

If you are in any doubt as to whether you should report the above, please contact your local tax authority. If you are a UK resident, please contact HM Revenue & Customs, Helpline 0300 200 3300.

If you have sold or transferred any assets, please contact your local tax authority. If you are a UK resident, please contact HM Revenue & Customs, Helpline 0300 200 3300. <sup>60</sup>

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# DEFINITIONS

I 'i c i l a , ' e f l i g e , e , i , , h a l l h a e ' e f l i g e a i g , l e , ' e c ' ' e i e , ' e i e :

2023 A  $\frac{2}{S}$  - , 2 A  $\frac{2}{S}$  , A , , 959 , J , Z , 22 2023 ( ) , 2023 %

2023 - 2023 A  $\frac{2}{S}$  - 2023 H  $\frac{2}{S}$  -

2023 - 2023 2:30 22 2023 , 2 , A , , 959 , J , Z ,

2023 H  $\frac{2}{S}$  - H  $\frac{2}{S}$  , 2 A , , 959 , J , Z , 22 2023 ( ) , 2023 A  $\frac{2}{S}$  - , %

A  $\frac{2}{S}$  ( ) - % % ( ) -  $\frac{2}{S}$  -  $\frac{2}{S}$  k

A , A - ( )

福萊特玻璃集團股份有限公司 ( , .\*) , k H  $\frac{2}{S}$  A  $\frac{2}{S}$  % H  $\frac{2}{S}$  k  $\frac{2}{S}$  -  $\frac{2}{S}$  k ,

% - %

$\frac{2}{S}$  -  $\frac{2}{S}$  -

( ) - ( )

# DEFINITIONS

$H_{\frac{2}{S}} \dots ( ) - \dots ( ) - \dots \%$   
 $\dots 0.25 \dots \%$   
 $\frac{2}{S} k \dots ( \dots k : 6865 )$

$H_{\frac{2}{S}} \dots ( ) - \dots ( ) \dots H_{\frac{2}{S}} \dots ( )$   
 $H \dots - \dots H \dots \frac{2}{S} \dots A \dots$

$H \dots \frac{2}{S} k \dots - \dots \frac{2}{S} k \dots H \dots$

27 2023,

$\dots H \dots \frac{2}{S} \dots \frac{2}{S} k$

$\dots H \dots \%$   
 $A \dots \frac{2}{S} \dots \%$

$A \dots A A - \dots A \dots A$   
 $\dots A \frac{2}{S} \dots A$   
 $\frac{2}{S} \dots$

$\dots \%$

$\frac{2}{S} A - \dots \frac{2}{S} A \dots$

$\frac{2}{S} - \dots \frac{2}{S} \dots ( \dots 571 \dots \%$   
 $\dots H \dots )$

$\frac{2}{S} - \frac{2}{S} k - \dots \frac{2}{S} - \frac{2}{S} k \dots ( \text{上海證券交易所} )$

$\frac{2}{S} \dots ( ) - \dots A \frac{2}{S} \dots ( ) \dots H \frac{2}{S} \dots ( )$

$\frac{2}{S} \dots ( ) - \dots ( ) \dots \frac{2}{S} \dots ( )$

$\% - \dots$

\* Fidei significat, e l

LETTER FROM THE BOARD



福萊特玻璃集團股份有限公司

Flat Glass Group Co., Ltd.

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

(Stock code: 6865)

Executives and Directors:

- Chairman: ... H ... (Chairman)
... J ...
... Z ...
... S ...

Independent Non-executives and Directors:

- ... H ...

Registered office, head office, and

principal place of business in the PRC:
1999 ...
Z ...

Principal place of business in Hong Kong:

6, 11/F, ...
... S ...
H

4 ... 2023

The Shareholder,

- (1) PROPOSED GRANT OF GENERAL MANDATE TO THE BOARD TO REPURCHASE H SHARES
(2) PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION
(3) NOTICE OF THE 2023 THIRD EGM AND
(4) NOTICE OF THE 2023 THIRD H SHARE CLASS MEETING

I. INTRODUCTION

... (c) ... A ... A ... ;
... 2023 ... 2023 ... H S ...

# LETTER FROM THE BOARD

## II. PROPOSED GRANT OF GENERAL MANDATE TO THE BOARD TO REPURCHASE H SHARES

On 30 June 2023, the Board of Directors of the Company (the "Board") has resolved to grant a general mandate to the Board to repurchase H Shares of the Company (the "General Mandate").

The General Mandate is subject to the following conditions:

- The total number of H Shares repurchased shall not exceed 2.5% of the total number of H Shares in issue as at the end of 2023.
- The repurchase shall be carried out in accordance with the provisions of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) and the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and the Rules Governing the Listing of Securities (the "Listing Rules") of the Securities and Futures Commission of Hong Kong.
- The repurchase shall be carried out in accordance with the provisions of the General Mandate and the following conditions:
  - (a) The repurchase shall be carried out in accordance with the provisions of the General Mandate and the following conditions;
  - (b) The repurchase shall be carried out in accordance with the provisions of the General Mandate and the following conditions;
  - (c) The repurchase shall be carried out in accordance with the provisions of the General Mandate and the following conditions;
  - (d) The repurchase shall be carried out in accordance with the provisions of the General Mandate and the following conditions;

31 June 2023;



A 27 2023, .  
A A A %  
2023 H  
A A A 2023  
2  
S

A A A  
2023 2  
S  
A A  
A A. % k %  
2  
S

% 2023

---

# LETTER FROM THE BOARD

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2023  
/ 2023 H 2 S ( ), H 2 S  
2023, 19 2023, 22 2023,  
H 2 S H 2 S H 2 S  
H 2 S H 2 S H 2 S  
2023 2023 H 2 S 2023  
H 2 S H 2 S H 2 S  
2 17/, 16 H  
H 4:30, 18 2023. H 2 S  
2023 2023 H 2 S  
2023 H 2 S H 2 S  
2 17/, 16 H  
24 2023  
2023 H 2 S ( ).  
2023 H 2 S ( )  
2023 H 2 S

## V. RECOMMENDATION

( )  
2023 2023 H 2 S  
2 S A 2023  
2023 2023 H 2 S  
2 S H 2 S

Flat Glass Gro p Co., Ltd.  
R an Hongliang  
Chai a

I acc da ce i' Li' g R le, i a, e di, e e, a, e e, la d' e' e', ide i' e i' i' f d' ea, abl ece, a ' e able ' ake a i f ed deci, i h'e' e' f' agai, e, ecial e, l' ' be, , ed d' e 2023 Thi d EGM a d' e 2023 Thi d Cla, Me'e' g, f' e g a' f Ge e al Ma d' e' B a d' e, cha, e H Sha e, .

REASONS FOR REPURCHASING H SHARES

2 S  
H 2 S  
2 S  
2 S  
2 S  
2 S  
2 S  
2 S

REGISTERED CAPITAL

A 450,000,000 H 2 S 0.25 587,830,940.5, 1,901,323,762 A 2 S

EXERCISE OF THE GENERAL MANDATE

2 S  
H 2 S  
2023 2023  
( )  
31 2023; ( )  
k ( ) 2A /  
/

5% H 2 S k H 2 S k

( 450,000,000 H 2 S  
H 2 S 2023 2023 )  
45,000,000 H 2 S 10% H 2 S  
( )

FUNDING OF H SHARES REPURCHASES

As at 31 December 2022, the Group had repurchased H Shares of approximately 1,000,000 shares, which were funded by the Group's cash resources and bank borrowings.

GENERAL

The Group's cash resources and bank borrowings were used to fund the repurchase of H Shares. The Group's cash resources and bank borrowings were used to fund the repurchase of H Shares. The Group's cash resources and bank borrowings were used to fund the repurchase of H Shares.

H SHARES PRICES

	Highest Price HK\$	Lowest Price HK\$
<b>2022</b>		
1 January	23.61	17.82
31 December	20.76	17.12
<b>2023</b>		
1 January	25.27	17.59
31 March	25.57	20.02
30 June	23.07	18.55
30 September	23.07	20.22
31 December	25.08	20.61
1 January	27.24	21.05
31 March	26.99	21.84
30 June	23.95	18.33
30 September	19.63	15.96
31 December	17.71	12.74
Weighted average (excluding the above)	16.28	13.24

SHARE REPURCHASE MADE BY THE COMPANY

2/5 (100%) H 2/5 k (100%).

DISCLOSURE OF INTERESTS

2/5 2/5  
k A 2/5 2/5 k

A ( ) H 439,358,400 A 2/5  
485,000 H 2/5 ; ( ) J J 324,081,600 A 2/5 111,000 H  
2/5 ; ( ) Z 350,532,000 A 2/5 1,316,000 H 2/5 ; ( )  
Z 4,800,000 A 2/5 (100%)  
47.66%

(100%) H 2/5 (100%)  
2023 2023 H  
J J Z Z (100%)  
19 2/5 2016 ( )  
(100%) (100%) 48.59%.

(100%) (100%) k / (100%) (100%) k 2/5  
H 2/5 k (100%) (100%) k 2/5  
8.08 (100%)

k (100%)  
( ) H 2/5  
2/5

( ) H 2/5  
k H 2/5  
2/5

..... A ..... A A ..... % :

Before amendment	After amendment
<p><b>Article 17</b>                      2,146,893,254 .....                      ..... 2,146,893,254                      ..... 1,696,893,254                      ..... (A .....), .....                      79.04% .....                      450,000,000 ..... (H                      .....), ..... 20.96% .....                      .....</p>	<p><b>Article 17</b>  <b>2,351,323,762</b> .....                      ..... <b>2,351,323,762</b>                      ..... <b>1,901,323,762</b>                      ..... (A .....), .....  <b>80.86%</b> .....                      450,000,000 ..... (H                      .....), ..... <b>19.14%</b> .....                      .....</p>
<p><b>Article 21</b>                      ✱ 536,723,313.50.                      .....                      ..... A, .....                      .....</p>	<p><b>Article 21</b>                      ✱ <b>587,830,940.50.</b>                      .....                      ..... A, .....                      .....</p>

# NOTICE OF THE 2023 THIRD EGM

H g K g E cha ge, a d Clea i g Li i d a d' e S ck E cha ge f H g K g Li i d' ke  
e, , ibili f ' e c ' f' i, ' ce, ake e, e, e' a, ' i acc ac  
c , lé e, a d e, e, l di clai a liabili h a e e f a l, h , e e a i i g f i  
elia ce , ' e h le a , a' f' e c ' f' i, ' ce.



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

(a j i' ck c , a i c , á di ' e Pe , le, Re, blic f Chi a i li i d liabi i)  
(Stock code: 6865)

### NOTICE OF THE 2023 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN 2023 ( 2023  
Third EGM ) ( Company ) 2:30 , 22  
2023 , 2 , A. ,  
959 , , J , Z  
( Circular ) 4 2023:

2  
S 1.

H 2  
S  
( )  
H 2  
S :

( ) H 2  
S 10%  
H 2  
S 2023  
2  
S 105%  
H 2  
S  
H 2  
S k

( ) ( )  
S ):

( ) H 2  
S ;

( ) k S ;

# NOTICE OF THE 2023 THIRD EGM

(一) 审议《2023年第三季度报告》全文及摘要；

(二) 审议《2023年第三季度报告》全文及摘要；

(三) 审议《2023年第三季度报告》全文及摘要，**Relevant Period** 2023年10月1日至2023年10月31日；

(四) 审议《2023年第三季度报告》全文及摘要；

(五) 审议《2023年第三季度报告》全文及摘要；

2/5 2.

2/5 3.

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

J, Z  
4 2023

A, d'he e f, e ec' e Di e', a e M. R a H gliag, M, Jia g Ji h a, M, R a Ze, M. Wei Ye h g a d M. She Qif, a d' e i de, e de' -e ec' e Di e', a e M, X Pa, M, H a F la a d M, Ng Ya K e Ca e.

N° :

1.  $\frac{2}{S}$  , 19 2023 , 22 2023 ( ) , 2023  
 $\frac{2}{S}$  , 17/ , 16 H , H ( H  $\frac{2}{S}$  ) ,  
4:30 , 18 2023. H  $\frac{2}{S}$   $\frac{2}{S}$   
 , 18 2023 2023  
A  $\frac{2}{S}$   $\frac{2}{S}$  2023

H g K g E cha ge, a d Clea i g Li i d a d' e S ck E cha ge f H g K g Li i d' ke  
 e, ,ibili f' e c' f' i, 'ce, ake e, e' a, ' i acc ac  
 c ,lé e, a d e, e, l di clai a liabili há e e f a l, h , e e a i i g f i  
 elia ce , ' e h le a , a' f' e c' f' i, 'ce.



福萊特玻璃集團股份有限公司

Flat Glass Gro p Co., Ltd.

(a j i' ck c , a i c , á di' e Pe , le' Re, blic f Chi a i li i d liabili)

(Stock code: 6865)

**NOTICE OF THE 2023 THIRD H SHARE CLASS MEETING**

NOTICE IS HEREBY GIVEN 2023 H 2  
 ( Company ) 2:30 , 22 2023  
 , A. 959  
 Z  
 ( Circ lar )  
 4 2023:

**SPECIAL RESOLUTION**

1. H 2  
 ( ) , H 2 H 2 :

(一) 截至 2023 年 12 月 31 日止，本公司及附属公司之综合损益表如下：

(二) 截至 2023 年 12 月 31 日止，本公司及附属公司之综合现金流量表如下：

(三) 截至 2023 年 12 月 31 日止，本公司及附属公司之综合资产负债表如下：

(四) 截至 2023 年 12 月 31 日止，本公司及附属公司之综合权益变动表如下：

(五) 截至 2023 年 12 月 31 日止，本公司及附属公司之综合财务比率如下：

Flat Glass Group Co., Ltd.  
Ruan Hongliang  
Chairman

于 2024 年 1 月 18 日，在  
2023 年 12 月 31 日

本人，即主席，代表本公司及附属公司之董事，确认上述综合财务报表之编制符合香港会计准则，并符合《证券及期货条例》及《上市规则》之披露规定。

本人：

1. 本人，即主席，代表本公司及附属公司之董事，确认上述综合财务报表之编制符合香港会计准则，并符合《证券及期货条例》及《上市规则》之披露规定。

5.  $A \begin{matrix} H \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$   $\begin{matrix} \text{H} \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$  2023  $\begin{matrix} H \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$   $\begin{matrix} H \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$   
 $\begin{matrix} H \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$  2023  $\begin{matrix} H \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$  (\*)  
( )

6.  $\begin{matrix} 2 \\ S \end{matrix}$   $\begin{matrix} \text{H} \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$   $\begin{matrix} \text{H} \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$

7.  $\begin{matrix} \text{H} \\ S \end{matrix} \begin{matrix} 2 \\ 2 \end{matrix}$  , 19 2023 , 22 2023  
( )

8. 1999 2023