 Article 62**

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**Article 56**

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**Article 57**

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**Article 58**

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**Chapter 6 8 Supplementary Provisions**

**Article 59 Article 63**

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**Article 60**

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**Article 64**

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**Article 61** *[Faint, illegible text]*

**RULES OF PROCEDURE FOR BOARD MEETINGS OF  
FLAT GLASS GROUP CO., LTD.**

**Chapter 1 General Provisions**

**Article 1**

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**Article 2**

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**Chapter 2 Directors**

**Article 3**

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**Article 4**

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**Article 7**

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**Article 8**

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~~Article 17~~

**Chapter 4 The procedures for convening and voting of the Board**

**Article 18**

~~Article 18~~

**Article 3**

~~Article 3~~

**Article 19**

~~Article 19~~

**Article 4**

~~Article 4~~

~~Article 4~~

**Article 5**

~~Article 5~~

**Article 20**

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**Article 8**

**Article 21**

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**Article 9 Article 22**

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**Article 23**

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**Article 10** ~~\_\_\_\_\_~~

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**Article 25** ~~\_\_\_\_\_~~

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**Article 28**

**Article 26**

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**Article 27** \_\_\_\_\_

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**Article 28** \_\_\_\_\_

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**Article 29** \_\_\_\_\_

**Article 31**

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**Chapter 6 The procedures for convening and voting of the Board**

**Article 32**

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**Article 33**

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**Article 32**

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**Article 34**

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**Article 35**

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**Article 36**

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**RULES OF PROCEDURES OF MEETINGS OF  
THE SUPERVISORY COMMITTEE OF FLAT GLASS GROUP CO., LTD.**

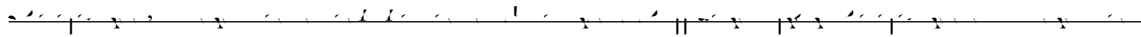
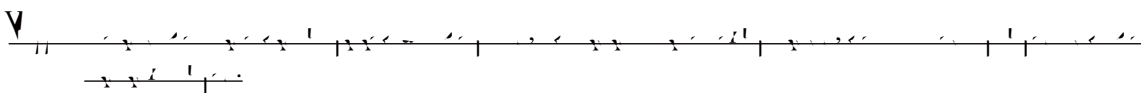
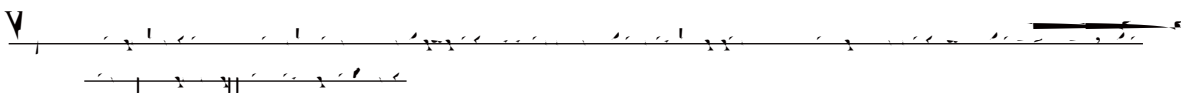
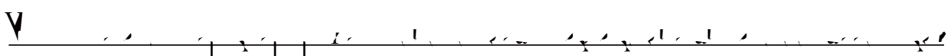
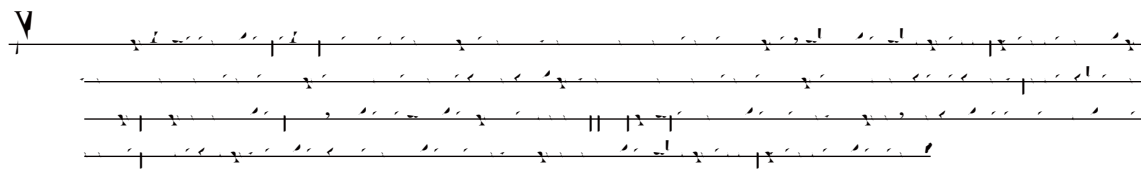
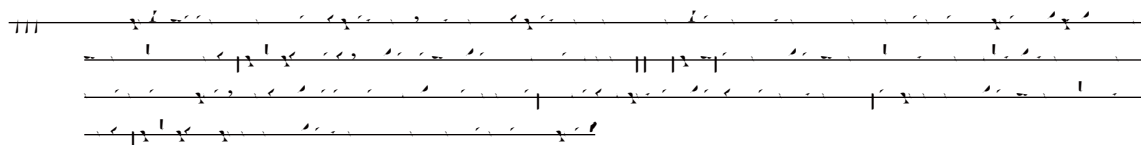
**Chapter 1 General Provisions**

**Article 1**

**Article 2**

**Article 2**

**Chapter th4pColo456 0 ISQBTPercepte, Te2leg Te2leg0a nativeColori**



**Article 11**

**Article 12**

**Chapter 3 Composition and duties of the Board of Supervisors**

**Article 13**

**Article 14**

**Article 15**

**Article 16**

**Article 17**

**Article 18**

**Article 19**

**Chapter 4 The procedures for convening and voting of the Board of supervisor**

**Article 20**

**Article 3**

## Article 21

||

I

II

III

V

V

||

||

**Article 6**

||

**Article 7**

**Article 23** ||



Handwritten musical notation on a five-line staff, including notes, rests, and bar lines.

**Article 11**

Handwritten musical notation on a five-line staff, including notes, rests, and bar lines.

Handwritten musical notation on a five-line staff, including notes, rests, and bar lines.

**Article 12**

Handwritten musical notation on a five-line staff, including notes, rests, and bar lines.

Handwritten musical notation on a five-line staff, including notes, rests, and bar lines.

**Article 13**

**Article 29**

**Article 14**

**Article 15**

Article 15

**Article 16**

Article 16

**Article 17**

Article 17

**Article 30**

Article 30

**Chapter 5 Supplementary provisions**

**Article 31**

Article 31

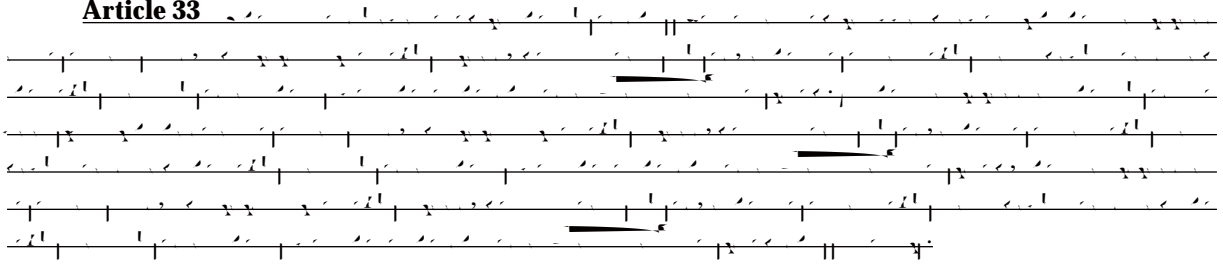
**Article 32**

Article 32

**Article 18**

Article 18

**Article 33**



**FLAT GLASS GROUP CO., LTD.**  
**WORKING INSTRUCTIONS FOR INDEPENDENT DIRECTORS**

**Chapter 1 General Provisions**

**Article 1**

[REDACTED]



**Article 7**

**Chapter 23 Conditions of Employment of Independent  
Qualifications and Appointments and Removals**

**Directors Article 68**



[Redacted text block]

**Article 8-10**

[Redacted text block]

**Chapter 4 Nomination, Election and Replacement of Independent Directors**

**Article 911**

[Redacted text block]



**Article 15**

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**Article 1316**

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**Article 17**

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**Article 18**

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**Article 14**

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**Article 15**

Handwritten musical notation on five staves, including notes, rests, and bar lines.

Handwritten musical notation on five staves, including notes, rests, and bar lines.

**Article 16**

Handwritten musical notation on a single staff, including notes, rests, and bar lines.

**Chapter**

Handwritten musical notation for the first section of the page, consisting of six systems of staves with notes and rests.

**Article 19**

Handwritten musical notation for Article 19, consisting of five systems of staves with notes and rests.

**Article 20**

Handwritten musical notation for Article 20, consisting of four systems of staves with notes and rests.

**Article 21**

Handwritten musical notation for Article 21, consisting of five systems of staves with notes and rests.

**Article 2220**

Handwritten text on five lines, consisting of dense, illegible characters and symbols.

Handwritten text on five lines, consisting of dense, illegible characters and symbols.

Handwritten text on two lines, consisting of dense, illegible characters and symbols.

**Article 21**

Handwritten text on five lines, consisting of dense, illegible characters and symbols.

**Article 22**

Handwritten text on five lines, consisting of dense, illegible characters and symbols.

**Article 23**

Handwritten text on five lines, consisting of dense, illegible characters and symbols.

Handwritten musical notation on five staves. The notation includes various notes, rests, and bar lines. There are some thick black horizontal lines drawn over parts of the staves, possibly indicating corrections or deletions.

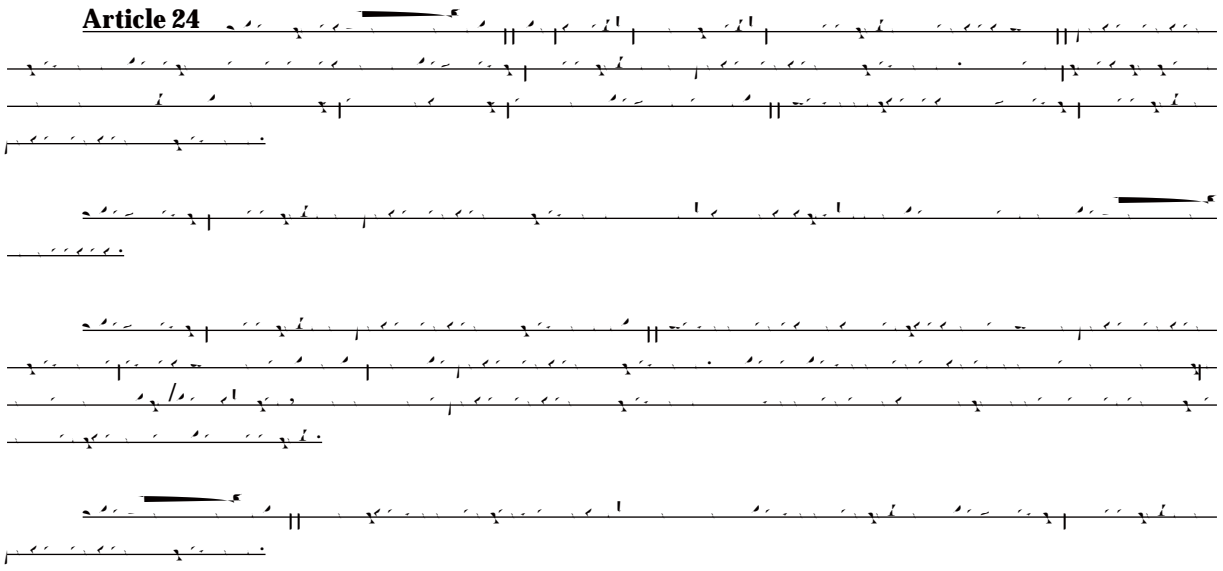
**Article 24**

Handwritten musical notation for Article 24, consisting of eight staves. The notation is dense with notes and rests. Several thick black horizontal lines are drawn across the staves, likely indicating corrections or deletions.

**Article 2325**

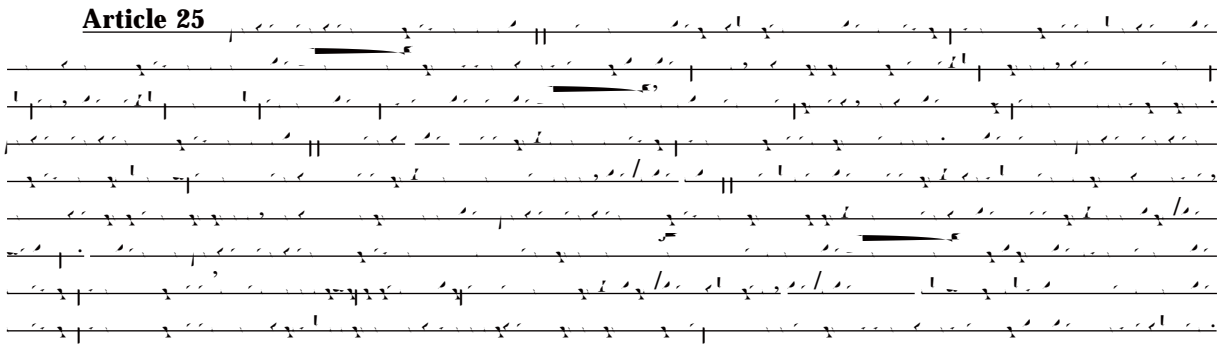
Handwritten musical notation for Article 2325, consisting of seven staves. The notation includes notes, rests, and bar lines. There are several thick black horizontal lines drawn across the staves, likely indicating corrections or deletions.

**Article 24**



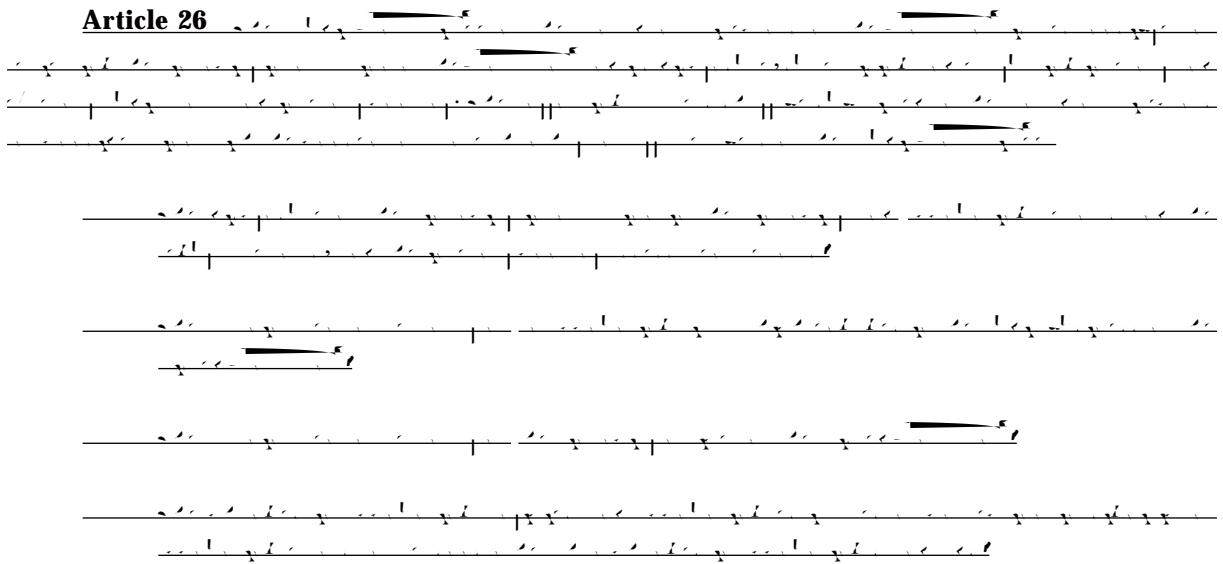
Musical score for Article 24, consisting of three systems of staves. Each system contains three staves. The notation includes various rhythmic values, rests, and dynamic markings such as *f* and *ff*. The score is written in a standard musical notation style.

**Article 25**



Musical score for Article 25, consisting of three systems of staves. Each system contains three staves. The notation includes various rhythmic values, rests, and dynamic markings such as *f* and *ff*. The score is written in a standard musical notation style.

**Article 26**



Musical score for Article 26, consisting of three systems of staves. Each system contains three staves. The notation includes various rhythmic values, rests, and dynamic markings such as *f* and *ff*. The score is written in a standard musical notation style.

The first system of musical notation consists of two staves. The upper staff contains a series of notes with stems, some marked with accents. The lower staff contains a similar series of notes, with some notes beamed together. There are several rests and bar lines throughout the system.

**Article 2627**

The musical notation for Article 2627 consists of two staves. The upper staff has notes with stems and accents, while the lower staff has notes with stems and rests. The system concludes with a double bar line.

A single staff of musical notation containing a sequence of notes with stems and rests.

A single staff of musical notation containing a sequence of notes with stems and rests.

The second system of musical notation consists of two staves. The upper staff contains notes with stems and accents, and the lower staff contains notes with stems and rests. There are several rests and bar lines throughout the system.

The third system of musical notation consists of three staves. The upper staff has notes with stems and accents, the middle staff has notes with stems and rests, and the lower staff has notes with stems and rests. The system concludes with a double bar line.

**Article 28**

The musical notation for Article 28 consists of two staves. The upper staff has notes with stems and accents, while the lower staff has notes with stems and rests. The system concludes with a double bar line.

The first system of musical notation consists of two staves. The upper staff contains a series of notes with stems, some marked with accents. The lower staff contains a similar sequence of notes, with some rests and a fermata-like symbol.

**Article 27**

Article 27 is represented by two staves of musical notation. The notation includes notes, rests, and a fermata-like symbol at the end of the first staff.

**Article 28**

Article 28 is represented by two staves of musical notation. The notation includes notes, rests, and a fermata-like symbol at the end of the first staff.

**Article 29**

Article 29 is represented by four staves of musical notation. The notation includes notes, rests, and a fermata-like symbol at the end of the first staff.

**Article 30**

Article 30 is represented by two staves of musical notation. The notation includes notes, rests, and a fermata-like symbol at the end of the first staff.

**Article 31**

*[Faint, illegible text]*

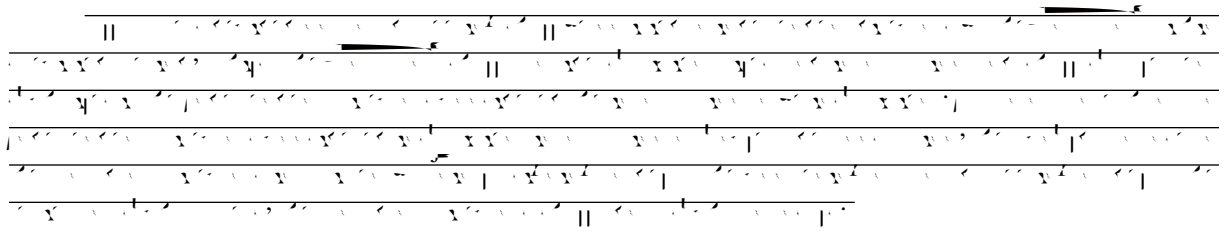
**Article 32**

*[Faint, illegible text]*

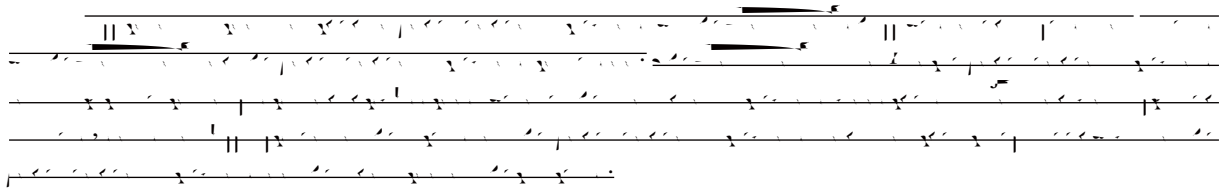
*[Faint, illegible text]*





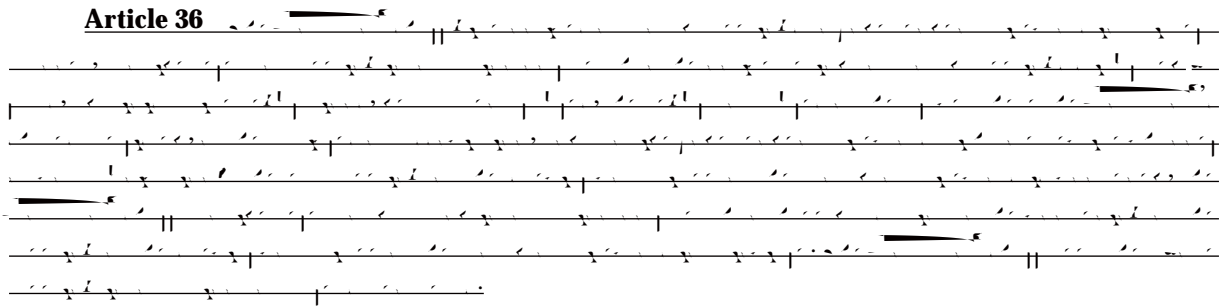


A musical score system consisting of five staves. The notation includes various rhythmic values, stems, and beams, with some notes marked with 'x' or 'y' above them. There are double bar lines and fermatas throughout the system.

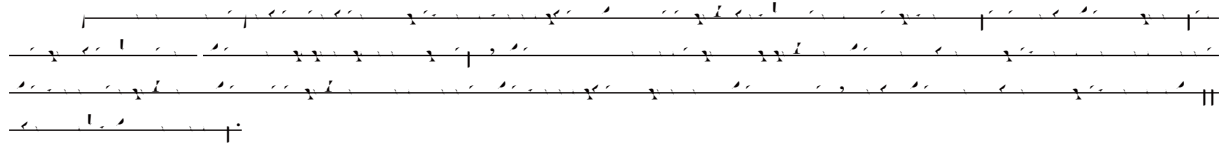


A musical score system consisting of five staves, continuing the notation from the previous system. It features similar rhythmic patterns and markings.

**Article 36**

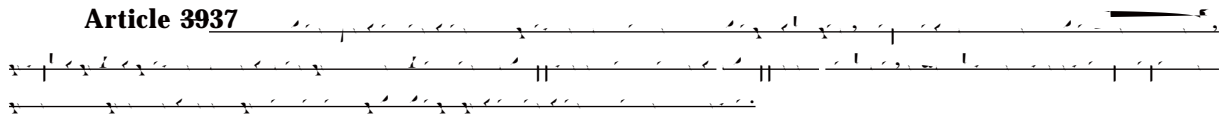


A musical score system consisting of five staves, starting with the section header 'Article 36'. The notation includes various rhythmic values and markings.

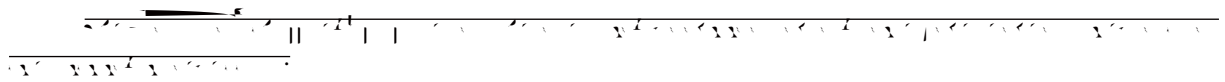


A musical score system consisting of five staves, continuing the notation from the previous system.

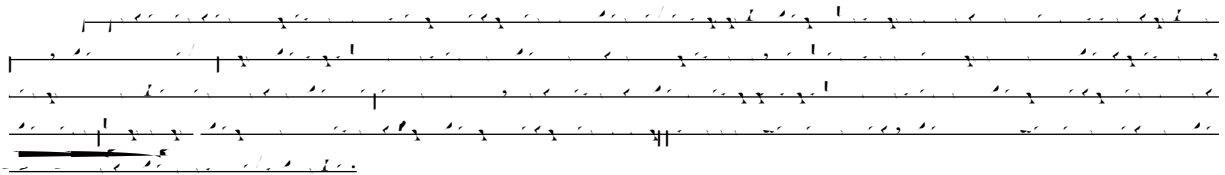
**Article 3937**



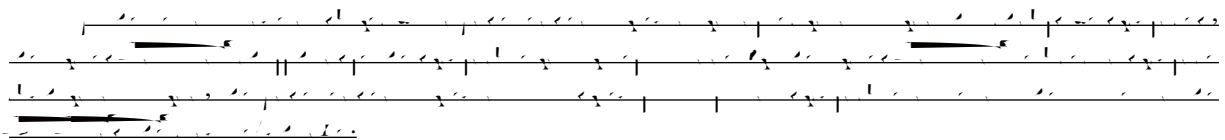
A musical score system consisting of five staves, starting with the section header 'Article 3937'. The notation includes various rhythmic values and markings.



A musical score system consisting of five staves, continuing the notation from the previous system.



A musical score system consisting of five staves, continuing the notation from the previous system.



A musical score system consisting of five staves, continuing the notation from the previous system.

**Article 40**

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**Article 41**

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**Article 4238**

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**Article 39**

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**Article 4340**

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**Chapter 58 Supplementary Provisions**

**Article 4441**

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Flat Glass Group Co., Ltd. 2023

Flat Glass Group Co., Ltd.  
Ruan Hongliang  
Chairman

2023

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

Notes:

1. 2023

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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 2023 SECOND H SHARE CLASS MEETING

NOTICE IS HEREBY GIVEN

2023  
Company-) 230, 2023  
2023

### SPECIAL RESOLUTIONS

1. 2023
2. 2023

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# NOTICE OF THE 2023 SECOND H SHARE CLASS MEETING

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Notes:

1. The meeting will be held on Tuesday, June 20, 2023 at 10:00 a.m. Eastern Standard Time (EST) at the offices of the Company, 11000 Westpark Drive, Suite 100, Dallas, Texas 75243. The meeting will be held in a virtual format and will be accessible to all H Share Class members. A link to the virtual meeting will be provided to all H Share Class members by email on or before June 15, 2023.
2. The meeting will be held in a virtual format and will be accessible to all H Share Class members. A link to the virtual meeting will be provided to all H Share Class members by email on or before June 15, 2023.
3. The meeting will be held in a virtual format and will be accessible to all H Share Class members. A link to the virtual meeting will be provided to all H Share Class members by email on or before June 15, 2023.
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