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If you are in any doubt as to the contents of this circular, please contact your stockbroker or the issuer of the securities, or the issuer's public relations department.

If you have sold or transferred all your shares in the Company, please contact your stockbroker or the issuer of the securities, or the issuer's public relations department.

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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

Notice concerning the AGM will be held on the 2nd Floor, Conference Room, Address: Block G, Fa Ga G Co., Ltd., 959 Yuhong Road, Xuzhou District, Jiangsu Province, the People's Republic of China, at 2:00 p.m. on Tuesday, 6 June 2023. The page number is 67-69 of this circular.

Please refer to the AGM announcement of this circular. If you have any questions, please contact the issuer of the securities, or the issuer's public relations department. The issuer's H share registrar is Hong Kong, TCI Securities Limited, 17/F, Fa Fa Fa Ce Ce, 16 Hachun Road, Hong Kong (if H Shareholder), the issuer's registered office in the PRC is 1999 Yuhong Road, Xuzhou District, Jiangsu Province, the People's Republic of China (if A Shareholder). The issuer's website is www.flatglass.com. The issuer's telephone number is 86-516-88888888. The issuer's fax number is 86-516-88888888.

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DEFINITIONS

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

A Share(s)	Registered shares of the Company which are denominated in RMB and traded on the Shanghai Stock Exchange
AGM	the annual general meeting of the Company held on 22nd February, 2023, at the Board Room, Fa Ga G Glass Co., Ltd., 959 Yuhang Road, Xuzhou District, Jiangsu Province, PRC, at 2:00 pm on Tuesday, 6 June 2023, as advertised hereof
Articles of Association	the articles of association of the Company (as amended from time to time)
Board	the board of directors of the Company
Company	福萊特玻璃集團股份有限公司 (Fa Ga G Glass Co., Ltd.), a company incorporated in the PRC with limited liability, the H Shares and A Shares of which are listed on the Shanghai Stock Exchange and Shanghai Stock Exchange, respectively
Company Law	the Company Law of the PRC
CSRC	China Securities Regulatory Commission
Director	the director of the Company
H Share(s)	denominated in Hong Kong dollars of the Company which are denominated in RMB0.25 each, which are listed on the Hong Kong Stock Exchange and traded on the Shanghai Stock Exchange (Listing Code: 6865)
H Shareholder	holder(s) of H Shares
HK\$	Hong Kong dollars, the official currency of Hong Kong
Hong Kong	the Hong Kong Special Administrative Region of the PRC
Listing Rules	the Rules Governing the Listing of Securities on the Shanghai Stock Exchange of Hong Kong Limited
PRC	the People's Republic of China, for the purposes of this circular, including Hong Kong, the Macao Special Administrative Region and Taiwan

DEFINITIONS

P	ed A c e A. e d. e	he ed a. e d. e he A c e f A c a a ed b he B a d 6 Feb a 2023, bec Sha eh de ' a a a he AGM, he de a f h ch a e e A e d. I P ed A. e d. e he A c e f A c a h c c a
PV		h a c
RMB	Re . b	Re . b , he f c e c f he PRC
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Sha e()		he A Sha e() a d he H Sha e()
Sha eh de ()		he h de () f he Sha e() f he C . a
S c E.cha ge		The S c E.cha ge f H g K g L . ed
S e ()		he e () f he C . a
S e C . . ee		he e c . . ee f he C . a
%		e ce

Certain amounts and percentage figures set out in this circular have been subject to rounding adjustments. Accordingly, figures shown as total in certain tables and the currency conversion or percentage equivalents may not be an arithmetic sum of such figures.

Reference to the singular number includes references to the plural and vice versa and references to one gender include every gender.

English names of Chinese entities marked with “” are translations of their Chinese names and are included in this circular for identification purpose only, and should not be regarded as their official English translation. In the event of any inconsistency, the Chinese names prevails.*



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:

M . R a H g a g (*Chairman*)

M . J a g J h a

M . W e Y e z h g

M . S h e Q f

Independent non-executive Directors:

LETTER FROM THE BOARD

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

I de . ee hef a ca eed f he d a b e ac e a d e . e a f he C . a , ed ha he C . a a d b d a e a f a ca f c . e ced fac e f e .ceed g RMB18 b (bec he . ac a a ed b ch f a ca) 2023. D g he a d e d f he a h za , he ced fac e . a be a ed a e g ba . The C . a a d b d a e de c e d g g a a ee f he c . e ced fac e h he ab e- e ed . acc da ce h he ced e e e f each f a ca .

I acc da ce h 6.1.10 f he R e G e g he L g f S c Sha gha S c E.cha ge, he f g a a ee be ded ha be ed a he AGM f he Sha eh de c de a d, f h gh f , be a ed b a fa eca e .

I de . e he eff c e c a d . e ha d e hef a c g b e , a e be ed a he AGM f he Sha eh de c de a d, f h gh f , a h ze he cha . a a d a h zed e g a ega d c . e c d g c ac , agee . e , a d che e a ed a ced fac e h he ab e- e ed ced . , he a d ec . c e b a g he ef . ha be b eb he C . a . The a d e d f he e f a ed b he Sha eh de a he AGM, ha be f . he da e f e a ed a he AGM he da e f he e . a a ge e a . ee g f he C . a .

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

The da e a ed a a ac be ee he C . a a d e e a e a ed a e e ea g aff d . e , fac b d g , e . a be h a d acce a ce f g c e ce a d ga e ce ded b e e a e a ed a e . a f he d a d c a d e a eed f he C . a .

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
Leasing facilities	Yhe Investment Co., Ltd. (義和投資有限公司)	901.66	901.66	
Leasing	Fengyang Hongding Port Services Co., Ltd. (鳳陽鴻鼎港務有限公司)	180.00	180.00	
Acceptance of goods	Jiang Kaihong Food Supply Chain Management Co., Ltd. (嘉興凱鴻福萊特供應鏈管理有限公司)	35,000.00	29,712.19	difference caused by the difference between the actual and estimated amount
Acceptance of gas	Jiangxi Gas Group Co., Ltd. (嘉興市燃氣集團股份有限公司)	50,000.00	33,733.05	difference caused by the difference between the actual and estimated amount
Total		<u>86,081.66</u>	<u>64,526.90</u>	

Notes:

- The data is based on the actual data added, and the difference between the actual and estimated amount is due to the difference between the actual and estimated amount.
- The difference between the actual and estimated amount is due to the difference between the actual and estimated amount.

The ce f he C . a ' ea g f aff d . e , fac b d g , e . a be h a d
acce a ce f ga e ce ded b ee a e a ed a e de e . ed h efe e ce
he e a g . a e ce . The c g . e h d f he C . a acce g c e ce ded
b e a ed a e he a e a ha f he C . a acce g c e ce ded b he
g c e ce de . The c g c e f e a ed a a ac be ee he C . a
a d he ab e e a ed a e a e ba ed he c e f fa e a d , a d he e e a age e . e
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c ea e de e de ce e a ed a a a e f ch a ac .

The ab e e a ed a a ac d c e a c e ced a ac de Cha e
14A f he L g R e .

IV. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Refe e ce . ade he a ce . e f he C . a da ed 6 Feb a 2023 e a he
P ed A c e A . e d . e .

LETTER FROM THE BOARD

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

The Board has received a request from the Chairman, the Board and the Referee of Geza Meeting. Please refer to the attached document.

The attached document is the Referee of Geza Meeting. It is proposed to be adopted by the Board in the EGM.

The Referee of Geza Meeting is proposed to be adopted by the Board, effective from the date of the EGM, in the Referee of Geza Meeting. The Chairman, the Board and the Referee of Geza Meeting are proposed to be adopted by the Board, effective from the date of the EGM. The Board is proposed to be adopted by the Board, effective from the date of the EGM. The Board is proposed to be adopted by the Board, effective from the date of the EGM.

VI. THE AGM

The AGM will be held on the 2nd Floor, Conference Room, Address: Bdg, FaGaG, Cd. 959Y, the Road, Xinhai District, Jiangsu, Zhejiang Province, the PRC, at 2:00 p.m. on Wednesday, June 6, 2023, at the age 67-69.

Paragraph 13.39(4) of the Rules, as amended by the Shareholders Meeting, is proposed to be adopted. Accordingly, it is proposed to be adopted by the AGM.

The following are the details of the AGM: the H Shareholders Meeting will be held on Wednesday, June 6, 2023 (Wednesday), at the address of the H Shareholders Meeting, effective from the date of the H Shareholders Meeting. The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM. The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM. The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM.

The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM. The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM. The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM. The H Shareholders Meeting will be held on Wednesday, June 6, 2023 at the address of the AGM.

LETTER FROM THE BOARD

VII. RECOMMENDATION

The Board (including the independent Director) considers that the proposed amendments to the Articles of Association and the Memorandum of Association of Flat Glass Group Co., Ltd. are in the best interests of the Company and its shareholders and are recommended for adoption at the AGM.

Yao Hongliang
Chairman of the Board
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

Original Articles	Proposed Amendments
<p>The Company is incorporated in the People's Republic of China under the PRC Company Law, and its registered office is located at [redacted].</p> <p>The Company was established on December 29, 2005 by [redacted] under the Company Law of the People's Republic of China. The Company is a limited liability company registered in the State Administration of Market Regulation. The Company's business scope is: [redacted].</p> <p>The Company's registered capital is RMB 913300007044053729.</p>	<p>The Company is incorporated in the People's Republic of China under the PRC Company Law, and its registered office is located at [redacted].</p> <p>The Company was established on December 29, 2005 by [redacted] under the Company Law of the People's Republic of China. The Company is a limited liability company registered in the State Administration of Market Regulation. The Company's business scope is: [redacted].</p> <p>The Company's registered capital is RMB 913300007044053729.</p>
<p>Article 6 The Articles of Association shall become effective 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> <p>Upon the effective day of the Articles of Association, the Articles of Association shall become effective 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>	<p>Article 6 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> <p>Upon the effective day of the Articles of Association, the Articles of Association shall become effective 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>Article 7 The A ce f A ca ha a be ega b d g he C . a a d ha eh de , d ec , e , ge e a . a age a d he e . a age. e , h ha ha e he gh . a e a ca. a d ega d g he C . a ' affa acc da ce h he A ce f A ca . (MP7)</p> <p>W h a f he eg a a ec bed A ce 205 f he A ce f A ca , a he A ce f A ca , ha eh de . a e ac aga he C . a , he ha eh de a d he C . a ' d ec , e , ge e a . a age a d he e . a age. e ; a d a he A ce f A ca , he C . a . a e ac aga he ha eh de . The he e . a age. e a a ed he e f efe he C . a ' de ge e a . a age , Sec e a he b a d f d ec , Ch e f F a c a O f f c e a d he e . a age. e a ed b he b a d f d ec .</p> <p>The ac , a efe ed he eced g a ag a h, c de he . a g f ega ceed g h a c f g h a a b a a h f a b a .</p>	<p>Article 7 The A ce f A ca ha a be ega b d g he C . a a d ha eh de , d ec , e , president a d he e . a age. e , h ha ha e he gh . a e a ca. a d ega d g he C . a ' affa acc da ce h he A ce f A ca .</p> <p>P a he A ce f A ca , ha eh de . a e ac aga he C . a , he ha eh de and the Company's directors, supervisors, president and other senior management; a d a he A ce f A ca , he C . a . a e ac aga he ha eh de , d ec , e , president a d he e . a age. e . The he e . a age. e a a ed he e f efe he C . a ' deputy president, Sec e a he b a d f d ec , Ch e f F a c a O f f c e a d he e . a age. e a ed b he b a d f d ec .</p> <p>The ac , a efe ed he eced g a ag a h, c de he . a g f ega ceed g h a c f g h a a b a a h f a b a . (MP7)</p>
<p>(Adding Article 9)</p>	<p>Article 9 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>Article 21 The C . a . a c e a e c a a a a he eed f e a a d de e . e a d acc da ce h he , ad. a e eg a , de a . e a e , g e f he ace h e e he c a e aded a d ba ed he A c e f A c a . (MP20)</p>	<p>Article 22 The C . a . a c e a e c a a a a he eed f e a a d de e . e a d acc da ce h he , ad. a e eg a , de a . e a e , g e f he ace h e e he c a e aded a d ba ed he A c e f A c a . (MP20)</p>
<p>The C . a . a c e a e c a a b :</p>	<p>The C . a . a c e a e c a a b :</p>
<p>I a ce f h e b he C . a ha be bec a a a e c f e d he A c e f A c a a d f h e ced e e c f e d he e e a a d a d . a e e g a f he P R C a d he ace f g f he ha e f he C . a .</p>	<p>I a ce f h e b he C . a ha be bec a a a e c f e d he A c e f A c a a d f h e ced e e c f e d he e e a a d a d . a e e g a f he P R C a d he ace f g f he ha e f he C . a .</p>
<p>The C . a ha e g e he cha ge f eg e ed ca a a f e a ca a c e a e ed c h he d a a d c . e c a ad. a a h a d . a e a a ce. e he e f.</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>The C . a ha e g e he cha ge f eg e ed ca a a f e a ca a c e a e ed c h he Market Regulation authority a d . a e a a ce. e he e f.</p>

Original Articles	Proposed Amendments
<p>Article 23 When a director, employee or agent of the Company has 5% of the shares of the Company held by him or his wife, child, or other person, he shall not be eligible for election as a director of the Company. The Board of Directors of the Company shall have the right to elect a director in place of a director who is ineligible for election as a director of the Company. The Board of Directors of the Company shall have the right to elect a director in place of a director who is ineligible for election as a director of the Company.</p> <p>When the Board of Directors of the Company fails to elect a director in place of a director who is ineligible for election as a director of the Company, the Board of Directors shall bear joint liability.</p>	<p>Article 24 When a director, employee or agent of the Company has 5% of the shares of the Company held by him or his wife, child, or other person, he shall not be eligible for election as a director of the Company. The Board of Directors of the Company shall have the right to elect a director in place of a director who is ineligible for election as a director of the Company. The Board of Directors of the Company shall have the right to elect a director in place of a director who is ineligible for election as a director of the Company.</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>When the Board of Directors of the Company fails to elect a director in place of a director who is ineligible for election as a director of the Company, the Board of Directors shall bear joint liability.</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>Article 26 The Company shall, at the request of the shareholders, by a special resolution, purchase its own shares, except in one of the following situations:</p> <p>(I) Where the shares have been purchased by the Company from the market;</p> <p>(VII) In accordance with laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP24)</p>	<p>Article 27 The Company shall not repurchase its own shares, except in one of the following situations:</p> <p>(I) Where the shares have been purchased by the Company from the market;</p> <p>(VII) In accordance with laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP24)</p> <p>The Company shall purchase its issued shares in accordance with laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP24)</p>
<p>Article 27 The Company shall purchase its own shares in any of the following situations:</p> <p>(I) In accordance with laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP25)</p> <p>(II) By way of a share repurchase plan;</p> <p>(III) By way of a share repurchase agreement;</p> <p>(IV) Otherwise as provided by laws, administrative regulations and the CSRC.</p> <p>Where the Company purchases its own shares in accordance with (III), (V) & (VI) of Article 26 of the Articles of Association, the shares shall be purchased by the Company in accordance with the relevant laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP25)</p>	<p>Article 28 The Company shall purchase its own shares in any of the following situations:</p> <p>(I) In accordance with laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP25)</p> <p>(II) By way of a share repurchase plan;</p> <p>(III) By way of a share repurchase agreement;</p> <p>(IV) Otherwise as provided by laws, administrative regulations and the CSRC.</p> <p>Where the Company purchases its own shares in accordance with (III), (V) & (VI) of Article 27 of the Articles of Association, the shares shall be purchased by the Company in accordance with the relevant laws, administrative regulations, departmental rules, the listing rules of the stock exchanges on which the shares of the Company are listed and the Articles of Association. (MP25)</p>

Original Articles	Proposed Amendments
<p>Article 29 Re-cha e f he C . a ' ha e f ea e (I) (II) f A ce 26 f he A ce f A ca ha be bec e a a ge ea . ee g. Whe e he C . a e cha e ha e de he c c . a ce a . e ed (III), (V) & (VI) f A ce 26 f he A ce f A ca , he e cha e ha be e ed b . e ha V -h d f he d ec e e a a b a d . ee g.</p> <p>(MP27)</p>	<p>Article 30 Re-cha e f he C . a ' ha e f ea e (I) (II) f Article 27 f he A ce f A ca ha be bec e a a ge ea . ee g. Whe e he C . a e cha e ha e de he c c . a ce a . e ed (III), (V) & (VI) f Article 27 f he A ce f A ca , he e cha e ha be e ed b . e ha V -h d f he d ec e e a a b a d . ee g.</p> <p>(MP27)</p>

Original Articles	Proposed Amendments
<p>Article 51 The d a ha eh de f he C . a ha be e ed he f V g gh : (MP45)</p> <p>(V) The ha eh de ha ha e he gh ba ee a f . a acc da ce V h he V , ad . a e eg a a d he A ce f A ca d gV e d c . e V h e ec he ca f ha e he d he C . a a d . be f ha e he da d a fe e f ca f he a f he ha eh de b he C . a , c d g:</p> <p>1. Ob a g a c f he A ce f A ca a . e f d c c ;</p> <p>2. Be g e ed acce a d c a . e f ea ab ee . e e ;</p> <p>(1) C e f a ha eh de ' eg e ;</p> <p>(2) Pe a f . a f he C . a ' d ec , e , . a age a d he e . a age . e , c d g:</p> <p>(3) Re f a f he ed ha e ca a f he C . a ;</p> <p>(4) Re f he a a a e , . be f ha e , a d he h ghe a d V e ce f each ca f ha e e cha ed b he C . a ce he a f ca ea , a d he a e . e e ad b he C . a f h e ;</p>	<p>Article 52 The d a ha eh de f he C . a ha be e ed he f V g gh : (MP45)</p> <p>(V) The ha eh de ha ha e he gh ba ee a f . a acc da ce V h he V , ad . a e eg a a d he A ce f A ca d gV e d c . e V h e ec he ca f ha e he d he C . a a d . be f ha e he da d a fe e f ca f he a f he ha eh de b he C . a , c d g:</p> <p>1. Ob a g a c f he A ce f A ca a . e f d c c ;</p> <p>2. Be g e ed acce a d c a . e f ea ab ee . e e ;</p> <p>(1) C e f a ha eh de ' eg e ;</p> <p>(2) Pe a f . a f he C . a ' d ec , e , . a age a d he e president a d he e . a age . e , c d g:</p> <p>(3) Re f a f he ed ha e ca a f he C . a ;</p> <p>(4) Re f he a a a e , . be f ha e , a d he h ghe a d V e ce f each ca f ha e e cha ed b he C . a ce he a f ca ea , a d he a e . e e ad b he C . a f h e ;</p>

Original Articles	Proposed Amendments
<p>(5) C e f f c a e b d ;</p> <p>(6) The a e a d e d f a c a a e . e f h e C . a , a d h e e f h e b a d f d e c , a d a d b a d f e ;</p> <p>(7) C f h e a e a a e c e f e d h h e d a d c . . e c e a h f Ch a h e c . e e a h e ; a d</p> <p>(8) M e f h e g e e a . e e g (f e c f h a e h d e).</p>	<p>(5) C e f f c a e b d ;</p> <p>(6) The a e a d e d f a c a a e . e f h e C . a , a d h e e f h e b a d f d e c , a d a d b a d f e ;</p> <p>(7) C f h e a e a a e c e f e d h h e d a d c . . e c e a h f Ch a h e c . e e a h e ; a d</p> <p>(8) M e f h e g e e a . e e g (f e c f h a e h d e).</p>
<p>(Adding Article 54)</p>	<p>Article 54 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>Article 55 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
(Adding Article 56)	Article 56 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>Article 59 A ge e a . ee g ha e.e.c e he f √ g f c a d √ e : (MP50)</p> <p>(XIV) T c de a d a e he g a a ee . a e a e c bed A ce 60;</p> <p>(XV) T e.a. e he C . a ’ cha e d a f . a a e √ h e ea a a . e.cceed g 30% f he a a e f he C . a ;</p> <p>(XVI) T e.a. e a d a e cha ge he e f ceed ;</p> <p>(XVII) T e.a. e a d a e e ce e a ;</p> <p>(XVIII) T dec de . a e √ he e he C . a e cha e ha e de he c c . a ce a . e ed (I) & (II) f A ce 26 f he e A ce f A ca ;</p> <p>(XIX) T e.a. e he . a e √ h ch e ha be . ade b he ha eh de ’ ge e a . ee ga e ed b he √ , ad . a e eg a a d he A ce f A ca ;</p>	<p>Article 63 A ge e a . ee g ha e.e.c e he f √ g f c a d √ e : (MP50)</p> <p>(XIV) T c de a d a e he g a a ee . a e a e c bed Article 64;</p> <p>(XV) T e.a. e he C . a ’ cha e d a f . a a e √ h e ea a a . e.cceed g 30% f he a a e f he C . a ;</p> <p>(XVI) T e.a. e a d a e cha ge he e f ceed ;</p> <p>(XVII) T e.a. e a d a e e ce e a and employee shareholding plan;</p> <p>(XVIII) T dec de . a e √ he e he C . a e cha e ha e de he c c . a ce a . e ed (I) & (II) f Article 27 f he e A ce f A ca ;</p> <p>(XIX) T e.a. e he . a e √ h ch e ha be . ade b he ha eh de ’ ge e a . ee ga e ed b he √ , ad . a e eg a , departmental rules a d he A ce f A ca ;</p>

Original Articles	Proposed Amendments
<p>Article 60 The following guarantee shall be provided by the Company to the shareholders:</p>	<p>Article 64 The following guarantee shall be provided by the Company to the shareholders:</p>
<p>(I) A guarantee shall be provided after the annual general meeting of the Company to the shareholders who have applied for the loan;</p>	<p>(I) A guarantee shall be provided after the annual general meeting of the Company to the shareholders who have applied for the loan;</p>
<p>(II) A guarantee shall be provided for the shareholders who have applied for the loan;</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>(III) A guarantee shall be provided for the shareholders who have applied for the loan;</p>	<p>(III) A guarantee shall be provided for the shareholders who have applied for the loan;</p>
<p>(IV) A guarantee shall not exceed 30% of the total assets of the Company.</p>	<p>(IV) A guarantee shall be provided for the shareholders who have applied for the loan;</p>
<p>(V) A guarantee shall not exceed 50% of the total assets of the Company.</p>	<p>(V) A guarantee shall not exceed 30% of the total assets of the Company.</p>
<p>(VI) A guarantee shall be provided to shareholders, de facto controllers and their connected parties.</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>Article 61 The C . a . a e e a c ac ¶ h a e he ha a d ec , e , a age he e e.ec e ha e a a g fca a f he C . a ' b e he ca e f he ad e , e a a b a ed b ha eh de a a ge e a . ee g b ¶ a f ec a e . (MP51)</p>	<p>Article 65 The C . a . a e e a c ac ¶ h a e he ha a d ec , e , president he e e.ec e ha e a a g fca a f he C . a ' b e he ca e f he ad e except under special circumstances such as where the Company is in a crisis. U e a a b a ed b ha eh de a a ge e a . ee g b ¶ a f ec a e . (MP51)</p>
<p>Article 62 Ge e a . ee g a e d ded a a ge e a . ee g a d e . a d a ge e a . ee g . Ge e a . ee g ha be c e ed b he b a d f d ec . A a ge e a . ee g ha be c e ed ce a ea ¶ h . . h a f e he e d f he e ced g f ca ea . (MP52)</p>	<p>Article 66 Ge e a . ee g a e d ded a a ge e a . ee g a d e . a d a ge e a . ee g . Ge e a . ee g ha be c e ed b he b a d f d ec . A a ge e a . ee g ha be c e ed ce a ea ¶ h . . h a f e he e d f he e ced g f ca ea . (MP52)</p>
<p>I a f he f ¶ g c c . a ce , he b a d f d ec ha c e e a e . a d a ge e a . ee g ¶ h ¶ . h :</p> <p>(I) Whe he . be f d ec fa h f he be e ed b he C . a La¶ e ha ¶ -h d f he . be e ed b he A ce f A ca ;</p> <p>(II) Whe he acc ed e f he C . a a . e-h d f a ha e ca a ;</p> <p>(III) Whe ha eh de () d d a h d g 10% . e f he C . a ' ed a d a d g ha e ca g g gh e e () ¶ g f he c e g f a e . a d a ge e a . ee g ;</p> <p>(IV) Whe he b a d f d ec dee . ece a he b a d f e e c e e a e . a d a ge e a . ee g ;</p> <p>(V) Whe . e ha ha f f de e de d ec e c e e he . ee g ;</p>	<p>I a f he f ¶ g c c . a ce , he b a d f d ec ha c e e a e . a d a ge e a . ee g within two months upon occurrence of such circumstance f:</p> <p>(I) Whe he . be f d ec fa h f he be e ed b he C . a La¶ e ha ¶ -h d f he . be e ed b he A ce f A ca ;</p> <p>(II) Whe he acc ed e f he C . a a . e-h d f a ha e ca a ;</p> <p>(III) Whe ha eh de () d d a h d g 10% . e f he C . a ' ed a d a d g ha e ca g g gh e e () ¶ g f he c e g f a e . a d a ge e a . ee g ;</p> <p>(IV) Whe he b a d f d ec dee . ece a he b a d f e e c e e a e . a d a ge e a . ee g ;</p>

Original Articles	Proposed Amendments
<p>(VI) In any other circumstances stipulated by the laws, administrative regulations, departmental regulations, the Listing Rules and the Articles of Association.</p> <p>The venue of the general meeting shall be held at the place specified in the notice of the general meeting. 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. A general meeting shall be held at the place specified in the notice of the general meeting. 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. A general meeting shall be held at the place specified in the notice of the general meeting.</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>The venue of the general meeting shall be held at the place specified in the notice of the general meeting. 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. A general meeting shall be held at the place specified in the notice of the general meeting.</p>
<p>Article 63 A The convener of the general meeting shall be held at the place specified in the notice of the general meeting; the venue of the physical general meeting shall be held at the place specified in the notice of the general meeting. A general meeting shall be held at the place specified in the notice of the general meeting. A general meeting shall be held at the place specified in the notice of the general meeting.</p> <p>The convener of the general meeting shall be held at the place specified in the notice of the general meeting.</p>	<p>Article 67 A The convener of the general meeting shall be held at the place specified in the notice of the general meeting; the venue of the physical general meeting shall be held at the place specified in the notice of the general meeting. A general meeting shall be held at the place specified in the notice of the general meeting.</p> <p>The convener of the general meeting shall be held at the place specified in the notice of the general meeting.</p>

Original Articles	Proposed Amendments
<p>Article 64 Notice of general meeting shall be given by the following provisions: (MP56)</p> <p>(I) In writing;</p> <p>(II) Specified in the notice, date and time of the meeting;</p> <p>(III) Same shall be decided at the meeting;</p> <p>(V) Chairman of the meeting shall read the notice, the agenda, the proposals to be considered and the effect which the proposals shall have on the financial position of the company;</p> <p>(X) The agenda shall be specified in the notice.</p>	<p>Article 68 Notice of general meeting shall be given by the following provisions: (MP56)</p> <p>(I) In writing;</p> <p>(II) Specified in the notice, date and time of the meeting;</p> <p>(III) Same shall and proposals to be considered at the meeting;</p> <p>(V) Chairman of the meeting shall read the notice, the agenda, president shall read the proposals to be considered and the effect which the proposals shall have on the financial position of the company;</p> <p>(X) The agenda shall be specified in the notice.</p> <p>(XI) Specifies the voting time and voting procedure for voting on the network or otherwise.</p>
<p>(Adding Article 71)</p>	<p>Article 71 After a notice of shareholders' general meeting is given, the shareholders' general meeting shall not be postponed or canceled, and the proposals set out in the notice of shareholders' general meeting shall not be canceled without due reason. Once the meeting is postponed or cancelled, the convener shall make an announcement and explain the reasons at least two working days prior to the scheduled meeting date.</p>

Original Articles	Proposed Amendments
<p>Article 78 Shareholders (including the holder of a share) who are entitled to exercise the voting rights attached to the shares of the Company shall be entitled to exercise the voting rights attached to the shares of the Company. Each shareholder shall have one vote. (MP65)</p>	<p>Article 83 Shareholders (including the holder of a share) who are entitled to exercise the voting rights attached to the shares of the Company shall be entitled to exercise the voting rights attached to the shares of the Company. Each shareholder shall have one vote. (MP65)</p>
<p>Where a shareholder is affected by the provisions of Article 78, the provisions of Article 78 shall apply to the shareholder. The provisions of Article 78 shall apply to the shareholder.</p>	<p>Where a shareholder is affected by the provisions of Article 83, the provisions of Article 83 shall apply to the shareholder. The provisions of Article 83 shall apply to the shareholder.</p>
<p>The Company shall have the right to purchase the shares of the Company, and such shares shall not be included in the total number of shares with voting rights at a general meeting.</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>The board of directors of the Company, the shareholders and the investor protection agencies established pursuant to laws, administrative regulations or the provisions of CSRC shall not 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 directors of the Company, the 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 not 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 When the board of directors of the Company has decided to prepare a filing at the stock exchange, the board of directors shall, at the same time, prepare a filing at the stock exchange.</p> <p>Before the board of supervisors or the board of directors of the Company has decided to prepare a filing at the stock exchange, the board of supervisors or the board of directors should submit the relevant proof to the stock exchange.</p>	<p>Article 84 When the board of directors of the Company has decided to prepare a filing at the stock exchange, the board of directors shall, at the same time, prepare a filing at the stock exchange.</p> <p>Before the board of supervisors or the board of directors of the Company has decided to prepare a filing at the stock exchange, the board of supervisors or the board of directors should submit the relevant proof to the stock exchange.</p>

Original Articles	Proposed Amendments
<p>Article 84 The fca d da e f d ec a d e ha be b. ed he ha eh de ' . ee g a a a f g. The . eh d a d ced e f . a f d ec a d e a e a f ¶ :</p> <p>(V) Whe he ha eh de . a e d ec (), de e de d ec () e (), he . a a , de a f he . a ed ca d da e , dec a a de a g f he ca d da e ha be b. ed he b a d f d ec 10 b e da bef e c e g he ge e a . ee g.</p>	<p>Article 89 The fca d da e f d ec a d e ha be b. ed he ha eh de ' . ee g a a a f g. The . eh d a d ced e f . a f d ec a d e a e a f ¶ :</p> <p>(V) Whe he ha eh de . a e d ec (), de e de d ec () e (), he . a a , de a f he . a ed ca d da e , dec a a de a g f he ca d da e ha be b. ed he b a d f d ec 10 days bef e c e g he ge e a . ee g.</p>

Original Articles	Proposed Amendments
<p>Article 86 Re f a g e e a . e e g h a b e d d e d d a e a d e c a e . (MP64)</p>	<p>Article 91 Re f a g e e a . e e g h a b e d d e d d a e a d e c a e . (MP64)</p>
<p>O d a e h a b e a e d b e e e e g . e h a h a f f g g h h e d b h a e h d e (c d g . e h e e f) e e a h e g e e a . e e g .</p>	<p>O d a e h a b e a e d b e e e e g . e h a h a f f g g h h e d b h a e h d e (c d g . e h e e f) e e a h e g e e a . e e g .</p>
<p>S e c a e h a b e a d e d b h a e h d e e e e g 2/3 . e f h e g g h f h e h a e h d e (c d g . e h e e f) e e c e .</p>	<p>S e c a e h a b e a d e d b h a e h d e e e e g 2/3 . e f h e g g h f h e h a e h d e (c d g . e h e e f) e e c e .</p>
<p>S h a e h d e (c d g . e h e e f) e e a h e h a e h d e ' . e e g h a e e e f h e f √ g c . . e f e a c h e h a e e d b e e d : f , a g a a b a . S e c e e g a a d c e a g a h e . a h d g f h e S c C e c P g a . e b e √ e e M a a d a d H g K g h a f √ h e e f h e b e e f c a h d e f h e h a e g . I c . e e e , √ g f e d , e g b e c a e h a b e d e e d a h e e ' √ a e f h e g g h , a d h e g e e e e g h e h a e h e d b c h e h a b e c e d a a b e .</p>	<p>S h a e h d e (c d g . e h e e f) e e a h e h a e h d e ' . e e g h a e e e f h e f √ g c . . e f e a c h e h a e e d b e e d : f , a g a a b a . S e c e e g a a d c e a g a h e . a h d g f h e S c C e c P g a . e b e √ e e M a a d a d H g K g h a f √ h e e f h e b e e f c a h d e f h e h a e g . Incomplete, wrongly filled, illegible or uncast votes shall be deemed as the voters' waiver of their voting rights, and the voting results representing the shares held by such voters shall be counted as "abstentions".</p>
<p>The C . a h a , h e e . e f e g h e √ f e a d a d f h e h a e h d e ' . e e g , d e c e e e c e h a e h d e a e d g h e g e e a . e e g h g h a . e h d a d c h a e , √ h g e h e f . d e f . a e c h g . e a e c h a e g a f . .</p>	<p>The same voting rights shall be exercised with only one of the voting methods, namely on-site, online or other voting methods. The first voting result is considered as valid in case of multiple voting of the same voting rights.</p>
<p>The a e g g h h a b e e e c e d √ h e f h e g . e h d , a e - e , e h e g . e h d . The f g e c d e e d a a d c a e f . e g f h e a e g g h .</p>	

Original Articles	Proposed Amendments
<p>Article 88 The following shall have been adopted by the shareholders:</p> <p>(I) The board of directors shall have the authority to add, delete or amend the articles of incorporation;</p> <p>(II) The board of directors;</p> <p>(III) Dividend, stock split, and other matters relating to the corporation;</p>	<p>Article 93 The following shall have been adopted by the shareholders:</p> <p>(I) The board of directors shall have the authority to add, delete or amend the articles of incorporation;</p> <p>(II) The board of directors;</p> <p>(III) Dividend, spin-off, stock split, and other matters relating to the corporation;</p>
<p>(Adding Article 98)</p>	<p>Article 98 Minutes of the general meeting of shareholders shall be prepared by the Secretary to the board of directors and the</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 Re a he ge e a . ee g ha be ec ded he . e , h ch ha be g ed b he cha . a f he . ee g a d he a e d g d ec . The . e ha be e ge he h he a d f . a ch a he b f g a e f he ha eh de e e a he . ee g.</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
(Adding Article 102)	<p>Article 102 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>
(Adding Article 103)	<p>Article 103 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>Article 99 R gh c fe ed a ca f ha eh de he ca ac f ha eh de . a be a ed ab ga ed e a ed b a ec a e f ha eh de ’ ge e a . ee ga db h de f ha e f ha ca a a e a a e . ee g c d ced acc da ce h A ce 100 105 a ed he A ce f A ca . (MP79)</p>	<p>Article 108 R gh c fe ed a ca f ha eh de he ca ac f ha eh de . a be a ed ab ga ed e a ed b a ec a e f ha eh de ’ ge e a . ee ga db h de f ha e f ha ca a a e a a e . ee g c d ced acc da ce h Articles 110 to 114 a ed he A ce f A ca . (MP79)</p>

Original Articles	Proposed Amendments
<p>Article 101 The ca ha eh de affec ed, he he he ee ed e a a ge e a . ee g, ha ee hee be e ed e a a ca . ee g h e ec . a e e f h (II) (VIII), (XI) (XII) f A ce 100, b ee ed ha eh de () ha be e ed e ca . ee g .</p> <p>The . ea g f ee ed ha eh de he eced g a ag a h :</p> <p>(I) he ca e f a e cha e f ha e b ffe a ha eh de a a acc d g A ce 27 de he A ce f A ca b c dea g a c e cha ge, a c g ha eh de h he . ea g f A ce 57 a ed he A ce f A ca ;</p> <p>(II) he ca e f a e cha e f ha e b a ff- a e c ac acc d g A ce 27 ded he A ce f A ca , a h de f he ha e h ch he ed c ac e a e ;</p> <p>(III) he ca e f a e c g f he C . a , a ha eh de h a ca h bea e ha a a e b de . ed ha ca de he ed e c g h ha a ee he ed e c g d ffe e f . he ee f ha eh de f ha ca .</p> <p>(MP81)</p>	<p>Article 110 The ca ha eh de affec ed, he he he ee ed e a a ge e a . ee g, ha ee hee be e ed e a a ca . ee g h e ec . a e e f h (II) (VIII), (XI) (XII) f Article 109, b ee ed ha eh de () ha be e cha e f ha e b ffe a ha eh de a a acc d g A ce 27 de he A ce f ff- a e c ac acc d g A ce 27 ded he A ce f A ca , a h de f he ha e h ch he ed c ac</p>

Original Articles	Proposed Amendments
<p>Article 102 Re f a c a . e e g h a be a e d b e e e e g . e h a - h d f h e g g h f h a e h d e f h a c a e e a h e . e e g h , a c c d a c e h A c e 101, a e e e d e a h e . e e g . (MP82)</p>	<p>Article 111 Re f a c a . e e g h a be a e d b e e e e g . e h a - h d f h e g g h f h a e h d e f h a c a e e a h e . e e g h , a c c d a c e h Article 110, a e e e d e a h e . e e g . (MP82)</p>
<p>Article 103 Whe e he C . a c e e a c a . e e g , a e e ce ha be g e a a ce . e ha be b hed a ea 20 b e da bef e he da e f he a a ge e a . e e g a d a ea 15 b e da bef e he da e f he e . a d a ge e a . e e g f a he ha eh de f he a d c a he ha eh de ' e g e f he . a e be c de ed a he . e e g , a d he da e a d e e f he . e e g . The ca c a f he ab e . e e d e d ha c de he da e f b h g he a ce . e a d ha f he . e e g c e ed.</p> <p>The . e e d b c a . e e g (ad ed . e e g e . c ded) c e ed f he e f a c a e gh . be a ea e - h d f he h de f ed ha e f ch c a .</p>	<p>Article 112 Whe e he C . a c e e a c a . e e g , a e e ce ha be g e a a ce . e ha be b hed a ea 21 days bef e he da e f he a a ge e a . e e g a d a ea 15 days bef e he da e f he e . a d a ge e a . e e g f a he ha eh de f he a d c a he ha eh de ' e g e f he . a e be c de ed a he . e e g , a d he da e a d e e f he . e e g . The ca c a f he ab e . e e d e d ha c de he da e f b h g he a ce . e a d ha f he . e e g c e ed.</p> <p>The . e e d b c a . e e g (ad ed . e e g e . c ded) c e ed f he e f a c a e gh . be a ea e - h d f he h de f ed ha e f ch c a .</p>

Original Articles	Proposed Amendments
<p>Article 109 The board shall have authority to manage the business of the Company and to do all such other things as may be necessary for the carrying out of its objects; (MP88)</p>	<p>Article 118 The board shall have authority to manage the business of the Company and to do all such other things as may be necessary for the carrying out of its objects; (MP88)</p>
<p>(VI) To increase or reduce the Company's registered capital, and the plan for issue of the Company's bonds or other securities;</p>	<p>(VI) To increase or reduce the Company's registered capital, and the plan for issue of the Company's bonds or other securities and listing plans;</p>
<p>(VII) To acquire or add to the Company's assets;</p>	<p>(VII) To acquire or add to the Company's material acquisitions, purchase of shares of the Company and change of the Company form;</p>
<p>(VIII) To decide the company's general policy;</p>	<p>(VIII) To decide the company's general policy;</p>
<p>(IX) To appoint the Company's general manager; and to appoint or remove the Company's directors, chief financial officer and executive secretary;</p>	<p>(IX) To appoint the Company's president; and to appoint or remove the Company's deputy president(s), chief financial officer and executive secretary;</p>
<p>(X) To elect the members of the board of directors;</p>	<p>(X) To elect the members of the board of directors;</p>
<p>(XI) To elect the executive director, the Company's secretary, the Company's treasurer, the Company's general manager, the Company's deputy general manager, the Company's chief financial officer and the Company's executive secretary;</p>	<p>(X) To elect the members of the board of directors;</p>
<p>(XII) To elect the members of the board of directors;</p>	<p>(XI) To elect the members of the board of directors;</p>
<p>(XIII) To elect the members of the board of directors;</p>	<p>(XII) To elect the members of the board of directors, and to elect the Company's secretary, treasurer, general manager, deputy general manager and chief financial officer;</p>
<p>(XIV) To elect the members of the board of directors;</p>	<p>(XIII) To elect the members of the board of directors, and to elect the Company's secretary, treasurer, general manager, deputy general manager and chief financial officer;</p>

Original Articles	Proposed Amendments
(XIII) The articles of association shall be the Articles of Association;	(XIV) The articles of association shall be the articles of association;
(XIV) The directors shall be elected by the shareholders;	(XV) The directors shall be elected by the shareholders;
(XV) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XVI) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XVI) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XVII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XVII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XVIII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XVIII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XIX) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XIX) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XX) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XX) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XXI) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XXI) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XXII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;
(XXII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(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;
(XXIII) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;	(XXI) The directors shall be elected by the shareholders. The shareholders shall elect the directors and the directors shall elect the shareholders;

Original Articles	Proposed Amendments
<p>(XXIII) T de e . e he . a e f he C . a he ha . a e h ch ha be de e . ed a he ge e a . ee g acc da ce h he C . a L a d he A ce f A ca ;</p>	<p>(XXII) T de e . e he C . a ' . a age . e e , c d g a e . e , f a c a c , e a a d a d ega c , a d . e . e e he e f;</p>
<p>(XXIV) T de e . e he C . a ' . a age . e e , c d g a e . e , f a c a c , e a a d a d ega c , a d . e . e e he e f;</p>	<p>(XXIII) O he e a e c bed he A ce f A ca g a ed a h za b he ge e a . ee g;</p> <p>(XXIV) O he . a e c fe ed b he a , ad . a e eg a , de a . e a e a d he eg a f he L g R e he A ce f A ca .</p>
<p>(XXV) O he e a e c bed he A ce f A ca g a ed a h za b he ge e a . ee g;</p> <p>(XXVI) O he . a e c fe ed b he a , ad . a e eg a , de a . e a e a d he eg a f he L g R e he A ce f A ca .</p>	<p>The b a d f d ec . a e e he e ec f ed he e ced g a ag a h b a a f . e ha h a f f he d ec a e f he e ec f ed (VI), (VII) a d (XI), a d he eg a f he L g R e, f h ch a a f . e ha - h d f he d ec e ed.</p>
<p>The b a d f d ec . a e e he e ec f ed he e ced g a ag a h b a a f . e ha h a f f he d ec a e f he e ec f ed (VI), (VII) a d (XIII), a d he eg a f he L g R e, f h ch a a f . e ha - h d f he d ec e ed.</p>	<p>If he e e ed d ec h a e d he . ee g a e e ha h ee, he b a d f d ec ha . e b . he e e a a he ha ch de ' . ee g f a a . The b a d f d ec ha a e he e e a a f a a f ch a he b . g a d ec d g he f he e e ed d ec .</p>
<p>If he e e ed d ec h a e d he . ee g a e e ha h ee, he b a d f d ec ha . e b . he e e a a he ha ch de ' . ee g f a a . The b a d f d ec ha a e he e e a a f a a f ch a he b . g a d ec d g he f he e e ed d ec .</p>	<p></p>

Original Articles	Proposed Amendments
<p>Article 114 The de e de d ec ha a e.e c e he f V g eca V e add he f c a d V e a e c bed he C . a Lā, he ee a ā, ad. a e eg a a d a g a ed he A ce f A ca .</p>	<p>Article 123 The de e de d ec ha a e.e c e he f V g eca V e add he f c a d V e a e c bed he C . a Lā, he ee a ā, ad. a e eg a a d a g a ed he A ce f A ca .</p>
<p>(V) T de e de a e.e a a d a d c g ga ;</p>	<p>(V) To publicly solicit proxies from shareholders before general meetings;</p>
<p>(VI) T c g gh f . ha eh de a b c . a e c e g he ha eh de ' . ee g.</p>	<p>(VI) To independently retain external auditing and consulting institutions to audit or to be advised on specific matters concerning the Company.</p>
<p>Whe he de e de d ec e.e c e he f c a d V e a e c bed a ag a h (I) a d (II) f h A ce, he . a e ha be b. ed he b a d f d ec f d c c e b . e ha ha f f he de e de d ec ; f a ag a h (III), (IV) a d (VI), ha be a ed b . e ha ha f f he de e de d ec ; a d f a ag a h (V), ha be a ed b a de e de d ec . A fee a g f . e.e c g he af e a d f c a d V e b he de e de d ec ha be b e b he C . a . If he ab e . e ed a a e ef ed he f c a d V e a e ab e be e.e c ed, he C . a ha d c e he f . a c ce ed.</p>	<p>Whe he de e de d ec e.e c e he f c a d V e a e c bed a ag a h (I) a d (II) f h A ce, he . a e ha be b. ed he b a d f d ec f d c c e b . e ha ha f f he de e de d ec ; for paragraph (I) to (V), ha be a ed b . e ha ha f f all independent directors; a d f paragraph (VI), ha be a ed b a de e de d ec . A fee a g f . e.e c g he af e a d f c a d V e b he de e de d ec ha be b e b he C . a . If he ab e . e ed a a e ef ed he f c a d V e a e ab e be e.e c ed, he C . a ha d c e he f . a c ce ed.</p>
<p>Se a a e e . e a , a d , . a c . . ee ha be f . ed de he b a d f d ec a d de e de d ec ha . a e . e ha ha f f he . e. be f he e ec e c . . ee .</p>	<p>For requirements prescribed in the laws, regulations, regulatory documents and relevant provisions of the stock exchange where the Company is listed and regulatory authority, those requirements shall prevail.</p>

Original Articles	Proposed Amendments
<p>Article 123 The directors shall have the authority to do all such things as are necessary or expedient for the conduct of the business of the Company, which shall include the following:—</p> <p>The directors shall have the authority to do all such things as are necessary or expedient for the conduct of the business of the Company, which 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>The directors shall have the authority to do all such things as are necessary or expedient for the conduct of the business of the Company, which 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>Article 132 The directors shall have the authority to do all such things as are necessary or expedient for the conduct of the business of the Company, which shall include the following:—</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>The directors shall have the authority to do all such things as are necessary or expedient for the conduct of the business of the Company, which 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>Article 127 The Company shall have a president and five deputy presidents, who shall be appointed or dismissed by the board of directors after being nominated by the president. (MP99)</p>	<p>Article 136 The Company shall have a president, who shall be appointed or dismissed by the board of directors after being nominated by the president. (MP99)</p>

Original Articles	Proposed Amendments
<p>Article 135 he b a d f e ha be acc abe he ge e a . ee g a d ha e . e c e he f √ g √ e acc d g he √ : (MP108)</p> <p>(I) T e √ he f a c a e a f he C . a ;</p> <p>(II) T e e he e f . a ce f d ec , ge e a . a age a d he e . a age. e f he d e he C . a , a d e d . a f d ec a d e . a age. e √ h ha e a ed he √ , ad . a e eg a , he A ce f A c a he e f ge e a . ee g ;</p> <p>(III) T de. a d ed e f . he C . a ' d ec , ge e a . a age a d e . a age. e h d he ac be dee. ed ha . f he C . a ' ee ;</p> <p>(IV) T e . a e f a c a f . a cha f a c a e , b e e a d f d b a a ed b he b a d f d ec he ge e a . ee g, a d f he e a e a e e , e gage eg e ed acc a ac c g a d he a . e f he C . a a he e . a . a ;</p> <p>(V) T e he c e g f e . a d a ge e a . ee g a d, ca e he b a d f d ec d e e f . he b ga c e e a d e de e he ge e a . ee g a e c bed he C . a L √ , c e e a d e de e he ge e a . ee g ;</p> <p>(VI) T e . he ge e a . ee g ;</p> <p>(VII) T e he c e g f e . a d a . ee g f he b a d f d ec ;</p>	<p>Article 144 he b a d f e ha be acc abe he ge e a . ee g a d ha e . e c e he f √ g √ e acc d g he √ : (MP108)</p> <p>(I) To examine the periodic reports of the company prepared by the board of directors and produce written examination opinions thereon;</p> <p>(II) T e √ he f a c a e a f he C . a ;</p> <p>(III) T e e he e f . a ce f d ec , president a d he e . a age. e f he d e he C . a , a d e d . a f d ec a d e . a age. e √ h ha e a ed he √ , ad . a e eg a , he A ce f A c a he e f ge e a . ee g ;</p> <p>(IV) T de. a d ed e f . he C . a ' d ec , president a d e . a age. e h d he ac be dee. ed ha . f he C . a ' ee ;</p> <p>(V) T e he c e g f e . a d a ge e a . ee g a d, ca e he b a d f d ec d e e f . he b ga c e e a d e de e he ge e a . ee g ;</p> <p>(VI) T e . he ge e a . ee g ;</p> <p>(VII) T e he c e g f e . a d a . ee g f he b a d f d ec ;</p>

Original Articles	Proposed Amendments
<p>(VIII) The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects; and to invest in, acquire, hold, dispose of, manage, and administer any property, real or personal, movable or immovable, and to lease, alienate, mortgage, charge, pledge, and otherwise dispose of any such property, real or personal, movable or immovable, and to execute all deeds, contracts, and other instruments in connection with the management of the business of the Company; and to do all such other things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>(IX) The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects; and to invest in, acquire, hold, dispose of, manage, and administer any property, real or personal, movable or immovable, and to lease, alienate, mortgage, charge, pledge, and otherwise dispose of any such property, real or personal, movable or immovable, and to execute all deeds, contracts, and other instruments in connection with the management of the business of the Company; and to do all such other things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>(X) The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p>	<p>(IX) The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects; and to invest in, acquire, hold, dispose of, manage, and administer any property, real or personal, movable or immovable, and to lease, alienate, mortgage, charge, pledge, and otherwise dispose of any such property, real or personal, movable or immovable, and to execute all deeds, contracts, and other instruments in connection with the management of the business of the Company; and to do all such other things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>(X) The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p>
<p>(Adding Article 145)</p>	<p>Article 145 The supervisors shall ensure that the information disclosed shall be true, accurate and complete, and sign a written confirmation for regular reports.</p>
<p>Article 137 The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p>	<p>Article 147 The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>Supervisors can request to have the speech they make in the meeting recorded in the minutes. The meeting minutes of the board of supervisors shall be kept as a file of the Company for ten years.</p>
<p>Article 148 The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p>	<p>Article 158 The board shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p> <p>president shall have the authority to manage the business and affairs of the Company and to exercise all such powers and do all such acts and things as may be necessary or proper for the conduct of the business of the Company and for the attainment of its objects.</p>

Original Articles	Proposed Amendments
<p>Article 154 A a g a a ee ded b he C . a a f Pa ag a h l f A ce 151 ha be e f ceab e e.ce he f √ g c c . a ce :</p> <p>(I) The e de d e √ ha ha ded a he c ec ed e f he d ec , e , ge e a . a age a d he e . a age. e f he C . a a e c . a ;</p> <p>(II) The c a e a ded b he C . a ha bee d b he e de √ f a b a f de cha e . (MP125)</p>	<p>Article 164 A a g a a ee ded b he C . a a f Pa ag a h l f Article 162 ha be e f ceab e e.ce he f √ g c c . a ce :</p> <p>(I) The e de d e √ ha ha ded a he c ec ed e f he d ec , e , president a d he e . a age. e f he C . a a e c . a ;</p> <p>(II) The c a e a ded b he C . a ha bee d b he e de √ f a b a f de cha e . (MP125)</p>
<p>Article 158 The C . a ha ec f he c ac c c ded √ h he d ec e e a e. e a ha f he C . a be g a e e , he d ec e f he C . a ha e he gh ee c . e a he a . e f f ffce f e e. e , bec a ed a he ge e a . ee g. The af e ad a e e f he C . a c de a f he f √ g: (MP129)</p> <p>(I) A ffe . ade b a e a he ha eh de ;</p> <p>(II) A ffe . ade b a e √ h he a . f ca g he ffe bec . e a c g ha eh de f he C . a . The def f a c g ha eh de he a e a ha A ce 57 f he A ce f A ca .</p> <p>A . e ece ed b he e e a d ec e a f h A ce ha be g h e √ h acce he ad ffe a d e he ha e , a d he add ec e ha bea he e. e e f d b g he ad . e , √ h ch ha be ded c ed f . he a d . e .</p>	<p>Article 168 The C . a ha ec f he c ac c c ded √ h he d ec e e a e. e a ha f he C . a be g a e e , he d ec e f he C . a ha e he gh ee c . e a he a . e f f ffce f e e. e , bec a ed a he ge e a . ee g. The af e ad a e e f he C . a c de a f he f √ g: (MP129)</p> <p>(I) A ffe . ade b a e a he ha eh de ;</p> <p>(II) A ffe . ade b a e √ h he a . f ca g he ffe bec . e a c g ha eh de f he C . a . The def f a c g ha eh de he a e a ha Article 61 f he A ce f A ca .</p> <p>A . e ece ed b he e e a d ec e a f h A ce ha be g h e √ h acce he ad ffe a d e he ha e , a d he add ec e ha bea he e. e e f d b g he ad . e , √ h ch ha be ded c ed f . he a d . e .</p>

Original Articles	Proposed Amendments
<p>Article 171 The c f f d b f he C . a :</p> <p>(II) The C . a ' f d b c a d he ec f c d de d d b a ha be f . a ed, c de ed a d a ed b he b a d f d ec a d he e ed he ge e a . ee g f ha eh de f a a ;h he he b a d f d ec f . a e he f d b c a d d de d d b a , ha a e f c de a f he f he de e de d ec , he b a d f e a d he b c e .</p> <p>(III) The C . a d b e he d de d f . f ca h d de d, c d de d a c . b a f b h.</p> <p>(V) The C . a h d ac e d b e he f ca h a ha be e ha 20% f he d b ab e f ea -zed ha ea . F ca h-ba ed d b , he C . a . c de h he he ca h ab e . ee he eed f he C . a ' . a e a a d g- e . de e . e a f e ch d b de e e ha he d b a he e e f ha eh de a ah h e:</p> <p>(1) Whe e he C . a a de e ed age h h g f ca ca a e . e d e a a ge . e , he d de d d b ed he f . f ca h ha be e ha 80% f he a f d b ;</p>	<p>Article 181 The c f f d b f he C . a :</p> <p>(II) The C . a ' f d b c a d he ec f c d de d d b a ha be f . a ed, c de ed a d a ed b he b a d f d ec a d he e ed he ge e a . ee g f ha eh de f a a ;h he he b a d f d ec f . a e he f d b c a d d de d d b a , ha a e f c de a f he f he de e de d ec , he b a d f e a d he b c e .</p> <p>The Independent Directors may solicit the opinions from minority shareholders and make a dividend distribution proposal to be submitted directly to the board of directors for deliberation.</p> <p>Prior to the consideration of detailed cash dividend proposals by the general meeting of the Company, the Company may communicate and exchange opinions with shareholders and especially minority shareholders by different ways, thereby fully listening to opinions and appeals of minority shareholders and responsively answering questions that minority shareholders concern.</p> <p>(III) The C . a d b e he d de d f . f ca h d de d, c d de d a c . b a f b h.</p>

Original Articles	Proposed Amendments
<p>(2) Where the Company has adopted a dividend policy, the directors shall be entitled to pay a dividend of 40% of the available funds;</p> <p>(3) Where the Company has adopted a dividend policy, the directors shall be entitled to pay a dividend of 20% of the available funds.</p> <p>If the company has decided to distribute dividends, the Company shall first pay a dividend to the shareholders of the Company in cash. If the Company has decided to distribute dividends, the directors shall be entitled to pay a dividend of 40% of the available funds.</p> <p>Under the circumstances, the directors shall be entitled to pay a dividend of 40% of the available funds.</p> <p>If the company has decided to distribute dividends, the Company shall first pay a dividend to the shareholders of the Company in cash. If the Company has decided to distribute dividends, the directors shall be entitled to pay a dividend of 20% of the available funds.</p> <p>If the company has decided to distribute dividends, the Company shall first pay a dividend to the shareholders of the Company in cash. If the Company has decided to distribute dividends, the directors shall be entitled to pay a dividend of 20% of the available funds.</p>	<p>(V) The Company shall be entitled to pay a dividend of 20% of the available funds.</p> <p>(1) Where the Company has adopted a dividend policy, the directors shall be entitled to pay a dividend of 80% of the available funds;</p> <p>(2) Where the Company has adopted a dividend policy, the directors shall be entitled to pay a dividend of 40% of the available funds;</p> <p>(3) Where the Company has adopted a dividend policy, the directors shall be entitled to pay a dividend of 20% of the available funds.</p> <p>If the company has decided to distribute dividends, the Company shall first pay a dividend to the shareholders of the Company in cash. If the Company has decided to distribute dividends, the directors shall be entitled to pay a dividend of 20% of the available funds.</p> <p>The proportion of cash dividends in the profit distribution shall be cash dividends divided by the sum of cash dividends and share dividends.</p>

Original Articles	Proposed Amendments
<p>(IX) If the board has adopted the CSRC and the change; he shall be authorized to bind the company before the board of directors. The independent director shall give specific opinions on this.</p>	<p>Under the articles of association, the board of directors shall have the authority to bind the company before the board of directors. If the change to the articles of association is adopted by the board of directors, the independent director shall give specific opinions on this.</p>
<p>(X) If a shareholder requests the board of directors to call a general meeting, the board of directors shall give specific opinions on this.</p>	<p>(IX) If the board of directors has adopted the articles of association, the board of directors shall give specific opinions on this.</p> <p>(X) If a shareholder requests the board of directors to call a general meeting, the board of directors shall give specific opinions on this.</p>

Original Articles	Proposed Amendments
<p>Article 187 The C . a ha be d ed a d da ed acc d g ā a f he f ā g c c . a ce :</p> <p>(I) E . a f b e e . ;</p> <p>(II) The ge e a . ee g ha e ed d e he C . a ;</p> <p>(III) Me ge d f he C . a e a d ;</p> <p>(IV) The C . a dec a ed ba acc d g ā beca e ab e a deb a he fa d e;</p> <p>(V) The C . a c ed d ā d e he a f ā a d ad . a e eg a acc da ce ā h ā ;</p> <p>(IV) If he C . a ge e be e a a d . a age . e a d c a . a c . a e a e f he e e f he ha eh de , a d ca be f d h gh a he cha e , he ha eh de h d g . e ha 10% f he a g gh f he C . a . a e e he e e' c d e he C . a . (MP153)</p>	<p>Article 197 The C . a ha be d ed a d da ed acc d g ā a f he f ā g c c . a ce :</p> <p>(I) E . a f b e e . a e c bed by the Articles of Association or any of the situations for dissolution prescribed in the Company's Articles of Association occurs;</p> <p>(II) The ge e a . ee g ha e ed d e he C . a ;</p> <p>(III) Me ge d f he C . a e a d ;</p> <p>(IV) The C . a dec a ed ba acc d g ā beca e ab e a deb a he fa d e;</p> <p>(V) The business license is cancelled, or the Company is ordered to close down or to be dissolved acc d g ā d e he a f ā a d ad . a e eg a ;</p> <p>(VI) If he C . a ge e be e a a d . a age . e a d c a . a c . a e a e f he e e f he ha eh de , a d ca be f d h gh a he cha e , he ha eh de h d g . e ha 10% f he a g gh f he C . a . a e e he e e' c d e he C . a . (MP153)</p>
<p>Article 188 If he e a c c . a ce a a ed a ag a h (I) f A ce 187 f h A ce f A ca , he C . a . a c e e . h gh a . e d . e f h A ce f A ca .</p> <p>If h A ce f A ca a e ded bec he af e ad , . be a ed b ha eh de e e e g ā - h d ab e f he g gh e e a he ge e a . ee g .</p>	<p>Article 198 If he e a c c . a ce a a ed a ag a h (I) f Article 197 f h A ce f A ca , he C . a . a c e e . h gh a . e d . e f h A ce f A ca .</p> <p>If h A ce f A ca a e ded bec he af e ad , . be a ed b ha eh de e e e g ā - h d ab e f he g gh e e a he ge e a . ee g .</p>

Original Articles	Proposed Amendments
<p>Article 189 Where the Board of Directors (I) and (II) of Article 187 of the Articles of Association, a liquidation group shall be established within 15 days after the date of the decision by the Board of Directors to liquidate the Company.</p> <p>If the Board of Directors (IV) of Article 187 of the Articles of Association, a liquidation group shall be established within 15 days after the date of the decision by the Board of Directors to liquidate the Company.</p> <p>If the Board of Directors (V) of Article 187 of the Articles of Association, the liquidation group shall be established within 15 days after the date of the decision by the Board of Directors to liquidate the Company. (MP154)</p>	<p>Article 199 Where the Board of Directors (I), (II), (V) and (VI) of Article 197 of the Articles of Association, a liquidation group shall be established within 15 days. 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>If the Board of Directors (IV) of Article 197 of the Articles of Association, a liquidation group shall be established within 15 days after the date of the decision by the Board of Directors to liquidate the Company. (MP154)</p>
<p>(Adding Article 212)</p>	<p>Article 212 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>Article 216 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>Article 217 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>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>Article 223 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>

Save for the above, the amended and the change of the articles of the Association of the Company shall be subject to the approval of the shareholders of the Company in general meeting. 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.

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

The board shall have the right to call a special meeting of the stockholders of the corporation, and the board shall have the right to call a special meeting of the stockholders of the corporation.

Article 7

A special meeting of the stockholders of the corporation shall be called by the board of directors of the corporation, and the board of directors of the corporation shall have the right to call a special meeting of the stockholders of the corporation.

When a special meeting of the stockholders of the corporation is called by the board of directors of the corporation, the board of directors of the corporation shall have the right to call a special meeting of the stockholders of the corporation.

Article 8

The Special Committee shall be called by the board of directors of the corporation, and the board of directors of the corporation shall have the right to call a special meeting of the stockholders of the corporation.

When a special meeting of the stockholders of the corporation is called by the board of directors of the corporation, the board of directors of the corporation shall have the right to call a special meeting of the stockholders of the corporation.

If a special meeting of the stockholders of the corporation is called by the board of directors of the corporation, the board of directors of the corporation shall have the right to call a special meeting of the stockholders of the corporation.

Article 9

A special meeting of the stockholders of the corporation shall be called by the board of directors of the corporation, and the board of directors of the corporation shall have the right to call a special meeting of the stockholders of the corporation.

When the Board agrees to the adoption of the foregoing, the effective date of the amendments shall be the date of the meeting.

If the Board agrees to the adoption of the foregoing, the Board shall, within 10 days after the meeting, have the Certificate of Incorporation amended to read as follows: "The Board of Directors shall have the authority to change the name of the Corporation."

If the Board agrees to the adoption of the foregoing, the effective date of the amendments shall be the date of the meeting.

In case of failure of the foregoing, the Board shall, within 10 days after the meeting, have the Certificate of Incorporation amended to read as follows: "The Board of Directors shall have the authority to change the name of the Corporation."

Article 10

When the Board agrees to the adoption of the foregoing, the Board shall, within 10 days after the meeting, have the Certificate of Incorporation amended to read as follows: "The Board of Directors shall have the authority to change the name of the Corporation."

Before the meeting, the Board shall have the authority to change the name of the Corporation. When the Board agrees to the adoption of the foregoing, the Board shall, within 10 days after the meeting, have the Certificate of Incorporation amended to read as follows: "The Board of Directors shall have the authority to change the name of the Corporation."

Article 11

When the Board agrees to the adoption of the foregoing, the Board shall, within 10 days after the meeting, have the Certificate of Incorporation amended to read as follows: "The Board of Directors shall have the authority to change the name of the Corporation."

Article 12

When the Board agrees to the adoption of the foregoing, the Board shall, within 10 days after the meeting, have the Certificate of Incorporation amended to read as follows: "The Board of Directors shall have the authority to change the name of the Corporation."

Chapter 3 Proposals and Notice of General Meetings

Article 13

The c e f a a ha be de e . ed b he ge e a . ee g, ha ha e def e c a d ec f c e f e , a d ha c . h he e e a f a , ad . a e eg a a d he A ce f A ca .

Article 14

Whe e he C . a c e e a ge e a . ee g, he B ad, S e C . ee, a d ha eh de () e e a h d g . e ha 3% ha e f he C . a . a . a e a he C . a h e f . Ma e h he c e f a h f he ha eh de ' . ee g f he a ha be c ded he age da f he . ee g.

Sha eh de () e e a h d g . e ha 3% ha e f he C . a . a b . e a a he c e e 10 da bef e a ge e a . ee g c e ed. The c e e ha e e a e e a ce f ge e a . ee g h h da a fe e ce f he a a da ce he c e f he a a .

Sa e a ec f ed he eced g a ag a h, he c e e ha cha ge he a e he ce f he ge e a . ee g add a a a fe he a d ce e ed.

P a e he ce f ge e a . ee g c . g h he eced g a c e f he e e ha be ed e ed a he ge e a . ee g.

Article 15

Whe he C . a c e e a ge e a . ee g, he c e e ha f he Sha eh de b a fa ce . e a ea 2021 e ea b e da bef e he da e f he a a ge e a . ee g, a d f a e . a d a ge e a . ee g, he Sha eh de ha be f ed b a fa ce . e a ea 15 e ea b e da bef e he da e f he . ee g.

The d a f he af e a d ce f he ge e a . ee g ha c de he da e h ch he a ce . e b hed a d . ee g c e ed. The b e da . e ed he R e ha . ca he da c h ch he H g K g S e E cha ge e f ce e ad g.

Article 16

N ce a d e . e a ce f he ge e a . ee g f ha eh de ha f a d c . ee d c e he ec f c c e f a he a , a d a he f . a e . a a e ed . a e ea ab e dg . e he . a e be d c ed. The de e de d ec eed a c . . e he . a e be d c ed, he f he de e de d ec h da be d c ed a he a e . e h e ha eh de ' ge e a . ee g ce e . e a ce be ed.

Article 17

If the election of the members of the Council of State is held in accordance with the provisions of the Constitution, the Commission shall be constituted in accordance with the provisions of the Constitution and shall be responsible to the Council of State.

(I) The Commission shall be constituted in accordance with the provisions of the Constitution;

(II) When the Commission is constituted, it shall be responsible to the Council of State;

(III) The Commission shall be constituted in accordance with the provisions of the Constitution;

(IV) When the Commission is constituted, it shall be responsible to the Council of State.

(VII) C a a c e a a e e h a a h a h d e e e d a e d a d e a c h . e e g e e d a e e e e e a e d a d e a c h . e e g h b e h a f a d h a c h . e e d b e a h a h d e ;

(VIII) S e c f h e . e a d e e f e g h e V e f a e f h e g . f h e . e e g ;

(IX) S e c f h e e e g a d a e f h a h d e e e d a e d h e g e e a . e e g ;

(X) S e c f h e a . e a d e e h e . b e f h e c d a f h e . e e g ;

(XI) S e c f h e . e a d c e d e f g e h e V e .

(XII) A d h e c e f d c e f H g K g L g R e a d L g R e f S S E .

The e a b e V e e h e e g a d a e a d h e d a e f . e e g . a b e . e h a e e V d a e c e a h e V e e e d b h e e e a c e . c h a g e e g a a h V h e e h e h a e a e e d . O c e h e e e g a d a e h a b e e c f . e d , V h c h c a b e c h a g e d a . e .

Article 19

The c e f a g e e a . e e g h a b e d e e d a e . e d V a f h e S c E . c h a g e h a c . a e d (c d g , b . e d , e . a , b e , b h e d h e V e b e f h e c . a h e e e a c e . c h a g e V e b e , e c .) h a h d e (V h e h e h e a e e e d e a h e g e e a . e e g) d e e h e a d d e e a h V h e h a h d e ' e g e . F d . e c h a h d e (A h a h d e a f e A h a e e d) , c e f g e e a . e e g . a b e e d b a c e . e .

The a c e . e e f e e d h e e c e d g a g a h h a b e b h e d e . e e V a e d e g a e d b h e e g a e c e e a h d e h e S a e C c . O c e h e a c e . e h a b e e b h e d , a h d e f d . e c e d h a e h a b e d e e d h a e e c e e d h e c e f e e a g e e a . e e g . F H h a h d e , a c e . e h a b e b h e d b a e d h e H g K g L g R e .

Article 20

A f e a c e f h a h d e ' g e e a . e e g d e d , h e h a h d e ' g e e a . e e g h a b e e d c a c e e d , a d h e a a e h e c e f h a h d e ' g e e a . e e g h a b e c a c e e d V h d e e a . O c e h e . e e g e d c a c e e d , h e c e e h a . a e a a c e . e a d e . a h e e a a e a V V g d a h e c h e d e d . e e g d a e .

Article 20

A f e h e e e f g e e a . e e g e d , h e a . e . e e g h a b e e d c a c e e d V h e c a .

~~The effect of the amendments proposed here is to amend the articles of association and the memorandum of association of the company to give effect to the provisions of the Companies Act, 2013 and to give effect to the provisions of the Companies (Amendment) Act, 2016.~~

Chapter 4 Convening of General Meetings

Article 21

When the Company is called in to meet, the Chairman or, in his absence, the Managing Director or, in his absence, the Secretary shall preside at the meeting. If the Chairman, the Managing Director or the Secretary is absent from a meeting, the members present shall elect one of their number to preside at that meeting.

Article 22

The Chairman or, in his absence, the Managing Director or, in his absence, the Secretary shall preside at the meeting. If the Chairman, the Managing Director or the Secretary is absent from a meeting, the members present shall elect one of their number to preside at that meeting.

The general meeting shall be held in the city of Mumbai or at such other place as may be determined by the Board of Directors. The general meeting shall be held in the city of Mumbai or at such other place as may be determined by the Board of Directors. The general meeting shall be held in the city of Mumbai or at such other place as may be determined by the Board of Directors.

Article 23

When the general meeting of the Company is called, the Chairman or, in his absence, the Managing Director or, in his absence, the Secretary shall preside at the meeting.

The general meeting shall be held in the city of Mumbai or at such other place as may be determined by the Board of Directors. The general meeting shall be held in the city of Mumbai or at such other place as may be determined by the Board of Directors.

Article 24

The Board of Directors shall have the authority to call general meetings of the Company. The Board of Directors shall have the authority to call general meetings of the Company. The Board of Directors shall have the authority to call general meetings of the Company.

Article 25

The ha eh de . a a e d ge e a . ee g a d e e c e he g gh b he. e e , he ca a e a . a e d he . ee g a d e e c e he g gh h he a h -za .

A ha eh de he ha eh de ' eg e he e eg a da e . e he e f ha be e ed a e d ge e a . ee g , he c . a a d he c e e ca ef e he. de a ea .

The C . a ha e he eg a ced e f - e a e da ce bef e he da e f he ge e a . ee g , b ha e e ha eh de he . e f . a e d g he ge e a . ee g a d e e c g he g gh acc d g he e e a a d eg a .

Article 26

Sha eh de a e d g he ge e a . ee g ha e e he ha e acc ca d , de ca d he de ce f ca e; P . e a e d g he ge e a . ee g beha f fa d d a ha eh de ha a e e h /he de ca d a d he e fa e f he ha eh de .

The c e e () a d e ha e f he a d f ha eh de ' a f ca ba ed he . e. be eg a ffe ed b he ec e eg a a d cea g , a d ha eg e a e f ha eh de a d he . be f g ha e he h d. The eg a f he . ee g ha be e . a ed bef e he e de f he . ee g a ce he . be f ha eh de a d . e e e a he . ee g a e a he a . be f g ha e he h d.

Article 27

A e dee eg e ha be e a ed b he C . a , h ch eg e ha a e he a e (a e f he c a) , de f ca ca d . be a d he . be f g ha e he d e e e ed , a e f he c a (a e f he c a) a d .

Article 28

A d ec , e a d he Sec e a f he B a d he c . a ha a e d ge e a . ee g f he C . a , a d he e e ec e ha be e e a he . ee g h g gh .

Article 29

Whe e a ge e a . ee g c e ed b he B a d , he cha . a f he B a d ha e de he . ee g . If he cha . a a be fa e f . h d e , he de cha . a ha c e e a d e de he . ee g . I he e e ha he de cha . a a be fa e f . h d e , a d ec ha be e ec ed b a . e . a f d ec e de he . ee g .

Article 30

A ge e a . ee g c e ed b he S e C . . ee e f ha be e ded e b he cha . a f he S e C . . ee. If he cha . a f he S e C . . ee ca d e f f he d he e f, . e ha ha f f he e . a e ec a e e de e he . ee g.

Article 31

A ge e a . ee g c e ed b he ha eh de he . e e ha be e ded e b a e e e a e e ec ed b he c e e .

Article 32

Whe a ge e a . ee g he d a d he e de a e he e e h ch . a e d ff c f he ge e a . ee g c e , a e . a be e ec ed a he ge e a . ee g ac a he e de , be c he a a f . e ha ha f f he a e d g ha eh de h g gh .

Article 33

The B a d a d he S e C . . ee ha e he h e e ced g ea a he a a ge e a . ee g. A , e e de e de d ec h d g e a h e .

Article 34

I add he ca e g he C . a ' c . . e ca e ce ca be d c ed, he d ec , e a d e . a age. e aff h d . a e e e a a d a acc d g he e e f ha eh de .

Article 35

The e de ha , g, de c a e he . be f a e d g ha eh de a d he . e a h e a he a . be f he g ha e , a d he . be f a e d g ha eh de a d he . e a d he a . be f he g ha e ha be a ec ded he . ee g' eg e .

I add he e de f he . ee g h d . a e dec de he c e f h e a d c ed , a h g . a e e e ced a ad . a e . a e b a h h f ha d , O he ge e a . ee g, a a . a de b he ha eh de . be ca ed he f . f g. P ced e a d ad . a e . a e c de : (1) c a ed he age da f he ge e a . ee g a e . e a ha eh de f c c a ; a d (2) efe ed he e de f he . ee g ha . a a ed he . ee g de a d/ e . a e . b affa . e e ce , h e e

Article 36

When the shareholders of the company have elected a director, the director shall be elected; the shareholders of the company shall elect the director. The shareholders of the company shall elect the director.

Article 37

The general meeting shall be held in the place specified in the articles of association; the general meeting shall be held in the place specified in the articles of association.

The board of directors shall be elected by the shareholders of the company. The board of directors shall be elected by the shareholders of the company. The board of directors shall be elected by the shareholders of the company.

Article 38

The company shall be established in the place specified in the articles of association; the company shall be established in the place specified in the articles of association.

Shareholders of the company shall be entitled to the dividends of the company. Shareholders of the company shall be entitled to the dividends of the company.

Article 39

Resolutions of the general meeting shall be passed by a majority of the shareholders of the company. Resolutions of the general meeting shall be passed by a majority of the shareholders of the company.

Shareholders of the company shall be entitled to the dividends of the company. Shareholders of the company shall be entitled to the dividends of the company.

Article 45

A ge e a . ee g ha c c de ea e a he e e ha e he e[✓] he[✓] e, a d
 he e de ha a ce he g e f e e a a d a ce[✓] he he he a
 a ed acc d g he g e .

Bef e he g e a ced, he e e a a e c d g he ed c . a , c g
 ff ce , . g ff ce , . a ha eh de a d e[✓] e ce de ed a he e e, e
 he e[✓] he[✓] e ha ha e he c f de a b ga .

Article 46

Re f he ge e a . ee g ha be a ced d e . e acc da ce[✓] h he g
 e f he c e cha ge[✓] he e he C . a ' ha e a e b c aded. The a ce. e ha
 ec f he . be f a e d g ha eh de a d he . e , he a . be f g ha e he
 e e e a d he f he e ha e he a . be f he g ha e f he C . a , he
 g . e h d, he g e f e e a a d he de a f each f he e a ed.

The C . a ha . a e a c a d e he a e da ce a d g f he d . e c
 Sha eh de (A ha eh de) a d f e g ha eh de (H ha eh de), e ec e .

Article 47

Whe e a a ha bee a ed he e f he eced g ge e a . ee g ha e
 bee cha ged a he c e ge e a . ee g, ec a . e ha be . ade he a ce. e f he
 e f he ge e a . ee g.

Article 48

M e f a ge e a . ee g ha be e b he Sec e a f he B a d he c . a . The
 e f he . ee g ha ec f :

- (I) he da e, e e a d age da f he . ee g, a d he a . e f he c e e ;
- (II) he a e f he e de , a d he d ec , e , e de a d he e
 e . ec e a e d g e e a he . ee g ;
- (III) he . be f ha eh de a d . e a e d g he . ee g, he a . be f g
 ha e he e e e a d he f he e ha e he a . be f ha e f he
 C . a ;
- (IV) he ce f d c e ec f each a , h gh gh f eeche a d he g
 e ;
- (V) de a f he e gge f he ha eh de , a d he c e d g e e
 e . a a ;

(VI) he a e f he ~~h~~ e, c g ff ce a d. g ff ce ;

(VII) he c e ha ha be ec ded he . e acc da ce ~~h~~ h he A ce f A ca .

The a e d g d ec , e , Sec e a f he B a d he c . a , c e e e e e a e he e f, a d e de ha g he . e f he . ee g, he c e e ha e e he . ee g . e a e e, acc a e a d c . ee. The . e f he . ee g, he g ed a e da ce ec d f h e ha eh de he a d he ~~h~~ e fa e f a e da ce b . , a d he a d f . a e a g he g e e ~~h~~ b he . ea ha be e f 10 ea .

Article 49

The c e e ha e e ha he ge e a . ee g he d c f a e ha e bee eached. If he ge e a . ee g e . a ed fa each a e d e f ce . a e e f he ec a ea , he c e e ha a e ece a ac e . e he ge e a . ee ga a be d ec e . a e he ge e a . ee g a d . a e a e e a ce . e . Mea ~~h~~ h e, he c e e ha e a h a ed b CSRC he ca f he C . a a d he c e.cha ge. If he g e f he c e.cha ge() ~~h~~ h ch he C . a ' ha e a e ed ha e ec a he e . a a d e . e f he ge e a . ee g, ch ha be c . ed ~~h~~ h.

Article 50

Whe e a a e ec f d ec e a ed a he ge e a . ee g, he d ec e ec e e ec ha a e ff ce a fe a ce . e f he g e .

Article 51

Whe e a a ca h d de d , b ha e c ea e f ha e ca a b ~~h~~ a f a fe f . ca a e e e , he C . a ha . e e he ec f c che . e ~~h~~ h ~~h~~ h a fe c c f he ge e a . ee g.

Article 52

If he e f he Ge e a Mee g a f he ~~h~~ a d ad . a e eg a , he e ~~h~~ be a d.

The c g ha eh de a d ac a c e f he c . a ha e c e fe e ~~h~~ h he . a a d . ed . e acc da ce ~~h~~ h he ~~h~~ e . e c e he gh e, da age he c . a a d he . a a d . ed . e ' eg . a e gh a d e e .

The ced e f c e g he Ge e a Mee g a d he g f . a a e a f ~~h~~ , ad . a e eg a a ce fa ca , he e a f he a ce f a ca , he ha eh de . a a fe a e . ade, f . ~~h~~ h 60 da , e e he e e' c e e .

Chapter 5 Supervisory Measures

Article 53

When a resolution is adopted by the board of directors, the board shall have the authority to take any action that may be necessary to carry out its duties and to enforce the provisions of the articles of incorporation and the bylaws.

Article 54

If the board of directors of the Corporation shall determine that it is in the best interests of the Corporation to take any action that may be necessary to carry out its duties and to enforce the provisions of the articles of incorporation and the bylaws, the board shall have the authority to take any such action.

Article 55

If the board of directors of the Corporation shall determine that it is in the best interests of the Corporation to take any action that may be necessary to carry out its duties and to enforce the provisions of the articles of incorporation and the bylaws, the board shall have the authority to take any such action.

Chapter 5 Special Procedures for Voting by Class Shareholders

Article 53

Whenever the board of directors of the Corporation shall determine that it is in the best interests of the Corporation to take any action that may be necessary to carry out its duties and to enforce the provisions of the articles of incorporation and the bylaws, the board shall have the authority to take any such action.

Article 54

Whenever the board of directors of the Corporation shall determine that it is in the best interests of the Corporation to take any action that may be necessary to carry out its duties and to enforce the provisions of the articles of incorporation and the bylaws, the board shall have the authority to take any such action.

Article 55

Whenever the board of directors of the Corporation shall determine that it is in the best interests of the Corporation to take any action that may be necessary to carry out its duties and to enforce the provisions of the articles of incorporation and the bylaws, the board shall have the authority to take any such action.

Article 56

When the Council meets, a committee shall be appointed. The committee shall be composed of 21 members, 15 of whom shall be elected by the Council and 6 shall be appointed by the Board of Directors. The committee shall be elected for a term of 2 years and shall be eligible for re-election.

Article 57

Notwithstanding to the contrary of any other provision, the Board of Directors shall have the authority to call special meetings of the Council. The Board of Directors shall also have the authority to call special meetings of the Council.

Article 58

As of the date of the adoption of these amendments, the Board of Directors shall have the authority to call special meetings of the Council.

Section 207 of the Charter shall be amended to read:

(I) Whenever a by-law is adopted by the Council (including amendments thereto), the Council shall, by a majority vote of two-thirds of its members, have the authority to call special meetings of the Council at a rate of \$20 per hour for each hour of the meeting.

(II) When the Council is called to a special meeting of the Council, the Board of Directors shall have the authority to call special meetings of the Council.

(III) Shall the Council be authorized to call special meetings of the Council, as amended herein.

Chapter 6 Supplementary Provisions

Article 5659

The committee shall be composed of 21 members, 15 of whom shall be elected by the Council and 6 shall be appointed by the Board of Directors. The committee shall be elected for a term of 2 years and shall be eligible for re-election.

S e e a c e f g e e a . e e g a . e e d h e e h a b e a c e d h e a . e e h a e h c h h e c e f . e e g a e a c e d .

Article 5760

The h a e . e h a a d h a . e e d h e e e a e c e h e e e e e d g , e h a a d . e h a a e e c e .

Article 5861

I a f h e f g c c . a c e , h e e h a b e a . e d e d b e :

- (1) A f e h e . d f c a f h e a c e f a c a , h e f h e e e a e c e h h e a c e f a c a f h e a e d e d ;
- (2) The G e e a M e e g d e c d e a e d h e e .

Article 5962

The e e a f f a f h e e a e a c a b e h e f h e e e a , e g a , e a d e g a d c . e a d h e a c e f a c a . I f h e f h e e e a e c e h e e a , e g a , e , e g a d c . e a d h e a c e f a c a a d H g K g L g R e L g R e f S S E , h e f e e a , e g a , e , e g a d c . e a d h e a c e f a c a a d H g K g L g R e L g R e f S S E h a e a .

Article 6063

The e e h a b e b e c e e a b h e B a d f h e C . a a a a e d . f A c e f A c a .

Article 6164

The e e h a c . e e f f e c d e b e a a d a a f h e g e e a . e e g f h e C . a . U h e e f f e c e d a f h e e , h e e . g e f h e C . a a e a . a c a .

NOTICE OF AGM



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 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the AGM) of Flat Glass Group Co., Ltd. (the Company) will be held at 2:00 p.m. on Wednesday, 6 June 2023 at the 2nd Floor, Conference Room, Administration Building, Flat Glass Group Co., Ltd., 959 Yuehe Road, Xuzhou District, Jiangsu Province, the People's Republic of China for the purpose of discussing and adopting the following resolutions proposed by the Board of Directors of the Company. The details of the resolutions are set out in the circular letter of the Company dated 4 May 2023:

1. To consider and adopt the resolution of the Board of Directors of the Company dated 31 December 2022.
2. To consider and adopt the resolution of the Shareholders of the Company dated 31 December 2022.
3. To consider and adopt the resolution of the Company dated 31 December 2022.
4. To consider and adopt the resolution of the Company dated 31 December 2022.
5. To consider and adopt the resolution of the Company dated 31 December 2022.
6. To consider and adopt the resolution of the Company dated 31 December 2023.
7. To consider and adopt the resolution of the Company dated 31 December 2022.
8. To consider and adopt the resolution of the Company dated 31 December 2022.

NOTICE OF AGM

- O d a e 9. T c de a d a e he a de e. a f he e. e a f he D ec f he ea e d g 31 Dece. be 2023.
- O d a e 10. T c de a d a e he a de e. a f he e. e a f he S e f he ea e d g 31 Dece. be 2023.
- O d a e 11. T c de a d a e he e . e a, ca a d g e a ce e f he C . a f he ea e ded 31 Dece. be 2022.
- S ec a e 12. T c de a d a e he g a a ee be ded b he G f e a c ed fac f RMB18 b a d a h -ze he cha . a f he B a d a d a h -zed e g a ega d c . e e a g he c ed fac e, a d he a d e d f h e be a d he da e f he e. a a ge e a . ee g f he C . a .
- O d a e 13. T c de a d a e he . e. e a f da e a ed a a ac f 2022 a d he e . a e da e a ed a a ac f 2023.
- S ec a e 14. T c de a d a e he ed a. e d. e he A ce f A ca .
- S ec a e 15. T c de a d a e ha he B a d be a h -zed . a e cha ge d a a d c . e ca eg a a d . a e ee a ad . e a d e he A ce f A ca acc da ce ¶ h he e . e e a d f he ee a g e . e de a . e a d eg a a h e he PRC, c d g b . ed ad . e a d e cha ac e , cha e a d a ce .
- O d a e 16. T c de a d a e he ed a. e d. e he R e f P ced e f Ge e a Mee g.

B de f he B a d f
Flat Glass Group Co., Ltd.
Ruan Hongliang
Chairman

J a . g, Zhe a g P ce, he PRC

4 Ma 2023

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

NOTICE OF AGM

Notes:

1. I de a ce a he Sha eh de 'e e e a e d a d e a he AGM, he eg e f e be f he C . a
¥ be c ed f . 1 J e 2023 (Th da) 6 J e 2023 (T e da) (b h da c e), d g ¥ h ch e d
a fe f ha e ¥ be eg eed. I de a f f a e d g a d g a he f he . g AGM, a a fe
d c . e . be dged ¥ h he C . a ' ha e eg a e ec f H Sha e , T c I e Se ce L . ed, a
17/F, Fa Ea F a ce Ce e, 16 Ha c R ad, H g K g (f h de f H Sha e), f eg a bef e 4:30 . .
Wed e da , 31 Ma 2023. H Sha eh de ¥ h e a e a ea he eg e f e be f he C . a Wed e da ,
31 Ma 2023 a e e ed a e d a d e a he AGM. The ec d da e a d a ge e e ec f he A Sha eh de
¥ h a e e ed a e d he AGM ¥ be de e . ed a d a ced e a a e he PRC b he C . a .
2. Sha eh de ¥ h a e e ed a e d a d e a he AGM. a a e . e . e . e a e d a d e he
beha f. A . eed be a Sha eh de .
3. The . e a g a . . be ¥ g de he ha d f a Sha eh de h a e d a h -ed
¥ g. If he Sha eh de a e ga e , ha . e . be e ec ed e he de ea de he ha d f
d ec he a e d a h ed g he a e .
4. I de be a d, he . f . . be de ed b ha d b , f h de f H Sha e f he C . a , he H
ha e eg a f he C . a , T c I e Se ce L . ed, a 17/F, Fa Ea F a ce Ce e, 16 Ha c R ad,
H g K g e ha 24 h bef e he . e f h d g he AGM. If he . f . . g ed b a e de a
¥ e fa e he a h , a a a c f ha ¥ e fa e a h ha be de ed a he a e
. e a . e ed he . f . . C . e a d e f he . f . ¥ ec de he Sha eh de f .
a e d g a d g e a he AGM a ad ed . ee g h d he ¥ h.
5. Sha eh de he . e ha de he de f ca d c . e ¥ he a e d g he AGM.
6. Sha eh de a e d g he AGM ha be e bef he ¥ a e a d acc . . da e . e e .
7. The add e f he head ff ce he PRC f he C . a 1999 Y he R ad, X -zh D c , J a . g, Zhe a g
P ce, he PRC.