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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)**

**POLL RESULTS OF THE 2018 ANNUAL GENERAL MEETING,  
THE 2019 FIRST A SHAREHOLDERS' CLASS MEETING AND  
THE 2019 FIRST H SHAREHOLDERS' CLASS MEETING**

Reference is made to the circular of Flat Glass Group Co., Ltd. (the “**Company**”) dated 9 May 2019 (the “**Circular**”), and the notices of the Company dated 9 May 2019 in relation to the AGM and the 2019 First Class Meetings convened on 24 June 2019. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the resolutions as set out in the notices of the AGM and the 2019 First Class Meetings dated 9 May 2019 were duly passed by way of poll at the 2018 AGM and the 2019 First Class Meetings held on 24 June 2019.

The AGM and the 2019 First Class Meetings were held at the Conference Room, Flat Glass Group Co. Ltd., 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the People's Republic of China on Monday, 24 June 2019.

As at the date of the AGM, the 2019 First A Shareholders' Class Meeting and the 2019 First H Shareholders' Class Meeting:

- (i) the total number of Shares entitling the holders to attend the AGM was 1,950,000,000 Shares (comprising 1,500,000,000 A Shares and 450,000,000 H Shares), representing 100.0% of the total issued share capital of the Company. The Shareholders in attendance either in person or by proxy at the AGM, held a total of 1,459,597,000 Shares, representing approximately 74.85% of the Company's total Shares with voting rights;
- (ii) the total number of A Shares entitling the holders to attend the 2019 First A Shareholders' Class Meeting was 1,500,000,000 A Shares, representing 100% of the total issued A Shares of the Company. The holders of the A Shares in attendance either in person or by proxy at the 2019 First A Shareholders' Class Meeting held a total of 1,350,043,000 A Shares, representing 90.00% of the Company's total A Shares with voting rights; and

(iii) the total number of H Shares entitling the holders to attend the H Shareholders' Class Meeting was 450,000,000 H Shares, representing 100% of the total issued H Shares of the Company. The holders of H Shares in attendance either in person or by proxy at the H Shareholders' Class Meeting held a total of 83,844,000 H Shares, representing approximately 18.63% of the Company's total H Shares with voting rights.

There were no Shares of the Company entitling the holders to attend and vote only against the resolutions proposed at the AGM, the 2019 First A Shareholders' Class Meeting and the 2019 First H Shareholders' Class Meeting. No party has stated his or her or its intention in the Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM, the 2019 First A Shareholders' Class Meeting and the 2019 First H Shareholders' Class Meeting.

Other than the Connected Subscribers who abstained from voting on Resolution 25 at the AGM, no Shareholder was required to abstain from voting at the AGM, the 2019 First A Shareholders' Class Meeting and the 2019 First H Shareholders' Class Meeting. Mr. Ruan Hongliang, Ms. Jiang Jinhua, Ms. Ruan Zeyun, Mr. Zhao Xiaofei, Mr. Wei Yezhong, Mr. Shen Qifu, Mr. Zheng Wenrong, Mr. Shen Fuquan and Mr. Zhu Quanming, being the Connected Subscribers and in aggregate accounted for 65.98% of the issued share capital of the Company, have abstain from voting on the Resolution 25 approving the Possible Subscription at the AGM.

## RESULTS OF THE 2018 ANNUAL GENERAL MEETING

The table below sets out the results of voting at the AGM:

RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)		
		For	Against	Abstain
<b>Ordinary resolution 1.</b>	To consider and approve the report of the Board for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 2.</b>	To consider and approve the report of the board of Supervisors for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 3.</b>	To consider and approve the audited consolidated financial statements of the Company and its subsidiaries for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 4.</b>	To consider and approve the annual report of the Company for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 5.</b>	To consider and approve the report on the Company's final accounts for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)

RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)		
		For	Against	Abstain
<b>Ordinary resolution 6.</b>	To consider and approve the report on the Company's financial budget for the year ending 31 December 2019.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 7.</b>	To consider and approve the profit distribution plan and payment of the final dividend of RMB4.5 cents per ordinary share of the Company (before tax) for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 8.</b>	To consider and approve the Company to adopt CASBE in the preparation of its financial statements.	1,453,845,200 (99.6059)	5,742,700 (0.3934)	9,100 (0.0007)
<b>Ordinary resolution 9.</b>	To consider and approve the appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP. in the PRC as the Company's auditors until the conclusion of the next annual general meeting of the Company, and to approve and authorise the Board to determine its remuneration.	1,453,845,200 (99.6059)	5,742,700 (0.3934)	9,100 (0.0007)
<b>Ordinary resolution 10.</b>	To consider and approve the cessation of appointment of Messrs. Deloitte Touche Tohmatsu in Hong Kong as the Company's international auditor.	1,453,845,200 (99.6059)	5,742,700 (0.3934)	9,100 (0.0007)
<b>Ordinary resolution 11.</b>	To consider and approve the proposal on determination of the remuneration of the directors of the Company for the year ending 31 December 2019.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 12.</b>	To consider and approve the proposal on determination of the remuneration of the supervisors of the Company for the year ending 31 December 2019.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 13.</b>	To consider and approve the Environmental, Social and Governance Report of the Company for the year ended 31 December 2018.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)

RESOLUTIONS		Number of votes cast <i>(Approximate percentage of total number of votes cast)</i>		
		For	Against	Abstain
<b>Special resolution 14.</b>	To consider and approve:			
	(i) the Proposed Articles Amendments; and	1,453,845,200 (99.6059)	32,700 (0.0022)	5,719,100 (0.3919)
	(ii) to authorise the Board to make relevant adjustments and revisions to the Articles of Association in accordance with the requirements and opinions of the relevant government departments and regulatory authorities in the PRC, including but not limited to adjustments and revisions to characters, chapters and articles.	1,453,845,200 (99.6059)	32,700 (0.0022)	5,719,100 (0.3919)
<b>Special resolution 15.</b>	To consider and approve the Report on the Company's Compliance of the Conditions for the Proposed Issuance of A Share Convertible Bonds.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)

RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)		
		For	Against	Abstain
<b>Special resolution 16.</b>	To consider and approve the grant of specific mandate to the Board to issue the A Share Convertible Bonds pursuant to the A Share Convertible Bonds Issuance Plan:			
	(i) Type of bonds to be issued	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(ii) Issue size	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(iii) Par value and issue price	1,459,555,200 (99.9971)	41,800 (0.0029)	0 (0.0000)
	(iv) Bonds term	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(v) Bonds interest	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(vi) Method and timing of interest payment	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(vii) Conversion period	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(viii) Determination and adjustment of conversion price	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(ix) Downward adjustment to the conversion price	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(x) Determination of the number of conversion shares and methods for determining the number of shares for conversion when there is insufficient balance on conversion into one share	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xi) Terms of redemption	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xii) Terms of sell back	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xiii) Dividend rights for the conversion year	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xiv) Method of issuance and target investors	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)

RESOLUTIONS		Number of votes cast (Approximate percentage of total number of votes cast)		
		For	Against	Abstain
	(xv) Subscription arrangement for existing A Shareholders	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xvi) Relevant matters on Bondholders' meetings	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xvii) Use of proceeds	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xviii) Management and deposit of proceeds	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xix) Guarantee	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
	(xx) Validity period of the Plan	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Special resolution 17.</b>	To consider and approve the Preliminary Plan of the Proposed Issuance of A Share Convertible Bonds.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Special resolution 18.</b>	To consider and approve the Feasibility Report on the Proposed Issuance of A Share Convertible Bonds.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 19.</b>	To consider and approve the Report on Use of Previous Proceeds.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 20.</b>	To consider and approve the Rules for A Share Convertible Bondholders' Meetings.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 21.</b>	To consider and approve the Impact of the Dilution of Immediate Return as a Result of the Initial Public Offering of A Share Convertible Bonds on Major Financial Indicators of the Company and the Remedial Measures adopted by the Company and related Undertakings.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 22.</b>	To consider and approve the Undertakings by the Directors, Senior Management of the Company, Controlling Shareholders and Actual Controllers of the Company on the Actual Performance of the Remedial Measures for the Dilution of Current Returns of the Company.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Special resolution 23.</b>	To consider and approve the authorisation of the Board and its authorised persons to manage the matters relating to the Proposed Issuance of A Share Convertible Bonds.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)

RESOLUTIONS		Number of votes cast <i>(Approximate percentage of total number of votes cast)</i>		
		For	Against	Abstain
<b>Special resolution 24.</b>	To consider and approve the Shareholders' Dividend Distribution Plan for the Years Ending 31 December 2019, 2020 and 2021.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)
<b>Ordinary resolution 25.</b>	To consider and approve the proposal on the Possible Subscription for A Share Convertible Bonds by Mr. Ruan Hongliang, Ms. Jiang Jinhua, Ms. Ruan Zeyun and Mr. Zhao Xiaofei, controlling shareholders of the Company, Mr. Wei Yezhong and Mr. Shen Qifu, executive directors of the Company, and Mr. Zheng Wenrong, Mr. Shen Fuquan and Mr. Zhu Quanming, supervisors of the Company.	173,863,200 (99.9760)	32,700 (0.0188)	9,100 (0.0052)
<b>Special resolution 26.</b>	To consider and approve the guarantees to be provided by the Group for its potential credit facilities of up to RMB1.5 billion and to authorize the chairman of the Company and its authorized persons to sign all legal documents relating to the credit facilities, and the validity period of this resolution to be valid until the date of the next annual general meeting of the Company.	1,459,555,200 (99.9971)	32,700 (0.0022)	9,100 (0.0007)

As the above ordinary resolutions were passed by more than half of the votes and special resolutions were passed by more than two-thirds of the votes, all of the above resolutions were duly passed by the Shareholders.

#### **RESULT OF THE 2019 FIRST A SHAREHOLDERS' CLASS MEETING:**

The table below sets out the results of voting at the 2019 First A Shareholders' Class Meeting:

SPECIAL RESOLUTION		Number of votes cast (Approximate Percentage of total number of votes cast)		
		For	Against	Abstain
(1)	To consider and approve the grant of specific mandate to the Board to issue the A Share Convertible Bonds pursuant to the A Share Convertible Bonds Issuance Plan:			
	(i) Type of bonds to be issued;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(ii) Issue size;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(iii) Par value and issue price;	1,350,001,200 (99.9969)	41,800 (0.0031)	0 (0.0000)
	(iv) Bonds term;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(v) Bonds interest;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(vi) Method and timing of interest payment;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(vii) Conversion period;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(viii) Determination and adjustment of conversion price;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(ix) Downward adjustment to the conversion price;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(x) Determination of the number of conversion shares and methods for determining the number of shares for conversion when there is insufficient balance on conversion into one share;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xi) Terms of redemption;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xii) Terms of sell back;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xiii) Dividend rights for the conversion year;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xiv) Method of issuance and target investors;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xv) Subscription arrangement for existing A Shareholders;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)



SPECIAL RESOLUTION		Number of votes cast (Approximate Percentage of total number of votes cast)		
		For	Against	Abstain
	(xvi) Relevant matters on Bondholders' meetings;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xvii) Use of proceeds;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xviii) Management and deposit of proceeds;	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xix) Guarantee; and	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
	(xx) Validity period of the Plan.	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)
(2)	To consider and approve the authorisation of the Board and its authorised persons to manage the matters relating to the Proposed Issuance of A Share Convertible Bonds.	1,350,001,200 (99.9969)	32,700 (0.0024)	9,100 (0.0007)

As the above special resolutions numbered 1 to 2 were passed by more than two-thirds of the votes, all of the above resolutions were duly passed by the Shareholders.

## RESULT OF THE 2019 FIRST H SHAREHOLDERS' CLASS MEETING:

The table below sets out the results of voting at the 2019 First H Shareholders' Class Meeting:

SPECIAL RESOLUTION		Number of votes cast <i>(Approximate Percentage of total number of votes cast)</i>		
		For	Against	Abstain
(1)	To consider and approve the grant of specific mandate to the Board to issue the A Share Convertible Bonds pursuant to the A Share Convertible Bonds Issuance Plan:			
	(i) Type of bonds to be issued;	83,844,000 (100)	0 (0)	0 (0)
	(ii) Issue size;	83,844,000 (100)	0 (0)	0 (0)
	(iii) Par value and issue price;	83,844,000 (100)	0 (0)	0 (0)
	(iv) Bonds term;	83,844,000 (100)	0 (0)	0 (0)
	(v) Bonds interest;	83,844,000 (100)	0 (0)	0 (0)

SPECIAL RESOLUTION		Number of votes cast (Approximate Percentage of total number of votes cast)		
		For	Against	Abstain
	(vi) Method and timing of interest payment;	83,844,000 (100)	0 (0)	0 (0)
	(vii) Conversion period;	83,844,000 (100)	0 (0)	0 (0)
	(viii) Determination and adjustment of conversion price;	83,844,000 (100)	0 (0)	0 (0)
	(ix) Downward adjustment to the conversion price;	83,844,000 (100)	0 (0)	0 (0)
	(x) Determination of the number of conversion shares and methods for determining the number of shares for conversion when there is insufficient balance on conversion into one share;	83,844,000 (100)	0 (0)	0 (0)
	(xi) Terms of redemption;	83,844,000 (100)	0 (0)	0 (0)
	(xii) Terms of sell back;	83,844,000 (100)	0 (0)	0 (0)
	(xiii) Dividend rights for the conversion year;	83,844,000 (100)	0 (0)	0 (0)
	(xiv) Method of issuance and target investors;	83,844,000 (100)	0 (0)	0 (0)
	(xv) Subscription arrangement for existing A Shareholders;	83,844,000 (100)	0 (0)	0 (0)
	(xvi) Relevant matters on Bondholders' meetings;	83,844,000 (100)	0 (0)	0 (0)
	(xvii) Use of proceeds;	83,844,000 (100)	0 (0)	0 (0)
	(xviii) Management and deposit of proceeds;	83,844,000 (100)	0 (0)	0 (0)
	(xix) Guarantee; and	83,844,000 (100)	0 (0)	0 (0)
	(xx) Validity period of the Plan.	83,844,000 (100)	0 (0)	0 (0)
(2)	To consider and approve the authorisation of the Board and its authorised persons to manage the matters relating to the Proposed Issuance of A Share Convertible Bonds.	83,844,000 (100)	0 (0)	0 (0)

As the above special resolutions numbered 1 to 2 were passed by more than two-thirds of the votes, all of the above resolutions were duly passed by the Shareholders.

In accordance with Rule 13.95(5) of the Listing Rules, Tricor Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer for the purpose of vote-taking of H shares at the AGM and the 2019 First H Shareholders' Class Meeting.

In accordance with the Company's PRC legal advisor, Grandall Law Firm (Nanjing) (國浩律師(南京)事務所), two representatives of Shareholders and a representative of supervisors of the Company also jointly acted as the scrutineers for the vote-taking of A shares at the AGM and the 2019 First A Shareholders' Class Meeting.

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

Jiaxing, Zhejiang Province P.R.C, 24 June 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Ruan Hongliang, Ms. Jiang Jinhua, Mr. Wei Yezhong and Mr. Shen Qifu, and the independent non-executive directors of the Company are Mr. Cui Xiaozhong, Ms. Hua Fulan and Mr. Ng Ki Hung.*