



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)

**ANNOUNCEMENT ON THE REPURCHASE PLAN OF  
PART OF A SHARES BY WAY OF CENTRALISED PRICE BIDDING**

The Board (Board) of Flat Glass Group Co., Ltd. (Company), in accordance with the Provisions of the Securities and Futures Ordinance (Listing Rules) and the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong (Listing Rules), has adopted the following repurchase plan:

**IMPORTANT NOTICE:**

- Under the plan, the maximum number of shares to be repurchased is 10% of the total number of shares of the Company as at the end of the last financial year.
- The maximum price per share to be repurchased will be RMB300 (inclusive of dividends and interest) plus the RMB600 (inclusive of dividends and interest) in respect of the shares of the Company.
- Repurchase will be made in cash of up to 6% of the Company's net assets at the end of the last financial year.
- Repurchase will be made in cash of up to RMB300 million (inclusive of dividends and interest), or 150% of the Company's net assets (excluding any debt payable to the Company) at the end of the last financial year.
- Share repurchase will be effected through the centralised price bidding system of the Stock Exchange.

... : U... ,  
... f... f... , f...  
... 5% f... f... C... , D... ,  
... C...  
... If...  
... f... , C... f...  
...  
...

R... :

1. T... ff... f... C...  
...
2. T... f... f... f... C...;
3. T... ff... ff... f... C...  
... f... B... f... C...  
...

The Company will make decisions to repurchase and implement accordingly at the appropriate timing according to the market conditions within the repurchase period, and discharge its information disclosure obligations according to the progress of the repurchase of shares in a timely manner. Investors are advised to pay attention to investment risks.

## I. CONSIDERATION AND IMPLEMENTATION PROCEDURES OF THE REPURCHASE PLAN

### (I) Proposal of the share repurchase plan and consideration by the Board

B... C... f...  
C... , f... M.R...  
H... f... C... B...  
C... f... C... A...  
... f... S... S... E... f...  
... A... f... f...  
... F... I... A...  
F... G... G... C... , L... R... f... P... f... C... C...  
f... B... f... D... R... P... f... C... AS... (《福萊特玻璃集團股份有限公司關於收到實際控制人、董事長提議回購公司部分A股股份的提示性公告》)  
(A... N... : 2024 010) ... C... f... S... S...  
E... 9 F... 2024.

O 23 F , 2024, C 50 f B , R P R f P f A S C P B (《關於以集中競價交易方式回購部分A股股份方案的議案》) , f : f :8; :0; :0.

T f B S f-R S G f L C S S E N.7 R f S (R D 2023) (《上海證券交易所上市公司自律監管指引第7號 回購股份(2023年12月修訂)》) A f A f C .

**(II) Consideration of the share repurchase plan by the general meeting**

P A 27 30 f A f A f C , f f A f B ' f D , C f .

**II. MAJOR CONTENTS OF THE REPURCHASE PLAN**

**(I) Purpose of the Company's repurchase of shares**

B C ' f f C ' , f C ' - f C ' , C ' f C ' A f S S E f f A f f .

**(II) Type of shares proposed to be repurchased**

R - (A ) C .

**(III) Method of the proposed share repurchase**

T f S S E .

(IV) Repurchase period, commencement and ending dates

1. T C 6 f B
- f B , T C ,
2. T f f f
- (1) If f f f
- (2) If f f f f
- (3) If B f B ? f
3. T C .
- (1) F f f f C .
- (2) O C S R C ( CSRC ) S S E .
4. D f f f C . 10 f C . f f .

**(V) Use and number of shares proposed to be repurchased, proportion to the Company's total share capital and total amount of funds**

Use of the repurchase	Number of shares proposed to be repurchased (shares)	Proportion to the Company's total share capital (%)	Total amount of funds for the proposed repurchase (RMB0'000)	Implementation period of the repurchase
<p>The Company has proposed to repurchase 10,000,000 shares, which is 0.4253% of the total share capital. The total amount of funds for the proposed repurchase is RMB30,000,000. The implementation period of the repurchase is from June 1, 2015 to June 30, 2015.</p>	10,000,000	0.4253	30,000	6
<p>The Company has proposed to repurchase 20,000,000 shares, which is 0.8506% of the total share capital. The total amount of funds for the proposed repurchase is RMB60,000,000. The implementation period of the repurchase is from July 1, 2015 to July 31, 2015.</p>	20,000,000	0.8506	60,000	

Pursuant to Article 163 of the Company's Articles of Association, the Company may repurchase its shares in the following circumstances: (A) to increase the number of shares of the Company; (B) to reduce the Company's registered capital; (C) to acquire a new share; (D) to convert convertible bonds into shares; (E) to repurchase shares from the Company's employees; (F) to repurchase shares from the Company's directors, supervisors, and senior management; (G) to repurchase shares from the Company's shareholders; (H) to repurchase shares from the Company's creditors; (I) to repurchase shares from the Company's debtholders; (J) to repurchase shares from the Company's bondholders; (K) to repurchase shares from the Company's convertible bondholders; (L) to repurchase shares from the Company's convertible preferred shareholders; (M) to repurchase shares from the Company's convertible preferred bondholders; (N) to repurchase shares from the Company's convertible preferred debtholders; (O) to repurchase shares from the Company's convertible preferred bondholders; (P) to repurchase shares from the Company's convertible preferred debtholders; (Q) to repurchase shares from the Company's convertible preferred bondholders; (R) to repurchase shares from the Company's convertible preferred debtholders; (S) to repurchase shares from the Company's convertible preferred bondholders; (T) to repurchase shares from the Company's convertible preferred debtholders; (U) to repurchase shares from the Company's convertible preferred bondholders; (V) to repurchase shares from the Company's convertible preferred debtholders; (W) to repurchase shares from the Company's convertible preferred bondholders; (X) to repurchase shares from the Company's convertible preferred debtholders; (Y) to repurchase shares from the Company's convertible preferred bondholders; (Z) to repurchase shares from the Company's convertible preferred debtholders.

**(VI) Price for the repurchase**

The price for the repurchase shall not exceed RMB30 (inclusive) per share. The price for the repurchase shall be determined by the Company's board of directors based on the Company's financial condition and the market price of the Company's shares. The price for the repurchase shall not exceed 150% of the price of the Company's shares on the date of the repurchase. The price for the repurchase shall be determined by the Company's board of directors based on the Company's financial condition and the market price of the Company's shares.

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**(VII) Source of funds for the repurchase**

The Company has used the following sources of funds for the repurchase:  Cash

**(VIII) Expected changes in the Company's shareholding structure after the repurchase**

Assuming the Company repurchases the maximum amount of RMB300 million (approximately 12,260,000 shares) at the upper limit of the repurchase amount (RMB600 million), the Company's shareholding structure will change from RMB300 million (approximately 10,000,000 shares) to RMB600 million (approximately 20,000,000 shares). Under the above assumptions, the Company's shareholding structure will be as follows:

Type of shares	Before repurchase		After repurchase at the lower limit of the repurchase amount		After repurchase at the upper limit of the repurchase amount	
	Number (shares)	Percentage	Number (shares)	Percentage	Number (shares)	Percentage
<b>I. Shares subject to trading moratorium</b>	<b>2,260,000</b>	<b>0.10%</b>	<b>12,260,000</b>	<b>0.52%</b>	<b>22,260,000</b>	<b>0.95%</b>
RMB <input checked="" type="checkbox"/> (A shares)	2,260,000	0.10%	12,260,000	0.52%	22,260,000	0.95%
<b>II. Shares not subject to trading moratorium</b>	<b>2,349,064,235</b>	<b>99.90%</b>	<b>2,339,064,235</b>	<b>99.48%</b>	<b>2,329,064,235</b>	<b>99.05%</b>
1. RMB <input checked="" type="checkbox"/> (A shares)	1,899,064,235	80.76%	1,889,064,235	80.34%	1,879,064,235	79.92%
2. O <input checked="" type="checkbox"/> (H shares)	450,000,000	19.14%	450,000,000	19.14%	450,000,000	19.14%
<b>Total number of shares</b>	<b><u>2,351,324,235</u></b>	<b><u>100.00%</u></b>	<b><u>2,351,324,235</u></b>	<b><u>100.00%</u></b>	<b><u>2,351,324,235</u></b>	<b><u>100.00%</u></b>

Notes:

1. The Company has used the following sources of funds for the repurchase:  Cash. The Company has used the following sources of funds for the repurchase:  Cash.

2. The Company has used the following sources of funds for the repurchase:  Cash.

**(IX) Analysis on the possible impact of the repurchase of shares on, among other things, the Company’s daily operation, financial conditions, research and development, profitability, debt repayment ability, future development and maintenance of listing status**

As of 30 September 2023 (reporting date), the Company’s share repurchase program has a maximum amount of RMB41,207 million, of which RMB22,070 million has been used for share repurchase. The Company has repurchased 1,000,000 shares of its ordinary shares with a total amount of RMB7,586 million. Based on the share price of the Company’s ordinary shares on the reporting date, the maximum number of shares that can be repurchased under the share repurchase program is approximately 1.46%, 2.72% and 7.91% of the total number of shares outstanding as of 30 September 2023, respectively.

Based on the share price of the Company’s ordinary shares on the reporting date, the maximum number of shares that can be repurchased under the share repurchase program is approximately 1.46%, 2.72% and 7.91% of the total number of shares outstanding as of 30 September 2023, respectively.

**(XI) Details of the listed company's inquiry on whether the Directors, supervisors, senior management, controlling shareholders, de facto controller, repurchase proposer and shareholders holding more than 5% of shares have any plans to decrease their shareholdings in the Company in the next three or six months and so forth**

Under the supervision of the Board of Directors, the Company has conducted a comprehensive investigation on whether the Directors, supervisors, senior management, controlling shareholders, de facto controller, repurchase proposer and shareholders holding more than 5% of shares have any plans to decrease their shareholdings in the Company in the next three or six months and so forth. The Company has confirmed that the Board of Directors, supervisors, senior management, controlling shareholders, de facto controller, repurchase proposer and shareholders holding more than 5% of shares do not have any plans to decrease their shareholdings in the Company in the next three or six months and so forth.

**(XII) Circumstances relating to the repurchase proposed by the proposer**

M. R. H. has submitted a written statement to the Company, stating that he has no plans to decrease his shareholdings in the Company in the next three or six months and so forth.

M. R. H. has submitted a written statement to the Company, stating that he has no plans to decrease his shareholdings in the Company in the next three or six months and so forth.

**(XIII) Relevant arrangements for the cancellation or transfer of the repurchased shares according to laws**

If the Company repurchases shares, it will cancel the shares in accordance with the relevant laws and regulations.

**(XIV) Relevant arrangements for the prevention of acts prejudicing the interests of the creditors of the Company**

The Company will take measures to prevent acts prejudicing the interests of the creditors of the Company.



**(XV) Specific authorization for handling matters relating to the repurchase of shares**

I.  The Board of Directors is authorized to execute, in its discretion, all matters relating to the repurchase of shares of the Company, including but not limited to the following:

B.  The Board of Directors is authorized to execute, in its discretion, all matters relating to the repurchase of shares of the Company, including but not limited to the following:

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4.  The Board of Directors is authorized to execute, in its discretion, all matters relating to the repurchase of shares of the Company, including but not limited to the following:
5.  The Board of Directors is authorized to execute, in its discretion, all matters relating to the repurchase of shares of the Company, including but not limited to the following:

**III. RISKS OF UNCERTAINTY OF THE REPURCHASE PLAN**

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The Company will make decisions to repurchase and implement accordingly at the appropriate timing according to the market conditions within the repurchase period, and discharge its information disclosure obligations according to the progress of the repurchase of shares in a timely manner. Investors are advised to pay attention to investment risks.

Flat Glass Group Co., Ltd.  
Ruan Hongliang  
Chairman

2023 Financial Report  
2023 Financial Report

Chairman: Ruan Hongliang, Chairman of the Board  
Chairman of the Board: M. R. H. J., M. J. J.,  
M. R. H. J., M. S. Q. f.;  
M. P., M. H. F., M. N., K. C.