

Hong Kong Exchange and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 CHANGES IN REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of Flat Glass Group Co., Ltd. (the **Company**) in relation to the results of the Issuance of A Shares to Specific Subscribers and change in share capital dated 2 August 2023 (the **Announcement**). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Company issued 40 million A Share convertible bonds at a par value of RMB100 each on 20 May 2022, with the total amount of capital raised at RMB4,000 million. As of 19 July 2023, there were accumulative 1,207 A Shares converted from A Share convertible bonds of the Company.

Upon receipt of approval in the Reply to the Non-public Issuance of A Shares of Flat Glass Group Co., Ltd. (Zheng Jian Xu Ke No.[2022]2742) issued by the CSRC, the Company completed the Issuance of A Shares to Specific Subscribers, pursuant to which a total of 204,429,301 A Shares were issued, with a par value RMB0.25 each at an issue price of RMB29.35 per Share. The procedures for registration and custody at China Securities Depository and Clearing Corporation Limited Shanghai Branch for the new A Shares issued under the Issuance of A Shares to Specific Subscribers were completed on 1 August 2023.

In light of the change of share capital of the Company as a result of both the conversion of A Share convertible bonds and the Issuance of A Shares to Specific Subscribers, the registered capital of the Company was changed from RMB536,723,313.50 to RMB587,830,940.50, and the total number of issued Shares was changed from 2,146,893,254 to 2,351,323,762. The Board has amended the relevant provisions in the Articles of Association to reflect such changes in the Company's registered share capital and total number of issued Shares.

The specific amendments to the Articles of Association are as follows:

| Before amendment | After amendment |
|--|---|
| <p>Article 17 The Company has a total of 2,146,893,254 issued shares. The capital structure of the Company comprises of 2,146,893,254 ordinary shares, including 1,696,893,254 domestic shares (A shares), accounting for 79.04% of the total issued shares of the Company and 450,000,000 overseas-listed foreign shares (H shares), accounting for 20.96% of the total issued shares of the Company.</p> | <p>Article 17 The Company has a total of 2,351,323,762 issued shares. The capital structure of the Company comprises of 2,351,323,762 ordinary shares, including 1,901,323,762 domestic shares (A shares), accounting for 80.86% of the total issued shares of the Company and 450,000,000 overseas-listed foreign shares (H shares), accounting for 19.14% of the total issued shares of the Company.</p> |
| <p>Article 21 The Company's registered capital is RMB536,723,313.50. The change in registered capital of the Company shall be registered at the competent Administration for Industry and Commerce.</p> | <p>Article 21 The Company's registered capital is RMB587,830,940.50. The change in registered capital of the Company shall be registered at the competent Administration for Industry and Commerce.</p> |

Save for the above-mentioned amendments, the other provisions of the Articles of Association will remain unchanged.

Pursuant to the resolutions passed at the 2021 second extraordinary general meeting, 2021 second A share class meeting, 2021 second H share class meeting, 2022 first extraordinary general meeting, 2022 first A share class meeting, 2022 first H share class meeting, 2023 First EGM and 2023 First Class Meetings, the Board was authorized to amend the provisions in the Articles of Association on the registered capital and number of issued Shares of the Company, and the Board and its delegates were authorized to handle the changes of the relevant industrial and commercial registration in relation to the share capital change as a result of the public issuance of A Share convertible bonds and the Issuance of A Shares to Specific Subscribers. Therefore, there is no need to submit to the shareholders' general meeting of the Company for consideration of the changes in registered capital and amendments to the Articles of Association due to share conversion from A Share convertible bonds and the Issuance of A Shares to Specific Subscribers.

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

Jiaxing, Zhejiang Province, the People's Republic of China
 9 August 2023

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