HI CI C LA I IM A A D E I E IMMEDIA EA E I

I ta a a ec f c c a a e ac be a e d c a c b e e e e ed dea e ec e ba a a e c fe a acc a e fe a ad e

I **t** a ae e C a da ce a d c c a e e e acc a f f e c a e e a fe ee e ba c b e e a e e a e a fe a effec ed f a e c a e a fe ee

H K E c a e a d C ea L ed a d T e S c E c a e f H K L ed a e e b f e c e f c c a a e e e e a a acc ac c e e e a d e e d c a a ab a e e f a e e a f e a ce e e a a f e c e f c c a

T c c a f c e D ec f e C a c ec e a d d d a acce fi e b c de a c a e c a ce e R e G e e L f Sec e T e S c E c a e f H K L ed f e e f f a e a d e C a T e D ec a ade a ea ab e e e c f a e be f e ed e a d be ef e f a c a ed c c a acc a e a d c e e a a e a e ec a d ead dece e a d e e a e e a e e f c d a e a a e e e e c c a ead

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福萊特玻璃集團股份有限公司

F tG G C., Lt .

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

(t : 6865)

ED AD I F
HE A HA E I I CE I E CHE E
A D
ICE F
2021 HI D E A DI A GE E AL EE I G A D
2021 HI D H HA EH LDE 'CLA EE I G

N ce c e e 2021 T d EGM a d 2021 T d H S a e de ' C a Mee be e d a e C fe e ce R 2 d F Ad a e B d F a G a G C., L d., 959 Y e R ad, X D c J a Z e a P ce e Pe e' Re b c f C a a 2:00 18 N e be 2021 (T da) e a e 57 58 a d a e 59 60 f c c a

P f f e a e 2021 T d EGM a d 2021 T d H S a e de ' C a Mee a e a e c ed c c a If e d a e d e ee b a e e ed c e e a d e e e c ed f ( ) acc da ce e c ed e e e C a H a e e a H K T c I e Se ce L ed a Le e 54, H e e Ce e, 183 Q ee ' R ad Ea H K (f H S a e de), e C a e e ed ff ce e PRC a 1999 Y e R ad, X D c J a Z e a P ce e Pe e' Re b c f C a (f A S a e de) a a be b a e e b a e a 24 bef e e e a ed f d f e ee a ad e e e f. C e a d e f e f a ec de f a e d a d e a e e e a ee a ad ed ee d

27 Oc be 2021

C E

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ICE F HE 2021 HI D E A DI A GE E AL MEE I G 57

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DEFINITIONS

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

"2021 Third A Shareholders' Class Meeting"	the class meeting of A Shareholders to be held at the Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, PRC on 18 November 2021 (or any adjournment thereof), immediately after the conclusion of the 2021 Third EGM, or whichever is later
"2021 Third Class Meetings"	the 2021 Third A Shareholders' Class Meeting and the 2021 Third H Shareholders' Class Meeting
"2021 Third EGM"	the 2021 third extraordinary general meeting of the Company, proposed to be held at 2:00 p.m. on 18 November 2021 at the Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC
"2021 Third H Shareholders' Class Meeting"	the class meeting of the H Shareholders to be held at the Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC on 18 November 2021 (or any adjournment thereof), immediately after the conclusion of the 2021 Third A Shareholders' Meeting, or whichever is later
"A Share(s)"	A share(s) of the Company with a nominal value of RMB0.25 each which are listed on the SSE and traded in RMB (stock code: 601865)
"Administrative Measures"	the Administrative Measures on Share Incentives of Listed Companies (《上市公司股權激勵管理辦法》)
"articles of association"	the articles of association of the Company
"associate(s)"	has the meaning ascribed thereto under the Listing Rules
"Board"	the board of directors of the Company
"Company"	福萊特玻璃集團股份有限公司 (Flat Glass Group Co., Ltd.*), a joint stock company established in the PRC with limited liability, the H Shares and A Shares of which are listed on the main board of the Hong Kong Stock Exchange and Shanghai Stock Exchange, respectively
"Company Law"	the Company Law of the People's Republic of China

connected person(s)	has the meaning ascribed to it under the Listing Rules
CSRC	China Securities Regulatory Commission
Date of Grant	the date on which the Company grants the Share Options to the Participants, which must be a trading day under the SSE Listing Rules
Depository and Clearing Corporation	China Securities Depository and Clearing Corporation Limited, Shanghai Branch
Director(s)	the director(s) of the Company
Exercise Conditions	the conditions required to be satisfied by the Participants to exercise the Share Options under the Scheme
Exercise Date	the date on which the Participants are entitled to exercise the Share Options, which must be a trading day under the SSE Listing Rules
Exercise Period	the exercise period as set out in the Scheme
Exercise Price	the price for the Participants to purchase A Shares, as determined by the Company when the Participants are being granted with the Share Options
Grant	a total of 5,947,858 Share Options granted by the Company to the Participants under the Scheme
H Share(s)	overseas-listed foreign invested ordinary share(s) with a nominal value of RMB0.25 each in the share capital of the Company, which is/are listed on the Hong Kong Stock Exchange and are traded in Hong Kong dollars
H Share Shareholder(s)	the holder(s) of the H Share(s)
Hong Kong	the Hong Kong Special Administrative Region of the PRC
Independent Director(s)	the independent non-executive director(s) of the Company
Latest Practicable Date	25 October 2021, being the latest practicable date for ascertaining certain information contained in this circular before the printing of this circular
Listing Rules	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

Participant(s)	the directors and mid-level management and technical personnel of the Company who are granted the Share Options under the Scheme
PRC	the People's Republic of China, which, for the purpose of this circular, excludes Hong Kong, the Macao Special Administrative Region and Taiwan
Remuneration Committee	the Remuneration Committee under the Board
RMB	Renminbi, the lawful currency of the PRC
Scheme or A Share Option Incentive Scheme	the 2021 Share Option Incentive Scheme of Flat Glass Group Co., Ltd. (Revised Version)
Securities Law	the Securities Law of the People's Republic of China
Share(s)	A Share(s) and H Share(s)
Shareholder(s)	the holders of A Shares and holders of the H Shares of the Company
Share Option(s)	the rights to be granted to a Participant by the Company, according to which such Participant may purchase a certain number of Shares of the Company under the pre-determined conditions within a particular period of time in the future
SSE	the Shanghai Stock Exchange
SSE Listing Rules	the Shanghai Stock Exchange Listing Rules
Stock Exchanges	the SSE and the Stock Exchange
Stock Exchange or Hong Kong Stock Exchange	The Stock Exchange of Hong Kong Limited
Supervisor(s)	the supervisor(s) of the Company
Supervisory Committee	the supervisory committee of the Company
Validity Period	the period from the date on which Share Options are granted to the date on which all Share Options have been exercised or cancelled

Ve Pe d–	e e d f e da e c e e a f e a f S a e O c e ed e E e c e Da e f e S a e O
%–	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:
Mr. Ruan Hongliang *(Chairman)*
Ms. Jiang Jinhua
Mr. Wei Ye
Mr. Shen Qifu

Independent non-executive Directors:
Ms. Xu Pan
Ms. Hua Fulan
Mr. Ng Yau Kuen Carmen

Registered office, headquarters and principal place of business in the PRC:
1999 Yunhe Road
Xiuzhou District, Jiaxing
Zhejiang Province, PRC

Principal place of business in Hong Kong:
Unit 6, 11/F, Prosperity Place,
6 Shing Yip Street, Kwun Tong,
Kowloon, Hong Kong

27 October 2021

To the Shareholders

Dear Sir or Madam,

PROPOSED ADOPTION OF THE A SHARE OPTION INCENTIVE SCHEME AND NOTICE OF 2021 THIRD EXTRAORDINARY GENERAL MEETING AND 2021 THIRD H SHAREHOLDERS' CLASS MEETING

I. INTRODUCTION

Reference is made to the announcements of the Company dated 17 August 2021 and 12 October 2021 in relation to the proposed adoption of the A Share Option Incentive Scheme.

The purpose of this circular is to provide you with information in connection with, among other things, the resolutions to be considered and approved, (i) the proposed adoption of the A Share Option Incentive Scheme; and (ii) the notices of the 2021 Third EGM and 2021 Third H Shareholders' Class Meeting.

II. ED AD I F HEA HA E I I CE I E CHEME

A. I t t

A e 2021 T d EGM a d e 2021 T d H S a e de ' C a Mee , e be , ed f e a , a a d ad , f e A S a e O , I ce e Sc e e , c , a e , e , , ed G a e Pa c a , e be f e S a e O , , , ed be a ed eac Pa c a a d e E e c e P ce a e c a ed. Eac f e , , ed G a a D ec a bee a , ed b e I de e de D ec c a ce R e 17.04(1) f e L R e . P a e A S a e O , I ce e Sc e e, I de e de D ec a e e b e Pa c a a d e e I de e de D ec a a Pa c a .

P ea e efe A , e d I a d II c c a f f de a f e e f a c a ed ec c d b ed e c e f e b e Pa c a , e , , ed G a , e be f e S a e O , , , ed be a ed eac Pa c a , Va d Pe d , e , e f a ce a e e d ca f e C a a d e Pa c a c e e e c e f e S a e O , c d a , , e a e e e d , e E e c e P ce a d ad e , e E e c e Pe d a d c c a ce de c e S a e O , a a e.

B. t t t t t t

F e , , e f f e e c , a e e a ce c e f e C a e ab a d e a c e - e ce e a d c a ec a f e C a a ac a d e a a e , f b e , ac e e a d c ea e f e e a d d- e e a a e e a d ec ca , e e f e C a effec e , e c e e e f e c e ea a d e c ec e e e f e e e , e, effec e a e e e f S a e de , e C a a d e c e a a e e ea , e ab a , a e f c e - e de e , e f e C a a de e ac e e e f e de e , e a e e a d , e a bec e f e C a e Sc e e ade e , e e f f , ec e e e f S a e de a d e , c , e f c ee a e c b , a d acc da ce e e e e de e e e a a , e a a d a e d c e c d e C a La e Sec e La a d e Ad a e Mea e , a e a e e e e de e A c e f A c a .

Pa c a f e Sc e e a e e e a d d- e e a a e e a d ec ca , e e f e C a a a e da e f e a ce e f e d af Sc e e , b ed e eb e f e SSE. T e Re e a C ee a , e , a e a fe b e c , e f e Pa c a f e Sc e e a d e a be e e ed a d c f ed b e S e C ee. N e f e , a c a f e A S a e O I ce e Sc e e a D ec S , e f e C a E ce f M . Z Y , (祝宇平), f M . Z Q a (祝全明), a S , e f e C a a c ec ed , e f e C a e f e Pa c a de e

T e C , a ad , .ed . e Re . . c.ed A S a e I ce . e Sc e e f 2020 (. e **t t A I t** –) a. , . a a e e a ee. J e 2020. T e c , e f , a . c , a . de . e A S a e O, . I ce . e Sc e e a e b ade . a . a. f . e Re . . c.ed A S a e I ce . e Sc e e. S, ec f ca e a d d- e e a a e e . a d .ec ca . .aff a. . e G , ' , e a. e e c d . fac. e a . .a f 289 . .aff a e c e ed b . e f . . a . f A S a e O, . I ce . e Sc e e, e e a d d- e e a a e e . a d .ec ca . .aff . . e c e .ea f . e G , a . .a f 18 . .aff e e c e ed b . e Re . . c.ed A S a e I ce . e Sc e e. I add . , c , a ed . . e Re . . c.ed A S a e I ce . e Sc e e e e . e , a . c , a . a e e ed . a e ade a.e f a c a e ce . . , a f . e e . . c.ed A S a e a .ed . . e a . e a . , ce, , a . c , a . de . e A S a e O, . I ce . e Sc e e a e e ed . , a f . e e e c e , ce f . e A S a e , e e c e f . e A S a e O, . a .ed . . e . A . e a e . , a . c , a . de . e A S a e O, . I ce . e Sc e e a e d ffe e . f . a. f . e Re . . c.ed A S a e I ce . e Sc e e, . e . a.e . .aff ce . e a d .a e . e.a , , . e. ac e ed de . e. e. ce . e c e e a e d ffe e . . T e e . e a, , , a . c , a . de . e A S a e O, . I ce . e Sc e e a d . e Re . . c.ed A S a e I ce . e Sc e e.

P ea e efe . A, , e d III . . . c c a f de.a f . e . . f . e 289 Pa . c , a . de . e f . . a . f . e Sc e e.

C. t t t t t t

T e ce f . e de a e f . e Sc e e a be A S a e f . e C , a . be d ec . ed . . e Pa . c , a . . O e A S a e be . . ed , e e c e f . e S a e O, . , , ed . be a .ed de . e Sc e e, a d H S a e ca be . . ed de . e A S a e O, . I ce . e Sc e e. T e , , ed ad , . f . e A S a e . be a .ed de . e A S a e O, . I ce . e Sc e e be ade acc da ce . . e , ec f c a da.e . a. . e 2021 T d EGM a d . e 2021 T d C a Mee. , a d .a e effec. , . e a, , a b S a e de a. . e 2021 T d EGM a d . e 2021 T d C a Mee. .

T e be f S a e O, . , , ed . be a .ed de . e Sc e e 5,947,858, e, e e . a, , a.e 0.28% f . e . .a . . ed a e ca, . a f 2,146,893,254 S a e f . e C , a a. a. . e da.e f a ce e . f . e d af. Sc e e, a c , . e f . . a . f S a e O, . c . . f 5,353,072 a e (. e **F t G t t** –), e, e e . a, , a.e 0.25% f . e . .a . . ed a e ca, . a f 2,146,893,254 S a e f . e C , a a. a. . e da.e f a ce e . f . e d af. Sc e e a d 90% f . e . .a be f S a e O, . de . e G a .; . e e e ed a e , . c . . f 594,786 a e (. e **t** –), e, e e . a, , a.e 0.03% f . e . .a . . ed a e ca, . a f 2,146,893,254 S a e f . e C , a a. a. . e da.e f a ce e . f . e d af. Sc e e a d 10% f . e . .a be f S a e O, . de . e G a . .

Eac S a e O, . a .ed de . e Sc e e . e . . ed . , c a e e A S a e f . e C , a a. . e E e c . e P ce d . e E e c . e Pe d , . e f f e . f e . c d . a d a a e e . . T e S a e O, . a e a .ed . . e Pa . c , a . a. c . de a. . T e S a e O, . a .ed . . e Pa . c , a . a . be . a fe ed, ed f a a .ee e, a e . f deb. d . e Ve . Pe d. S a e O, . a e . e . . ed , . . . , a d d . e . e d . . b . f b . . a e a d d de d bef e be e e c . ed. U e . e e, ded b . e c -, , . de . e Sc e e, . e Pa . c , a . a be e . . ed . a . e . f d a S a e de a d , e f e a.ed b a. e , ec. f . e A S a e b e e c . S a e O, . acc da ce . a .

A a e La e P ac cab e Da e, e a a e a e be f de S a e ed e A S a e O I ce e Sc e e f e C a d e Va d Pe d a e ceed 10.00% f e a a e ca a f e C a T e a a e a e be f S a e be a ed a Pa c a de e A S a e O I ce e Sc e e d e Va d Pe d a e ceed 1.00% f e a a e ca a f e C a

D. E

U e fi f e f c d f e e e c e f e S a e O e S a e O a e e e c ab e f e a c e e f 12 f e Da e f G a T e e e c e a a e e f e F G a f S a e O a d e Re e ed S a e O a e a f

T e e e c e a a e e f e F G a f S a e O :

E A	t	E	t t t t t t t t
F E e c e Pe d		C e c f e f ad da af e e e f e 12 f e Da e f e G a f e F G a f S a e O a d e d e a ad da f e 24 f e Da e f G a	20%
Sec d E e c e Pe d		C e c f e f ad da af e e e f e 24 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 36 f e Da e f G a	20%
T d E e c e Pe d		C e c f e f ad da af e e e f e 36 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 48 f e Da e f G a	20%
F E e c e Pe d		C e c f e f ad da af e e e f e 48 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 60 f e Da e f G a	20%

E A t	E	t t t t t t t
Ff Eece Ped	C ec f ef ad da afe e e, f e 60 f eDae fGa f eF Ga fS aeO, , ade d e a ad da f e 72 f eDae f Ga	20%

T eeeceaa e e f eRe ed S aeO, :

E A t	E	t t t t t t t
F Eece Ped	C ec f ef ad da afe e e, f e 12 f eDae fGa f eRe ed S aeO, , ade d e a ad da f e 24 f eDae fGa	20%
Sec d Eece Ped	C ec f ef ad da afe e e, f e 24 f eDae fGa f eRe ed S aeO, , ade d e a ad da f e 36 f eDae fGa	20%
T dEece Ped	C ec f ef ad da afe e e, f e 36 f eDae fGa f eRe ed S aeO, , ade d e a ad da f e 48 f eDae fGa	20%
F Eece Ped	C ec f ef ad da afe e e, f e 48 f eDae fGa f eRe ed S aeO, , ade d e a ad da f e 60 f eDae fGa	20%

t

t

t t t t

E **t**

A **t** **E** **t**

F f. E e c e Pe d	C e c f e f ad da af e e e, f e 60. f e Da e f G a f e Re e ed S a e O, , a d e d e a ad da f e 72. f e Da e f G a	20%

S a e O, f c e E e c e C d a e f f ed d e ab e a eed e d a be e e c ed defe ed e e e e c e e d, a d e e e a S a e O, f c Pa c a a be ca ce ed b e C , a acc da ce e, c e a ed e Sc e e. Af e e e d f eac E e c e Pe d f e S a e O, , e S a e O, e e c ab e b e Pa c a f e c e e d a a e bee e e c ed a be e a ed a d ca ce ed b e C , a

T ad da de ec a e a e ea de e SSE L R e.

E. **t** **t** **t** **t** **t** **G** **t** **t**

P a e A S a e O, I ce e Sc e e, e e e c e f S a e O, b e Pa c a c d a e f f e f ce a e f a ce a e b e C , a a d e Pa c a T e e f a ce a e e a e C , a e e a e acc e a e e a d ed c da ed e a e e e f e a e e ea T e d d a a e e f Pa c a a be a ed a d e e ed acc da ce e e C (f ATJ T*

F. A t tt t E A tt t

I e e e f d de d d b , ca a a f ca a e e e , b e, a e bd , e a e c da f e C a d e e d f e da e f a ce e f e Sc e e e c e f e e c e f e S a e O b e Pa c a e E e c e P ce f S a e O a d/ e be f A S a e b ec S a e O be a ed de e G a d be ad ed acc d b ad e a be ade e e e a e E e c e P ce d be e a e a a e f e a e . T e de a f c ad e a e e e ec eaded Me d f a d ced e f ad e f e Sc e e– A e d I c c a .

T e C a f e c f a c e e e a e e e f e L R e a d e e a da ce a f e ad e be ade e E e c e P ce a d/ e be f A S a e be c S a e O be a ed de e G a .

G. C t t A t I t

(1) *Waiver from strict compliance with Note (1) to Rule 17.03(9) of the Listing Rules regarding the basis of determination of the Exercise Price*

N e (1) R e 17.03(9) f e L R e e e a e e e c e , ce f e e a a e , be a ea e e f ( ) e c , ce f e ec e e da e f a e , ; a d ( ) e a e a e c , ce f e ec e f e f e b e da ed a e , eced e da e f a e , . H e e , e e e a PRC a d e e a e e c e ce f A S a e O , I ce e ef f f90(f)-290(de e)-267(e)-290(ba)-2ad ea e-2672 eN e Sc e eSc e 6(17.03(9))-513(-430.1(c e)]TJ 167.6(IE-375.(2167.6((da e)-462.5()25( )14 5)25( )14-315. e e (35-26 0.1(35-26.6(R 35-26.6(17.0 35-8 (.6 35-8)-513. 35-261513.6(L 35-8 fT*335)-2(ea ed de e Sc e e 5,947,858, e e e a a e 0.28% f e a ed a e ca a f e C a a d a a e 0.35% f e a ed A S a e ca a f e C a a a e da e f a ce e f e d af Sc e e. T e d e ac f e Sc e e a . F e acc d e e e a PRC a a d e a e e ce f e S a e a be be e a a e f e S a e a d e ef e e A S a e a be ed a e a a a e f RMB0.25 e A S a e a e e e c e f e S a e O ; a d ( ) e A S a e be e de S a e f e S a e O a e bee ad a a e e e H S a e . Ta acc e de a e ad ce f e A S a e a d H S a e e d e ac e H S a e S a e de a a e f e f e A S a e a e e e c e f S a e O e b e e ad ed E e c e P ce f e S a e O e e e f d de d d b e ec ed e a e a e e e a ad ce f e H S a e .

F de a f e ad e f E e c e P ce e e e f d de d d b ea e efe e ec eaded P ed Ad f e A S a e O I ce e Sc e e Me d f a d ced e f ad e f e Sc e e– A e d I c c a .

J. t t t I t D t

P a e Ad a e Mea e de e de d ec f a c a e ec e a e ed e SSE e S e e S c E c a e d c e b c f a e de e e a e ad f a a e ce e c e e. T e e f c a a e e e c a e e ec e de a c a e e e e e ad f a e ce e c e e b d e a add a a f a c a e ee ( ) f c ec e de . A e A S a e a e ed a d aded e SSE e I de e de D ec a e a ed M . X Pa c e S a e de ’ e e be a f a ec a e e a e Sc e e be c de ed a e 2021 T d EGM a d e 2021 T d C a Mee . M . X Pa a f e ab e e ed e e a ed e f f a e e f a a a e 2021 T d EGM a d e 2021 T d H S a e de ’ C a Mee e ec e S c f ec f c e I de e de D ec ’ c a f e (e **ID F** –) e e de ac ed e e e ce f e 2021 T d EGM a d e 2021 T d H S a e de ’ C a Mee (e **M t t** –), a d e e a f (c e e e ID P F e **F** –) e ec f c ee b e C a a d a b ed a d ade a a ab e f d ad e eb e f e H K S c E c a e a . e c . F de a f e c a a a e e ea e efe e Mee N ce a d e c ed e P F .

K. D t

T e A S a e O I ce e Sc e e be b ed e H K S c E c a e ’ eb e a d e C a ’ eb e f a e d f e a 14 da bef e e da e f e 2021 T d EGM a d ade a a ab e f ec a e 2021 T d EGM.

L. M tt t t t t B t t t

1. T e B a d , , ed c e e e 2021 T d EGM a d e 2021 T d C a Mee a a e e B a d a d e e f a e e , ec e Sc e e:

   (a) de e e e a f ca a d c d f Pa c a f , a c a e Sc e e, a d de e e e Da e f G a f e Sc e e;

   (b) ca e f ca , a a f ca a e e e , b e, bd c da f ae, e f e C a e be f e S a e O , a d a be f de S a e ed a be ad ed acc d acc da ce e e d a ed e Sc e e;

   (c) ca e f ca , a a f ca a e e e , b e, bd c da f ae, e a d d de d d b f e C a E e c e P ce a be ad ed acc d acc da ce e e d a ed e Sc e e;

   (d) ad e S a e O , a e e ee a e e , b c be f e Re e ed S a e O , a ca e a d ad c S a e O a e Pa c a bef e e a f e S a e O ;

   (e) a d e a a e ece a f e e e c e f S a e O , b e Pa c a a e E e c e C d , a f ed, c d b ed a a a , ca e c e c a e e e c e e S a e O , a d a , ca e De , a d C ea C , a f e a a d c ea e ce ;

   (f) e a e a d c f e e e c e e b a d E e c e C d f e Pa c a , a d a , e e B a d de e a e c e Re e a a d E a a C ee;

   ( ) dec de e e e Pa c a a e e c e e S a e O ;

   ( ) a d e a a e ece a f e e e c e f S a e O , b e Pa c a , c d b ed a a a , ca e c e c a e e e c e e S a e O , a , ca e De , a d C ea C , a f e a a d c ea e ce , a e d e A c e f A c a , a d e e e c a e e ed ca , a f e C a ;

   ( ) a d e e e e c e a e f S a e O , a a e bee e e c ed;

   ( ) dec de e a e d e a d e a f e Sc e e, c d b ed e ca ce a f e e e c e e b f e Pa c a , ca ce a f e S a e O , c a e bee e e c ed b e

Pa c a , dea c , e a a d cce e e , ec f e S a e O, a a e e e c ed b e decea ed Pa c a , a d e a f e Sc e e;

( ) a e e B a d de e e e Pa c a , be f S a e a ed, E e c e P ce a d Da e f G a e , ec f Re e ed S a e O, f e Sc e e e ba f ee e e e a e e e f e Sc e e, c a e c , e f Pa c a a d e c d f e G a ;

( ) , e ec e, a e d e a e a a ee e a d e e e a a ee e c ec e Sc e e;

( ) a a e a d ad e Sc e e a d f a e d f e , f ad a a d , e e a f e Sc e e f e e b ec e e f e Sc e e. H ee , c a e d e ade b e B a d a be a , ed acc d f e a e e ed b e a , e a e e e a e a a e be a , ed b S a e de ' e e a ee /a d e e e a e a a e ; a d

( ) c d c e ece a a e e ed f e , e e a f e Sc e e, a e f e , e , a ed e e a d e be e e c ed b S a e de ' e e a ee .

2. T e B a d a ed , ce e a a , e a , f , a f ca , a , a a d e , ced e e e e a e e a d a e , c ec e Sc e e; , e ec e, d f a d c , e e d c e b ed e e e a e e , a e , a a a d d d a ; a e d e A c e f A c a a d c , e e e e a f c a e e C , a ' e e ed ca , a ; a d d a ac dee ece a , , e a , , a e c ec e Sc e e.

3. T e B a d a ed a , ece ba , acc a , a f , ec e c , a e a d e e ed a e f e , e e a f e Sc e e.

4. T e a da e a ed e B a d a be c e e Va d Pe d f e Sc e e.

T e ab e a a a be e e c ed d ec b e C a a a a , , a e , e a ed b e C a a be a f f e B a d, a e f e a e a c ea a ed a , ad a e e a , e f e CSRC, a e d c e , e Sc e e e A c e f A c a c a be c de ed a d , a ed b e B a d.

III. E IBILI A EME

T e f a c c a , b ed acc da ce e L R e a d ed ded de f a ab e C a T e D ec f e C a a d e e a bea a e b f e f a c c a . T e D ec , af e a a ea ab e e e , c f e be f e ed e a d be ef a e f a c a ed c c a acc a e a d c e e a a e a e ec , ead dece e, a d a ed ca e a ead a e e e a e c c a .

IV. HE 2021 HI D EGM A D 2021 HI D H HA EH LDE 'CLA MEE I G

A ce c e e 2021 T d EGM a d e 2021 T d H S a e de ' C a Mee be e d a e C fe e ce R , 2 d F , Ad a e B d , F a G a G , C ., L d. 959 Y e R ad, X D c , J a , Z e a P ce, PRC, a 2:00 . 18 N e be 2021, e a e 57 58 a d a e 59 60, e ec e

P a R e 13.39(4) f e L R e , a e f e a e de a a e e a ee be a e b . Acc d a e be , ed a e 2021 T d EGM a d e 2021 T d H S a e de C a Mee be ed b .

F e , e f de e e e e e f a e da ce a d a e 2021 T d EGM a d/ e 2021 T d H S a e de ' C a Mee (a e ca e a be), e H S a e e e f e be f e C a be c ed f 15 N e be 2021 18 N e be 2021, b da c e, d c e d a fe f H S a e be effec ed. H S a e de e a e a ea e H S a e e e f e be f e C a a 4:30 . 12 N e be 2021 a be e ed a e d a d e a e 2021 T d EGM a d/ e 2021 T d H S a e de ' C a

. EC MME DA I

T e B a d (c d e I de e de D ec) c de a e e be , ed a e 2021 T d EGM a d e 2021 T d C a Mee a e e e e f e C , a a d e S a e de a a e. Acc d e B a d ec e d a e S a e de e fa f a e e be , ed a e 2021 T d EGM a d e 2021 T d C a Mee .

Y fa f
B de f e B a d
F t G G C ., Lt .
H
Chairman

The following is a summary of the principal terms of the A Share Option Incentive Scheme.

1. [illegible] OF THE A SHARE OPTION INCENTIVE SCHEME

A. [illegible]

[illegible]

B. Basis for determining the Participants and scope of Participants

(1) Basis for determining the Participants

Participants of the Scheme are determined in accordance with the relevant requirements of the relevant laws, administrative regulations and regulatory documents including the Company Law, the Securities Law and the Administrative Measures on Share Incentives of Listed Companies and the relevant requirements under the Articles of Association, with reference to the actual situation of the Company.

Participants of the Scheme are the middle and senior management and core technical (business) personnel of the Company [illegible] the date of the announcement of the draft Scheme [illegible] the website of the SSE. The Remuneration Committee [illegible] the list of the Participants of the Scheme and the list [illegible] verified and confirmed by the Supervisory Committee.

(2) Scope of Participants

The Scheme involves a total of 289 Participants, and the Participants account for 8.40% of the Company's total number of employees of 3,440 as of 31 December 2020. The Participants include the middle and senior management and core technical (business) personnel of the Company.

The Participants above do not include the Independent Directors, the Supervisors of the Company, and do not include any Shareholder or actual controller holding individually or jointly more than 5% of the Shares of the Company and their spouses, parents and children. None of the Participants above [illegible] the share incentive scheme of [illegible] listed companies at the same time. All Participants must [illegible] the Company [illegible] of the Scheme.

Pa c a be a ed e Re e ed S a e O a be de e ed 12 af e e Sc e e c de ed a d a ed b e S a e de ' e e a ee . U, e a b e B a d a ce f c ea b e I de e de D ec a d e S e C ee a e a a ce f fe a a d e a b e e a ad e C a a d c e e e e a f a c Pa c a a e e e a e e e a e a d acc a e a e . If e Pa c a a e de e ed f e a 12 e Re e ed S a e O a e. T e de e a f e Pa c a f e Re e ed S a e O a be ade b efe e ce e a da d e e F G a f S a e O .

(3) Circumstances for ineligibility of the Participants of the Scheme

( ) e e a bee de e ed b e c e c a e a a e b e e e a 12 ;

( ) e e a bee de e ed b e CSRC de e a ed a e c e a a e b e e e a 12 ;

( ) e e a bee ed b e CSRC a f de e a ed a e c e ad a e e a e ea e b acce e a e e a 12 d e a e a a f a a d e a ;

( ) e e b ed f ac a a d ec a e be f e e a a e e f a c a a e ed b e C a La ;

( ) e e b ed f a c a a e ce e f ed c a e a e ed b a a d e a ; a d

( ) c e c c a ce a de e ed b e CSRC.

I ca e e Pa c a a a f e c c a ce ec f ed e ab e d e e e a f e Sc e e e f a c a e Sc e e a be e a ed a d e S a e O a ed e c a e bee e e c ed a be ca ce ed b e C a

C. t

(1) Source of shares of the Scheme

T e ce f e de a e f e Sc e e a be A S a e f e C a be d ec ed e Pa c a .

(2) Total number of the Share Options involved in the Scheme

The number of Share Options proposed to be granted under the Scheme is 5,947,858, representing approximately 0.28% of the total issued share capital of 2,146,893,254 Shares of the Company as at the date of announcement of the draft Scheme, among which, the first grant of Share Options consists of 5,353,072 shares (**“First Grant Share Options”**), representing approximately 0.25% of the total issued share capital of 2,146,893,254 Shares of the Company as at the date of announcement of the draft Scheme and 90% of the total number of Share Options under the Grant; the reserved share options consist of 594,786 shares (**“Reserved Share Options”**), representing approximately 0.03% of the total issued share capital of 2,146,893,254 Shares of the Company as at the date of announcement of the draft Scheme and 10% of the total number of Share Options under the Grant.

Each Share Option granted under the Scheme is entitled to purchase one A Share of the Company at the Exercise Price during the Exercise Period, upon the fulfilment of the vesting conditions and arrangements. The Share Options granted to the Participants shall not be transferred, used for guarantee or repayment of debts during the Vesting Period. Share Options are not entitled [illegible], and do not [illegible] the distribution of bonus shares and dividends before being exercised. Unless otherwise provided by the [illegible], [illegible] under the Scheme, the Participants shall be entitled to all the rights of ordinary Shareholders and perform related obligations in respect of the A Shares by exercising Share Options in accordance with law.

The Restricted A Share Incentive Scheme of 2020 was considered and approved at the 2019 annual general meeting, the 2020 first A Share class meeting and 2020 first H Share class meeting of the Company is still under implementation. As at the date of announcement of the draft Scheme, the total aggregate number of underlying Shares involved in the A Share Option Incentive Scheme of the Company during the Validity Period shall not exceed 10.00% of the total share capital of the Company. The total aggregate number of Shares to be granted to any Participant under the A Share Option Incentive Scheme during the Validity Period shall not exceed 1.00% of the total share capital of the Company.

D. Validity Period, Date of Grant, Vesting Period, [illegible]

(1) Validity Period

The Validity Period of the Scheme shall commence from the Date of Grant of the Share Options, and end on the date on which all the Share Options granted to the Participants under the Scheme have been exercised or cancelled, and shall not be longer than 72 months.

(2) Date of Grant

Af.e . e Sc e e a bee c . de ed a d a , ed a. . e S a e de ' e e a ee. f . e C , a . e C , a c e e a B a d ee. . a . S a e O, . . . e Pa . c, a . 60 da acc da ce e e a . e a . a d c e.e e e a . ced e c a e . a . a d a ce e . . If . e C , a fa . c e.e . e ab e e . ed 60 da , a d c e . e ea f e ab . c e.e a d a ce . e . e a . f . e e e .a. f . e Sc e e a . e a e . T e , e d d c S a e O, . ca be a .ed acc da ce . e Ad . a. e Mea e a . be c .ed c 60 da .

T e Da.e f G a . f Re e ed S a e O, . a be c f ed b . e B a d 12 . af.e c de a. a d a, a a. . e S a e de ' e e a ee. .

T e Da.e f G a . f S a e O, . . be a . ad da de SSE L . R e , a d a . fa . e , e d de c a G a . f . e S a e O, . , b .ed b . e L . R e c d R e 17.05 a d Pa a a 3(a) A , e d 10 f . e L . R e . If . e da.e de.e ed acc da ce . e ab e , c e . a . ad da . e Da.e f G a . a be , . , ed . e f . ad da . e eaf.e .

(3) Vesting Period

A S a e O, . a .ed . e Pa . c, a . a e b ec. d ffe e . Ve . Pe d , a d eac f c , e d a be . e da.e c e e . a f . e a .ed S a e O, . c e.ed. T e e a be. ee . e Da.e f G a . a d . e f . E e c e Da.e f . e S a e O, . a . be e . a 12 . .

(4) The Exercise Date

T e Pa . c, a . f . e Sc e e a e e c e S a e O, . . ee , a f . e Ve . Pe d. T e E e c e Da.e . be a . ad da . e Va d . Pe d f . e Sc e e, a d a . fa . e , e d, b .ed f e e c f a e , . b . e e f . e . c e c a e ee. e C , a ' S a e a e .ed. D . e Va d . Pe d f . e Sc e e, f . e e . a c a e . e e e a . e e e . . e e e c e da.e f a e , . f . e . c e c a e ee. e S a e f . e C , a a e .ed, . e E e c e Da.e a c , . e e ed, f . e e e a . a , e a . a d a. e d c e . .

T e e e c e a a e e f e F G a f S a e O a d e Re e ed S a e O a e a f :

T e e e c e a a e e f e F G a f S a e O :

t

t
t t t t

E A t	E	t t
F E e c e Pe d	C e c f e f ad da af e e e f e 12 f e Da e f e G a f e F G a f S a e O a d e d e a ad da f e 24 f e Da e f G a	20%
Sec d E e c e Pe d	C e c f e f ad da af e e e f e 24 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 36 f e Da e f G a	20%
T d E e c e Pe d	C e c f e f ad da af e e e f e 36 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 48 f e Da e f G a	20%
F E e c e Pe d	C e c f e f ad da af e e e f e 48 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 60 f e Da e f G a	20%
F f E e c e Pe d	C e c f e f ad da af e e e f e 60 f e Da e f G a f e F G a f S a e O a d e d e a ad da f e 72 f e Da e f G a	20%

T e e e c e a a e e f e Re e ed S a e O :

t

t
t t t t

E A t	E	t t
F E e c e Pe d	C e c f e f ad da af e e e f e 12 f e Da e f G a f e Re e ed S a e O , a d e d e a ad da f e 24 f e Da e f G a	20%
Sec d E e c e Pe d	C e c f e f ad da af e e e f e 24 f e Da e f G a f e Re e ed S a e O , a d e d e a ad da f e 36 f e Da e f G a	20%
T d E e c e Pe d	C e c f e f ad da af e e e f e 36 f e Da e f G a f e Re e ed S a e O , a d e d e a ad da f e 48 f e Da e f G a	20%
F E e c e Pe d	C e c f e f ad da af e e e f e 48 f e Da e f G a f e Re e ed S a e O , a d e d e a ad da f e 60 f e Da e f G a	20%
F f E e c e Pe d	C e c f e f ad da af e e e f e 60 f e Da e f G a f e Re e ed S a e O , a d e d e a ad da f e 72 f e Da e f G a	20%

S a e O f c e E e c e C d ae f f ed d e ab e a eed e d a be e e c ed defe ed e e e e c e e d a d e e e a S a e O f c Pa c a a be ca ce ed b e C a acc da ce e c e a ed e Sc e e. Af e e e d f eac E e c e Pe d f e S a e O e S a e O e e c ab e b e Pa c a f e c e e d a ae bee e e c ed a be e a ed a d ca ce ed b e C a

(5) Lock-up Period

T e c -, e e e f S a e f e C a a ed e Pa c a de e Sc e e a be e e ed acc da ce e e e f e e a a , ad a e e a a d a e d c e c d e C a La a d e Sec e La , a e a e e e e e de e A c e f A c a . De a a e a f :

( ) e e a Pa c a a D ec a e be f e e a a e e f e C a e be f S a e f e C a a a be a fe ed eac ea d e e f ff ce a e ceed 25% f e a be f S a e f e C a e d b e . N S a e f e C a e d b e a be a fe ed a f a ea af e e e a f ff ce.

( ) e e a Pa c a a D ec a e be f e e a a e e f e C a a d / e , e, a e a d c d, d , e f a S a e f e C a af e ac b bac c a e af e d , a , a a a e ef a be acc ed e C a a d e B a d c ec a c a .

( ) f e e a a e d e e e e e e e a d e a fe f a e b D ec a d e a a e e f e C a de e e a a , ad a e e a a d a e d c e c d e C a La a d e Sec e La , a e a e A c e f A c a d e Va d Pe d f e Sc e e, c a e ded e e e e e de a a , e S a e f e C a a fe ed b e Pa c a d e e e a e .

E. E t t t

F de a f e E e c e P ce a d ba f de e a f e Sc e e, ea e ee e ec eaded 2. P , ed G a U de e A S a e O I ce e Sc e e C. E e c e P ce a d ba f de e a – a , e d .

F. C t t G t E C t t t

(1) Conditions of the Grant of Share Options

T e S a e O c a be a ed e Pa c a b e C a f f e f a f e f c d O e c a S a e O a be a ed e Pa c a f a f e f c d f G a f f ed.

( ) T e e cc e ce f a f e f e ec f e C a :

(a) a ce f e a d ' e a ad e e c d ca e a ab e b a ce f ed b c acc a e ec e f a c a acc e f e C a f ece acc ea ;

(b) a ce f e a d ' e a ad e e c d ca e a ab e b a ce f ed b c acc a e ec e e a c f e f a c a e f e C a f ece acc ea ;

(c) fa e c d c f d b acc da ce a a d e a e A c e f A c a a d b c de a e a 36 af e ;

(d) b f e e a f a e ce e b a a d e a ; a d

(e) c e c c a ce a de e ed b e CSRC.

( ) T e e cc e ce f a f e f e ec f a Pa c a :

(a) e e a bee de e ed b c e c a e a a e b e e e a 12 ;

(b) e e a bee de e ed b e CSRC de e a ed a e c e a a e b e e e a 12 ;

(c) e e a bee ed b e CSRC de e a ed a e c e ad a e e a e ea e b acce e a e e a 12 d e a e a a f a a d e a ;

(d) e e b ed f ac a a d ec a e be f e e a a e e f ac a a e ed b e C a La ;

(e) e e b ed f a c a a e ce e f ed c a e a e ed b a a d e a ; a d

(f) c e c c a ce a de e ed b e CSRC.

(2) Exercise Conditions of the Share Options

Share Options of the Participants may only be exercised upon the fulfillment of the following conditions by both the Company and the Participants during the Exercise Period:

(i) There is no occurrence of any of the following circumstances in respect of the Company:

(a) issuance of the auditor's report with an adverse opinion or indicating an inability to express an opinion by a certified public accountant in respect of the financial accounting report of the Company for the most recent accounting year;

(b) issuance of the auditor's report with an adverse opinion or indicating an inability to express an opinion by a certified public accountant in respect of the internal control of the financial report of the Company for the most recent accounting year;

(c) failure to conduct profit distributions in accordance with laws and regulations, the Articles of Association and public undertakings within the last 36 months after listing;

(d) prohibition from implementation of share incentives by laws and regulations; and

(e) other circumstances as determined by the CSRC.

In case the Company has any of the circumstances specified in (i) above, the Share Options granted to the Participants under the Scheme which have not been exercised shall be cancelled by the Company.

(ii) There is no occurrence of any of the following circumstances in respect of a Participant:

(a) he/she has been determined by the stock exchange as an ineligible person within the last 12 months;

(b) he/she has been determined by the CSRC and its delegated agencies as an ineligible person within the last 12 months;

(c) he/she has been penalized by the CSRC or any of its delegated agencies with administrative penalties or measures prohibiting market access within the last 12 months due to material violations of laws and regulations;

(d) he/she is prohibited from acting as a director or a member of the senior management of a company as required by the Company Law;

(e) e e , b ed f , a c a ae ce e f ed c , a e a e ed b a a d e a ; a d

(f) c e c c a ce a de e ed b e CSRC.

I ca e a Pa c , a a a f e c c a ce , ec f ed ( ) ab e, e f , a c , a e Sc e e a be e a ed a d e S a e O , a ed e Pa c a de e Sc e e c a e bee e e c ed a be ca ce ed b e C , a

( ) Pe f a ce a e e e e e a e C , a e e :

D e Va d Pe d, e C , a a e e C , a ' , e f a ce a e a a a ba f e f ca ea 2021-2026, c e fi f e f , e f a ce a e a e f eac E e c e Pe d e f e E e c e C d f a E e c e Pe d f e Pa c a . T e , e f a ce a e e a e f eac E e c e Pe d de e Sc e e a e a be :

E	t	A t
F G a f S a e O ,	F E e c e Pe d	T e a e f e , e a c e f e ea f 2021 a be e a 30%, a c , a ed e , e a c e f e ea f 2020
	Sec d E e c e Pe d	T e a e f e , e a c e f e ea f 2022 a be e a 90%, a c , a ed e , e a c e f e ea f 2020
	T d E e c e Pe d	T e a e f e , e a c e f e ea f 2023 a be e a 120%, a c , a ed e , e a c e f e ea f 2020
	F E e c e Pe d	T e a e f e , e a c e f e ea f 2024 a be e a 180%, a c , a ed e , e a c e f e ea f 2020
	F f E e c e Pe d	T e a e f e , e a c e f e ea f 2025 a be e a 200%, a c , a ed e , e a c e f e ea f 2020

E		t A t
Re e ed S a e O,	F , E e c e Pe d	T e a e f e , e a c e f e ea f 2022 a be e a 90%, a c , a ed e , e a c e f e ea f 2020
	Sec d E e c e Pe d	T e a e f e , e a c e f e ea f 2023 a be e a 120%, a c , a ed e , e a c e f e ea f 2020
	T d E e c e Pe d	T e a e f e , e a c e f e ea f 2024 a be e a 180%, a c , a ed e , e a c e f e ea f 2020
	F E e c e Pe d	T e a e f e , e a c e f e ea f 2025 a be e a 200%, a c , a ed e , e a c e f e ea f 2020
	F f E e c e Pe d	T e a e f e , e a c e f e ea f 2026 a be e a 220%, a c , a ed e , e a c e f e ea f 2020

Note: T e ab e , e a c e– ea e a d ed c da ed , e a c e f e C , a

D e E e c e Pe d, e C , a a a d e e e c ce e e e c e f e S a e O, f e Pa c , a fi f e E e c e C d . If e , e f a ce e e f e c e , e d f e C , a d fi f e c d f , e f a ce a e d c E e c e Pe d, a Pa c , a a e e c e e e e c ab e S a e O, a a be a e ed c ea , e C , a a ca ce e S a e O, e e c ab e b e Pa c , a f e c e , e d.

( ) Pe f a ce a e e e e e f e Pa c , a a e d d a e e :

T e d d a a e e f Pa c , a a be a ed a d , e e ed acc da ce e e e a C , a ' , e f a ce a e e e . Acc d e a a , e f a ce a e e e , e d d a , e f a ce a e e e a e d ded e e .

O e , e e a. e C , a ' , e f a ce a e. a e ac e ed, f e d d a , e f a ce a e e e f c Pa c, a e , e ea a f ed, e Pa c, a ca e e c e a e S a e O, f c ea f a e e ; f e d d a , e f a ce a e e e f c Pa c, a e , e ea a f ed, a S a e O, f e Pa c, a c a e e b e f e e c e e ea f a e e a be e e c ed. T e S a e O, c a e e e c ed b e Pa c, a a be ca ce ed b e C , a

T e , ec f c a e e c e f e Sc e e , e e ed acc da ce

I add . . . e , e f a ce a . e . . e . a . . e C , a e e , . e C , a a ad , .ed a , . , e f a ce a e . e . . e f d d a , c ca a e e a . e acc a.e a d c , e e . e e a a . . e , e f a ce f . e Pa . c . a . . T e C , a de.e e e . e a Pa . c . a . a e . . e E e c . e C d . . ba ed / e , e f a ce a . e . . e . e . . f . e , e . ea .

I c c . , . e a . e . e . . e f . e Sc e e . a - ded, c , e e . e a d , ac. cab e. T e a . e . e . d ca. a e . e . a c e . f c a d ea ab e a e , a d a e b d . e Pa . c . a . , c ca ac e e . e a . e . e . , , e f . e Sc e e.

G. t t t t

(1) Adjustment methods of the number of the Share Options

I . e e e . f ca , . a a . f ca , . a e e e , b , e , a e bd , , e , a e c da . f . e C , a d . e , e d f . e da.e f . e a ce e . f . e Sc e e , b ed . e eb . e f . e SSE . . e c , e . f a e e . . a . f S a e O , . b . e Pa . c , a . , . e be f . e S a e O , . a be ad . ed acc d T e ad . e . e . d a e a f :

(i) Capitalization of capital reserves, bonus issue, share subdivision

$$Q = Q_0 \quad (1 + \quad)$$

W e e: Q_0 e , e e . . e be f . e S a e O , . , . . e ad . e .; e , e e . . e a . f c ea e , e a e e . f ca , . a a . f ca , . a e e e , b e a e bd (.e. . e be f c ea ed a e( ) , e a e , ca , . a a . f ca , . a e e e , b e a e bd); a d Q e , e e . . e be f . e S a e O , . af.e . e ad . e . .

(ii) Rights issue

$$Q = Q_0 \quad P_1 \quad (1 + \quad)/(P_1 + P_2 \quad)$$

W e e: Q_0 e , e e . . e be f . e S a e O , . , . . e ad . e .; P_1 e , e e . . e c , ce f . e S a e O , . a a . . e ec d da.e; P_2 e , e e . . e b c , . , ce e , ec. f . e . e; e , e e . . e a . f . e . e (.e. . e be f a e . be ed de . e . e , , . . e . . a a e ca , . a f . e C , a , . e . e); a d Q e , e e . . e be f . e S a e O , . af.e . e ad . e . .

(iii) Share consolidation

$$Q = Q_0$$

W e e: Q_0 e, e e . . e ı be f . e S a e O, . , . . e ad ı . . e .; e, e e . . e a. f c . da. f . a e (. e. e a e f . e C , a . a be c . da ed . a e); a d Q e, e e . . e ı be f . e S a e O, . af e . e ad ı . . e . .

(iv) New issue

I . e e e . f . ı e f e . a e b . e C , a . e ı be f . e S a e O, . . be ad ı . .ed.

(2) Adjustment methods of the Exercise Price

I . e e e . f d de d d . . bı . , ca, . a a. f ca, . a e e e , b ı . ı e, . a e ı bd , . . ı e . a e c . da. f . e C , a d ı . e, e d f . e da e f a ı ce e . f . e Sc e e , ı b ed . e eb . e f . e SSE . . e c , e. f e e c e f . e S a e O, . b . e Pa . c , a . , . e E e c e P ce f S a e O, . . ı d be ad ı . .ed acc d b ı . ad ı . . e . a be ade . . e e . e . . a. . e E e c . e P ce ı d be e . a . e a a ı e f . e a e . T e ad ı . . e . e. d a e a f . :

(i) Capitalization of capital reserves, bonus issue, share subdivision

$$P = P_0 \quad (1 + \quad)$$

W e e: P_0 e, e e . . e E e c . e P ce, . . e ad ı . . e .; e, e e . . e a. f c ea e , e . a e e ı . f . e ca, . a a. f ca, . a e e e , b ı . ı e . a e ı bd ; a d P e, e e . . e E e c e P ce af e . e ad ı . . e . .

(ii) Rights issue

$$P = P_0 \quad (P_1 + P_2 \quad)/[P_1 \quad (1 + \quad)]$$

W e e: P_0 e, e e . . e E e c . e P ce , . . e ad ı . . e .; P_1 e, e e . . e c . , ce f . e S a e O, . a a. . e ec d da e; P_2 e, e e . . e ı b c , . , ce e , ec. f . e . ı e; e, e e . . e a. f . e . . ı e (.e. . e ı be f a e . be . ı ed ı de . e . . ı e , , . . . e . a a e ca, . a f . e C , a , . . e . . ı e); a d P e, e e . . e E e c e P ce af e . e ad ı . . e . .

(iii) Share consolidation

$$P = P_0$$

W e e: P_0 e, e e . . e E e c . e P ce, . . e ad . . e .; e, e e . . e a. f . a e c . da. ; a d P e, e e . . e E e c . e P ce af.e . e ad . . e ..

(iv) Dividend distribution

$$P = P_0 \quad V$$

W e e: P_0 e, e e . . e E e c . e P ce, . . e ad . . e .; V e, e e . . e d . de d , e . a e; a d P e, e e . . e E e c . e P ce af.e . e ad . . e .. Af.e . e ad . . e . f d . de d d . . b . , P a . . be ea.e . a . e, a a e f . e C , a ' . a e .

(v) New issue

I . e e e . f . . e f e . a e b . e C , a . e E e c . e P ce f . e S a e O, . . . be ad . ed.

(3) Procedures for adjustment of the Scheme

T e S a e de ' e e a ee. . f . e C , a . a a . . e . e B a d . ad . . . e be a d E e c . e P ce f . e S a e O, . . f a ea a c ea . a ed . e Sc e e. T e B a d . a a e a a . ce e . a d . f . e Pa . c , a . . a . e a e , a . ad . . e . . . e be a .ed a d E e c . e P ce f . e S a e O, . . . acc da ce . . . e ab e e . ed e . e e . . T e C , a . a e a e a f . , . de, fe . . a ad . ce . . e C , a a . e. e . c ad . . e . a e . c , a ce . . . e e . e e . de . e Ad . . . a. Mea . e, . . e A . c e. f A . c a. a d . e Sc e e.

H. t t , G t , t t
t t t

(1) Procedures for the Scheme to take effect

( ) T e Re e a. a d E a . a. C . . ee . a be e, . . b e f , e, a . e Sc e e (d af.) a d . e A . . e . . e . Mea . e . e, ec. f . e . . e e .a. f . e 2021 S a e O, . I ce . e Sc e e f F a. G a. G . , C , a. L.d.

( ) T e B a d . a c . de . e Sc e e (d af.) a d . e A . . e . . e . Mea . e . e, ec. f . e . , e e .a. f . e 2021 S a e O, . I ce . e Sc e e f F a. G a. G . , C , a. L.d. , e, a ed b . e Re e a. a d E a . a. C . . ee, a d . e e a.ed D . ec. . . a ab. a f . .

( ) T e I de e de D ec ad e S e C ee a e c ea a e e e Sc e e be ef c a e a ab e de e e f e C a a d e e e Sc e e f ca de e a e e e f e C a a d e S a e de a a e.

( ) T e C a a e a e a de e de f a c a ad e e e fe a e fea b f e Sc e e, e e e Sc e e be ef c a e a ab e de e e f e C a a d e e e Sc e e f ca de e a e e e f e C a a d e S a e de a a e. T e a f e a ed b e C a a e a e Sc e e.

( ) T e C a a b e a ce e f e B a d e e Sc e e (d af) a d a f e I de e de D ec a d f e S e C ee 2 ad da af e e Sc e e (d af) a bee c de ed a d a ed b e B a d.

( ) T e C a a ca e f- e a e ad f S a e f e C a b d d a e f de f a 6 e a ce e f e Sc e e.

( ) Bef e c e e S a e de ' e e a ee e C a a a ce e a e a d f e Pa c a e a a e C a eb e e c a e f 10 da . T e S e C ee a e f e f Pa c a a d c de f e b c. T e C a a d c e e f e S e C ee e e f ca a d e b c e a e f e Pa c a 5 da e c de a f e Sc e e a e S a e de ' e e a ee .

( ) D e Sc e e a d e a ed e a e S a e de ' e e a ee f e C a e I de e de D ec a c f a S a e de e ec f e Sc e e a d e a ed e . W e e Sc e e a d e a ed e a e c de ed b a f ec a e a e S a e de ' e e a ee e e a ed S a e de a ab a f .

( ) T e C a a d c e e a ce e f e e f e S a e de ' e e a ee , A S a e O, I ce e Sc e e c de ed a d a ed b e S a e de ' e e a ee e e f- e a e e ad f S a e f e C a b d d a e f de f a a d e e a f e S a e de ' e e a ee .

( ) Af.e . e Sc e e a bee c . de ed a d a, ed b . e S a e de ' e e a ee. f . e C , a . e B a d a a . . e S a e a d c , e.e e . . a. , a ce e . a d . e e a.ed, ced e. . . 60 da f . e da.e f c . de a. a d a, a f . e Sc e e b . e S a e de ' e e a ee. acc da ce . . e a da.e a .ed a. . e S a e de ' e e a ee. . T e B a d a a d e a..e . e a. . . e , ec f c e e c. e a d ca ce a. f . e S a e O, . . acc da ce . . e a da.e a .ed a. . e S a e de ' e e a ee. .

(2) Procedures for Grant of the Share Options

( ) W . 60 da f . e da.e f c . de a. a d a, a f . e Sc e e b . e S a e de ' e e a ee. f . e C , a . e C , a a c e e . e B a d ee. . c d c. . e G a . . . e Pa . c , a . .

( ) Bef e . e C , a a . S a e . . e Pa . c , a . , . e B a d a c . de e. e . ec d. f . e a . f . e S a e . . e Pa . c , a . , e c bed . e Sc e e a e a. f ed, a d . e I de, e de . D ec. a d . e S , e C ..ee a . e . e c ea , . . , a e . A a f a . e a e a , . e . e . e c d. f . e a . f . e S a e . . e Pa . c , a . a e a. f ed. T e S , e C ..ee f . e C , a a e f . e . f Pa . c , a . . e Da.e f G a . a d, de . . , . . .

W e . e e . a d . c e, a c be. ee . e C , a ' G a . f S a e . . e Pa . c , a . a d . e a a e e . f . e Sc e e, . e I de, e de . D ec. , . e S , e C ..ee (e . e e a e c a e . . e Pa . c , a .), . e a f a d . e de, e de . f a c a a d . e a . e . e c ea , . . . , a e .

( ) T e C , a a d . e Pa . c , a . a e . e . . . e S a e O, . G a . A ee e . . a ee . e . a d b a. f b . , a . e. .

( ) T e C , a a , e, a e a a a e e . e . e f . e Sc e e acc da ce . . e a ee e . e . e ed . b . e Pa . c , a . , e. . a e f Pa . c , a . , be f S a e a .ed, Da.e f G a ., a . f , a e . a d . e e a be f . e S a e O, . G a . A ee e ., e.c.

( ) T e C , a a a, , . e e e a . . c e c a e f G a . f S a e O, . . . e Pa . c , a . . Af.e c f a. b e e e a . . c e c a e, . e C , a a a, , . e De, . . a d C ea C , a. f a..e . e a. . e . . a. a d c ea . T e B a d a d c . e . e e e a . , e .a. b a fa ce e . a. . e a e af.e . e c , e. f . e e . . a. f . e a .ed S a e O, . . If . e C , a fa . c , e.e . e ab e . ed , e .a. . 60 da (. e , e d d c S a e O, . ca be a .ed a . be c .ed . . c 60 da), . e Sc e e a be . e a.ed a d . e B a d a d c . e . e ea f . e ab . . c , e.e a . e a e a d a . e-c de . e . a e , . ce . e c e e . . 3 . . .

( ) Pa c a be a ed e Re e ed S a e O, a be a ce a ed 12 af e e c de a a d a, a f e Sc e e b e S a e de ' e e a ee . If Pa c a a e a ce a ed af e e a e f 12 , e Re e ed S a e O, a bec e a d.

(3) Procedures for the exercise of the Share Options

( ) T e Pa c a a b e A, ca f E e c e f S c O, e B a d e E e c e Da e, a d b a e e c e a, ca . T e A, ca f E e c e f S c O, a ec f e be f S a e O, be e e c ed, E e c e P ce, a d f a f dea b e de f S a e O, , e c.

( ) Bef e e Pa c a e e c e e S a e O, , e B a d a c de a d a, e e e e c e a f ca a d be f S a e O, be e e c ed f e a, ca , a d c de e e e c d f e e e c e f e S a e O, b e Pa c a , e c bed e Sc e e a e a f ed, a d e I de e de D ec a d e S e C ee a e e c ea , a e A a f a e a e a e e e c d f e e e c e f e S a e O, b e Pa c a a e a f ed.

( ) Af e e Pa c a ' e e c e a, ca a e bee a, ed b e B a d a d e c e d , a e f e e e c e f S a e O, (f c a ed S a e) a e bee ade, e C a a a, e e c e c a e f e e c e a, ca , a d e e S a e e Pa c a d ec ba ed e be f S a e O, be e e c ed a e e a, ca .

( ) Af e a, a b e c e c a e, e De, a d C ea C , a a a d e e a e e a e a a d c ea .

( ) Pa c a ca a fe e S a e af e e e e c e f S a e O, , e e, e a fe f S a e e d b D ec a d e a a e e f e C a a c , e e e e de e e a a , e a a d a e d c e .

T e C a ca , de a f ed a e e c e e d e Pa c a ba ed e ac a c c a ce .

(4) Procedures for amendments to the Scheme

If e C a e d a e d e Sc e e, c de a a d a, a a e S a e de ' e e a ee , c a e d e a be c de ed a d a, ed b e B a d. If e C a e d a e d e Sc e e af e e a, a a e S a e de ' e e a ee , c a e d e a be c de ed a d a, ed a e S a e de ' e e a ee e a c a e d e a e acce a ea e e c e a d e E e c e P ce.

T e C a a d c e e c a f e a e d e e Sc e e bef e a d af e e a e d e a e a e. T e I de e de D ec a d e S e C ee a e c ea , a e e e a e d e e Sc e e c d c e e a abe de e e f e C a a d fca de e a e ee f e C a a d e Sa e de a a e. A a f a de fe a ad ce a e e e a e d e e Sc e e a e c ace e e e e e f e Ad a e Mea e a d ee a a a de a a d fca de e a e ee f e C a a d e Sa e de a a e.

(5) Procedures of termination of the Scheme

If e C a e d e a e e Sc e e , c de a a e Sa e de ' e e a ee , c e a a be c de ed, a ed a d d c ed b e B a d. If e C a e d e a e e Sc e e af e e a , a a e Sa e de ' e e a ee , c e a a be c de ed a d d c ed b e B a d a d a d e Sa e de ' e e a ee .

T e C a a d c e e e f e Sa e de ' e e a ee e B a d e a e a e. A a f a e fe a a e e C a ' e a f e e e a f e ce e c e e c ace e e e e e f e Ad a e Mea e a d e e a a a d e a a d fca de e a e ee f e C a a d e Sa e de a a e.

If e Sc e e e a ed, e C a a a f e de e a f e a ed Sa e O e De a a d C ea C , a a e a e af e e f e e e a c de a a d a a ced e .

I. t t t C t t

(1) Rights and obligations of the Company

(i) T e C a e ed e e a d e ec e e Sc e e, c d c e f a ce a e e f e Pa c a , e e a d e e e e e Pa c a , e e a fca c e e e c e Sa e O . If a Pa c a fa f f e E e c e C d e ed de e Sc e e, e Sa e O f e Pa c a a a bee e e c ed ca be ca ce ed , e a a f e B a d.

(ii) T e C a a e e e e Pa c a e f e e , b e ba ed e e e e e f e , . If e Pa c a c e e e f / e d e fa a e e e , e Pa c a a e e a a d , fe a e c ea c f de a f a f e C a a e e e a d e a f e C a a d e e c d c e f ace f d e , c a ca ed e da a e e e ee e , a f e C a e Sa e O f e Pa c a a a bee e e c ed ca be ca ce ed , e a a f e B a d.

(iii) The Company shall withhold and pay individual income tax and other taxes on behalf of the Participants in accordance with the relevant PRC laws and regulations.

(iv) The Company undertakes [illegible] to provide loans and financial assistance in any other form, including guarantee for loans, to the Participants [illegible] the relevant Share Options under the Scheme.

(v) The Company shall [illegible] in accordance with the relevant laws, regulations and normative documents [illegible] under the Scheme [illegible].

(vi) The Company shall [illegible] the Share Options of the Participants [illegible] in accordance with the Scheme and relevant regulations of the CSRC, the [illegible] Exchange and Depository and Clearing Company Limited. The Company shall not be liable for [illegible] caused by the Participants [illegible] the Share Options [illegible] the CSRC, the relevant [illegible] Exchange and Depository and Clearing Company Limited.

(vii) Other relevant rights and obligations [illegible] under the relevant laws, administrative regulations and normative documents.

(2) ***Rights and obligations of the Participants***

(i) The Participants shall [illegible] the Company [illegible] the Company.

(ii) The Participants shall have the right to [illegible] in accordance with the provisions of the Scheme, and [illegible] in accordance with the relevant provisions.

(iii) Source of funds of the Participants shall be derived from funds legally raised by them.

(iv) The Share Options granted to the Participants shall not be transferred, used for guarantee or repayment of debts during the Vesting Period. The Share Options [illegible] before being exercised.

(v) The Participants shall pay individual income tax and other taxes arising from the Scheme in accordance with the PRC laws and regulations.

( ) T e Pa c a de a e a, e e e a e Pa c a bec e a f ed be a ed e e e a e e a a e e d e fa e a e e , ead a e e a e a c a ed e f a d c e d c e f e C a e Pa c a a e a e e ece ed f e Sc e e e C a af e e c f a a e e a e c fa e a e e , ead a e e a e a c a ed e e e a f a d c e d c e acc da ce e c e .

( ) I e ca e a a Pa c a bec e a f ed d e e e a f e Sc e e acc da ce e e e f e A c e 8 f e Ad a e Mea e , / e a ed S a e O, a a e e e c ed a be e a ed.

( )If e Pa c a ea e e C a af e e e c / e a d e e f e S a e O, a ed / e , e/ e a e a e b e a e a ed a f e C a ea f e da e e/ e ea e e C a If e Pa c a ea e e C a af e e e c / e a d e e f e S a e O, a ed / e a d e a e b e a e a ed a f e C a ea f e da e e/ e ea e e C a e Pa c a a e a e c e e/ e ece e f e Sc e e e C a a d a , a e da ed da a e a e a e e c e e/ e ece e . T e Pa c a a be ab e f a ca ed e C a

( ) O e e e a a d b a a a ed b a , ad a e e a , a e d c e a d e Sc e e.

(3) Other explanations

U c de a a d a, a f e Sc e a e S a e de ' e e a ee f e C a e C a e S a e O, G a A ee e eac Pa c a e eb e a d b a de e Sc e e a d e e e a a e be ee e a e a e c ea , e c bed.

A d , e be ee e C a a d e Pa c a a be e ed acc da ce , f e Sc e e a d e S a e O, G a A ee e D , e c a e c ea c e ed b e , a be e ed acc da ce PRC a a ' e e a . W e e e d , e ca be e ed e a , e a be efe ed e Pe e' C d c e e C a ' ace f d c e.

T e de e a f e Pa c a de e Sc e e b e C a d e c e a de a ab e e e d f e ee . T e C a de e e e e e a , e ee acc da ce e Lab C ac e e c ac ed e Pa c a .

J. [illegible]

(1) The Scheme shall take effect after being considered and approved by the Company's Shareholders' general meeting;

(2) The Scheme shall be interpreted by the Board.

2. PROPOSED GRANT UNDER THE A SHARE OPTION INCENTIVE SCHEME

A. [illegible]

The number of the underlying Shares in respect of the Share Options proposed to be granted pursuant to the Scheme is 5,947,858 A Shares, representing approximately 0.28% of the Company's total issued share capital of 2,146,893,254 Shares as of the date of announcement of the draft Scheme.

B. List [illegible]

The total number of proposed Participants to whom the Share Options are proposed to be granted is 289, comprising senior and mid-level management and technical personnel of the Company. Details of distribution are set out as follows:

[illegible]	[illegible] (10'000)	[illegible]	[illegible]
Senior and mid-level management and technical personnel (289 persons)	535.3072	90%	0.25%
Reserved Share Options	59.4786	10%	0.03%
Total	594.7858	100%	0.28%

Note: Some figures and totals in the table above may not be an arithmetic aggregation of the figures preceding them due to rounding adjustments.

Subject to the approval of the A Share Option Incentive Scheme by the Shareholders at the general meeting of the Company, the detailed names are listed in The Name List of the Participants under the First Grant of the A Share Option Incentive Scheme of 2021 of Flat Glass Group Co., Ltd. as published on the website of the SSE (www.sse.com.cn) and as an overseas regulatory announcement on the website of the Hong Kong Stock Exchange on 17 April 2021. Please also refer to Appendix III to this circular for details of such name list of the Participants under the first grant of the Scheme.

N e f e, a c, a f e A S a e O, I ce e Sc e e a D ec S, e f e C , a E ce, f M . Z Y, (祝宇平), f M . Z Q a (祝全明), a S, e f e C , a a c ec ed , e f e C , a e f e Pa c, a de e Sc e e a c ec ed , e f e C , a a def ed de C a e 14A f e L R e . A a f 40,000 S a e O, a e, , ed be a ed M . Z Y, .

T e a be f S a e f e C , a be a ed de e Sc e e a e f e ab e Pa c, a d e Va d Pe d e ceed 1.00% f e C , a ' a a e ca, a . T e a be f a e a e ed e Sc e e d e Va d Pe d e ceed 10.00% f e a a e ca, a f e C , a e e Sc e e a b ed e S a e de ' e e a ee . T e Re e ed S a e O, a e ceed 20.00% f e a S a e O, a a ab e de e Sc e e. If e Pa c, a a a e e be ef a ed d e , e a ea , e B a d a a e c e , d ad e e be f S a e O, a ed.

T e a e e a ed b e C , a e e a , e e b f e ab e Pa c, a a d e e e G a c , a ce e e a a a d e a , e A c e f A c a a d e Sc e e.

C. E t t

(1) Exercise Price under the First Grant of Share Options

T e E e c e P ce de e F G a f S a e O, de e Sc e e a be RMB44.02 , e S a e. U fi f e f E e c e C d , eac S a e O, a ed e Pa c, a ca , c a e e S a e f e C , a a e , ce f RMB44.02. T e E e c e P ce a be ad ed e e e f d de d d b , ca, a a f ca, a e e e , b e, a e bd , e a e c da f e C , a d e , e d f e da e f e a ce e f e Sc e e, b ed e eb e f e SSE e c e f e e c e f e S a e O, b e Pa c, a . F de a f e e e a ad e e d f e E e c e P ce, , ea e efe e ec eaded 1. P , ed Ad , f T e A S a e O, I ce e Sc e e G. Me d f a d , ced e f ad e f e Sc e e (2) Ad e e d f e E e c e P ce– A, , e d I c c a .

(2) Basis of determination of the Exercise Price under the First Grant of Share Options

T e E e c e P ce de e F G a f S a e O, a be e a e a a e f e S a e a d , c , e e e f:

( ) e a e a e ad , ce f e A S a e f e C , a e ad da ed a e , eced e da e f a ce e f e Sc e e (d af) , b ed e eb e f e SSE, be RMB44.02 , e a e.

( ) e a e a e ad , ce f e A S a e f e C , a f e 120 ad da ed a e , eced e da e f a ce e f e Sc e e (d af) , b ed e eb e f e SSE, be RMB34.90 , e a e.

(3) Basis of determination of the Exercise Price of the Reserved Share Options

The Exercise Price of the Reserved Share Options shall be consistent with the Exercise Price under the First Grant of Share Options, being RMB44.02 per Share.

(4) Requirements on the Exercise Price of Share Options under relevant PRC laws and regulations

Pursuant to Article 29 of the Administrative Measures, promulgated by CSRC, requires that the exercise price of share options shall not be lower than the nominal value of the shares, and shall be the higher of the (i) the average trading price of the shares on the trading day immediately preceding the date of announcement of the A Share Option Incentive Scheme published on the website of the SSE; and (ii) one of the average trading prices of the shares for the 20/60/120 trading days immediately preceding the date of announcement of the A Share Option Incentive Scheme published on the website of the SSE. [illegible] case any other method adopted by the A Share listed company [illegible] of determination of the exercise price of share options, basis and details of pricing method and of determination should be explained in the relevant A Share Option Incentive Scheme.

3. MECHANISM FOR SPECIFIC OCCURRENCES TO THE COMPANY AND THE PARTICIPANTS UNDER THE A SHARE OPTION INCENTIVE SCHEME

A. Mechanism for Specific Occurrences to the Company

(1) On occurrence of any of the following circumstances in respect of the Company, the Scheme shall be terminated and the outstanding Share Options granted under the Scheme that have not been exercised by the Participants shall be cancelled by the Company:

(i) issuance of the auditor's report with an adverse opinion or indicate an inability to give opinion by a certified public accountant in respect of the financial report of the Company for the most recent accounting year;

(ii) issuance of the auditor's report with an adverse opinion or indicate an inability to give opinion by a certified public accountant in respect of the internal control of the Company on financial report for the most recent accounting year;

(iii) failure to conduct profit distribution in accordance with laws and regulations, the Articles of Association and public undertakings within the last 36 months after listing;

(iv) prohibition from implementation of share incentives by laws and regulations; and

(v) such other circumstances as determined by the CSRC that shall terminate the Scheme.

(2) I ca e f e e d f e C a e B a d a dec de e e e a e e Sc e e af e e e e d .

(3) I ca e f a c a e f c f e C a e B a d a dec de e e e a e e Sc e e af e e c a e f c .

(4) I ca e f -c a ce c d f e G a e e c e a a e e f e S a e O b e C a d e fa e a e e ead a e e a e a e f a d c e d c e e a d S a e O a be ca ce ed b e C a .

I e ec f e S a e O a a e bee e e c ed b e e e a Pa c a e Pa c a c ce ed a e e C a a e e a ed. T e Pa c a bea e b f e ab e e ed a e a d e a a e f e e f e S a e O a ed a ee c e a f e C a e b e a e acc da ce e e a a a e e de e Sc e e. T e B a d a da e a b e Pa c a acc da ce e ab e e ed e e e a d e e e a a a e e de e Sc e e.

B. t t t

(1) Change of position of Participants

( ) W e e e f a Pa c a c a e a a e e a e C a b d a e e e f e S a e O a ed e a be e e c ed acc da ce e ced e e e Sc e e.

( ) If a Pa c a e e a a S e a I de e de D ec e a ca d e S a e O d e a a a fe e e e c ed S a e O a e a c a ed a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a .

( ) W e e e f a Pa c a c a e d e e a e f e e e a d e a f e C a a a e f b eac f a a f fe a e c e ea c f de a f a f e C a b eac f d a fea a ce e Pa c a ' e a f e ab e e e a b e C a d e e f e ea e e e c ed S a e O a e a c a ed a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a .

(2) Resignation of the Participant

I e ca e f e a , ed da c a d fa e e e e e e c ac , e e a b e Pa c a e S a e O e e c ed a be a d ed a d e S a e O a a e bee a ed b e e c ed a be e e c ed, a d a be ca ce ed b e C a

(3) Retirement of the Participant

If e Pa c a e e a d a e e- ed, e S a e O a ed e be e e ed acc da ce e ced e a ed e Sc e e c a e effec bef e e e e . If e Pa c a e ec e C a e e f c ed e e f e Pa c a e e a d ea e e C a e e e c ed S a e O a be a d ed b e C a a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a

(4) Resignation of the Participant due to incapacity in working

( ) If e Pa c a e d e e a d ca ac e e Re e a C ee a dec de e e a e S a e O a ed e Pa c a a be e e ed acc da ce e ced e a ed e Sc e e c a e effec bef e e cc e ce e e f, a d e , e a , e f a ce e a a e e be c ded e E e c e C d , a e e e c ed S a e O a be a d ed a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a

( ) If e Pa c a e d e ea e a e a d ca ac e , e e e c ed S a e O a be a d ed b e C a a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a

(5) Death of Participants

( ) If e Pa c a decea e d e e d e Re e a C ee a dec de e e a e S a e O a ed e a be e ed b e de a ed , e e e a e e be a f, a d a be e e ed fr acc da ce e ced e a ed e Sc e e c a e effec bef e e cc e ce e e f, a d e e f e , e a , e f a ce e a a a be c ded e E e c e C d , a e e e c ed S a e O a be a d ed b e C a a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a

( ) If e Pa c a decea e a , e e e c ed S a e O a be a d ed b e C a a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a

(6) Change to the control in the subsidiary where the Participant is working for

If e Pa c a e e e C a d b d a a d e C a e c f c b d a a d e Pa c a e a c b d a e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a

(7) Change to eligibility of the Participant

If e Pa c a e e be a a Pa c a d e e f e f a e e e c ed S a e O b e Pa c a a e a c a ed, a d e S a e O a a e bee a ed b e e c ed a be e e c ed a d a be ca ce ed b e C a :

( ) e e a bee de e ed b c e c a e a a e be e e a 12 ;

( ) e e a bee de e ed b e CSRC de e a ed a e c e a a e be e e a 12 ;

( ) e e a bee ed b e CSRC a f de e a ed a e c e ad a e e a e ea e b acce e a e e a 12 d e a e a a f a a d e a ;

( ) e e b ed f ac a a d ec a e be f e e a a e e f a c a a e ed b e C a La ;

( ) e e b ed f a c a a e ce e f ed c a e a e ed b a a d e a ; a d

( ) c e c a ce a de e ed b e CSRC.

C. t t

O e c a ce a ed ab e a d e a d e d e e f a be de e ed b e Re e a a d E a a C ee.

4. ACC I G EA E E H D A D HE EA E E F E F A CE AC

A. A t t t t t

(1) Date of Grant

S ce S a e O ca be e e c ed e Da e f G a e a ed acc ea e e ed. T e C a e e B ac -Sc e M de e Da e f G a de e e e fa a e f S a e O e Da e f G a .

(2) Vesting Period

O eac ba a ce ee da e , e Ve Pe d, e C , a a ec e e e e a a e c c e e e e f e e ce ac ed d c , e d a d a be ec ed de Ca a Re e e O e Ca a Re e e – a e fa a e f e S a e O , e Da e f G a ba ed e be e a e f e be f e e c ab e S a e O .

(3) Accounting treatment after the Exercise Date

N ad e a be ade e c f ed c a d a e ' e .

(4) Exercise Date

If e E e c e C d a e e e E e c e Da e, e S a e O ca be e e c ed a d ca ed f a d e Ca a Re e e O e Ca a Re e e – ec ed eac ba a ce ee da e bef e e E e c e Da e; f a , a f e S a e O bec e a d a e ab ed d e fa e e e c e, a be ea ed acc da ce acc a da d a d e a ed e a .

(5) Fair value and determination of the Share Options

I acc da ce e e e a e e e f e Acc S a da d f B e E e , e N . 11 S a e-ba ed Pa e (企業會計準則第11號 股份支付) a d e Acc S a da d f B e E e , e N . 22 Rec a d Mea e e f F a c a I e (企業會計準則第22號 金融工具確認和計量), e C , a e e B ac -Sc e de (BS de) a e , c de , a d e C , a e de a e a e a e fa a e f e S a e O a ed ba ed 17 A , 2021 (ff c a ca c a be c d c ed a e e f G a). T e , ec f c , a a e e a e e ec ed a f :

( ) P ce f a e a e : RMB42.89 , e a e (c , ce 17 A , 2021)

( ) Va d Pe d: 1 ea , 2 ea , 3 ea , 4 ea a d 5 ea , e ec e (e d c e c f Da e f G a a d e d e f da e f e e c e f eac e ec e e d)

( ) H c a : 14.73%, 17.44%, 18.71%, 17.92% a d 16.55% (a a ed a f e c e d , e d f SSE C , e I de)

( ) R -f ee e e a e: 1.50%, 2.10% a d 2.75% (ba ed e- ea , - ea , ee- ea , ee- ea a d ab e RMB de , be c a e e a e, e ec e f f a c a e de e ed b e Pe e' Ba f C a)

B. E EC ED IM AC F HE IM LEME A I F HA E I EAIGE F MA CE I EACH E I D

T e C a a ed 5,353,072 S a e O . . . e Pa c a de e F . . G a . f S a e O . . T e fa a e f . e S a e O . . e da e f G a a e . . a ed ba ed e , ec ed fa a e f S a e O . . e da e f G a c a ca c a ed acc d . . e c , ce f . e ad da , . e , b ca f . e d af . T e . . a fa a e f . e e . . . e . a ed . . . e e . a ed . be RMB31,781,200 (a ad . ed f . e . a fa a e f . e e . . . e . e . a f RMB60,332,200 a e . . e A ce e .). T e . . a fa a e a . e C a ' ce . ec . f . e Sc e e be ec ed . . a e d . e . e e . a f . e Sc e e acc da ce . . e e e c e , e ce . a e , a d be c a ed . . e ec , f . . Acc d . . e e e e . f . e e e a . acc . . a da d , . e , ec f c a . a be b ec . . e fa a e f . e S a e ca c a ed . e ac a Da e f G a . . A . a . . e C a a . S a e O . bef e Oc . be 2021 e e a . e a ed Pa c , a . ee . . e E e c e C d . , ec f ed . e Sc e e a d a e e e c ed d e , ec . e E e c e Pe d , . e a . a . f S a e O . c . . f 2021 . 2026 . a f . :

Unit: 10'000

A t t t t	2021	2022	2023	2024	2025	2026
3,178.12	185.69	1,073.04	827.31	586.08	354.46	151.54

Notes:

1. T e ab e c . . a e , ec ed c . . e a ed . . e G a . P ce, G a . Da e, c , ce G a . Da e, be f a . a d e . a e f . e a e . be f e e c ab e e . . e . ;
2. S a e de a e e ded . be a a e f . e , . . b e d , . e effec . f . e ab e- e . ed a e-ba ed , a e . ;
3. T e f a , ac . f . e ab e a . a . c . . , ec . . e C a ' , e a . e . b ec . . e a d . e , . ed b . e acc . a .;
4. A d ffe e ce . e a . . a f . e . f . e . . a a d . e bea d . e ab e ab e , f a . d e . d .

T e c . . f . e Sc e e a be c a ed . . e c . . a d e , e e . Ba ed . e c e . f a . , . e C a e . . a e . a . . c de . e , . . e effec . f . e Sc e e . e C a ' , e f a ce , . e a . a . f . e c . . f . e Sc e e a e a ac . . e e . , f . eac ea . e Va d . Pe d , b . . e ac . f ca . . Ta acc . . e , . e effec . f . e Sc e e . e C a ' , e a . a d de e , e . , c . . a e . e e . a f a a e e . a d b e . ea . , e , e a . eff c e c a d ed ce , e a . c . . , . e , e f a ce e e . f . e C a b . b . e Sc e e be e a . e c ea e c . . ca . ed b . .

A E DI II A E ME MEA E I E EC F HE IM LEME A I F HE 2021 HA E I I CE I E CHEME F FLA GLA G C A I L D.

1. E FA E ME

T e , , e f e A e e Mea e f e C a ae e e e , a ed , e e a f e Sc e e, a f e , ec f c bec e e e Sc e e, e e c e f c, a da d ed a d , a ed a a e e f a e e f Pa c a , a d e e e ea a f e , e f a ce d ca de e Sc e e. W e e ea e de e Pa c a e , e f a ce a d c e e ce a d e a a e e ee ' , e f a ce a d c b a bec e a d fa a de , de a bec e a d c e e e e a a ba f e e e a f e Sc e e.

2. I CI LE FA E ME

( ) A e e a d e a a f e Pa c a a be c c ed e A e e Mea e f e C a de e , c e f fa e , ce, a d , e e ;

( ) T e a e e d ca a be c b ed e C a ' ed a d -e de e , e a e a d a a b e bec e ; a e a e e , e f a ce, c e e ce a d a de f e Pa c a .

3. C E FA E ME

T e A e e Mea e f e C a a , cab e a Pa c a de f ed e Sc e e, c d e e a d d-e e a a e e e C a (c d b d a e), e c d I de e de D ec , S , e , a d a S a e de ac a c e d d a d e a 5% f e S a e f e C a a d e , e , a e a d c d e A Pa c a a e e ed a ab c ac a e e c ac e C a a b d a d e a e e e , e d f e Sc e e.

4. A E ME AGE C A D IM LEME I G AGE C

( ) T e Re e a C ee e , b e f e a a a d , e e a f e Sc e e;

( ) T e a e e ea f ed b e H a Re ce De a e a d Acc De a e f e C a e , b e f e , ec f c a e e e a d e , b e f e , e Re e a C ee;

( ) T e H a Re ce De a e , Acc De a e a d e e e a de a e f e C a a e e , b e f e c ec a d , f e e a a e e da a, a d a e e , b e f e a e c a d e ab f e da a; a d

( ) T e B a d e , b e f e e e a e e e .

5. PERFORMANCE ASSESSMENT INDICATORS AND STANDARDS

The exercise of the Share Options granted to the Participants will depend on the assessment results of the Company and the Participants.

A. Performance Assessment Requirements at the Company Level:

During the Validity Period, the Company will assess the Company's performance targets on an annual basis of the fiscal years 2021-2026, and check the fulfillment of the performance assessment, the targets of each Exercise Period as one of the Exercise Conditions for that Exercise Period of the Participants. The performance assessment targets for each Exercise Period under the Scheme are as below:

Exercise Arrangement		Assessment Target
First Grant of Share Options	First Exercise Period	The growth rate of the operating income of the year of 2021 shall not be less than 30%, as compared with the operating income of the year of 2020
	Second Exercise Period	The growth rate of the operating income of the year of 2022 shall not be less than 90%, as compared with the operating income of the year of 2020
	Third Exercise Period	The growth rate of the operating income of the year of 2023 shall not be less than 120%, as compared with the operating income of the year of 2020
	Fourth Exercise Period	The growth rate of the operating income of the year of 2024 shall not be less than 180%, as compared with the operating income of the year of 2020
	Fifth Exercise Period	The growth rate of the operating income of the year of 2025 shall not be less than 200%, as compared with the operating income of the year of 2020

E	t A t	
Re e ed S a e O . .	F . . E e c . e Pe d	T e . a.e f . e ,e a. c e f . e ea f 2022 a . be e . a 90%, a c , a ed . . e ,e a. c e f . e ea f 2020
	Sec d E e c . e Pe d	T e . a.e f . e ,e a. c e f . e ea f 2023 a . be e . a 120%, a c , a ed . . e ,e a. c e f . e ea f 2020
	T d E e c . e Pe d	T e . a.e f . e ,e a. c e f . e ea f 2024 a . be e . a 180%, a c , a ed . . e ,e a. c e f . e ea f 2020
	F . E e c . e Pe d	T e . a.e f . e ,e a. c e f . e ea f 2025 a . be e . a 200%, a c , a ed . . e ,e a. c e f . e ea f 2020
	F f. E e c . e Pe d	T e . a.e f . e ,e a. c e f . e ea f 2026 a . be e . a 220%, a c , a ed . . e ,e a. c e f . e ea f 2020

Note: T e ab e ,e a. c e– ea . . e a d.ed c . da.ed ,e a. c e f . e C , a .

D . e E e c . e Pe d, . e C , a a a d e . e . . e c ce . e e e c . e f . e S a e O . . f . e Pa . c . a . fi f . e E e c . e C d . . If . e ,e f a ce e e f . e c e . ,e d f . e C , a d . fi f . e c d . f ,e f a ce .a e. d c E e c . e Pe d, a Pa . c . a . . a . e e c . e . e e e c . ab e S a e O . . . a. a be a . e ed c ea , . e C , a a ca ce . e S a e O . . e e c . ab e b . e Pa . c . a . f . e c e . ,e d.

B. t q t t t t tt :

T e d d a a . e . e . f Pa . c . a . a be a ed a d , e e .ed acc da ce . . e e e a . C , a ' ,e f a ce a . e . e . . e . Acc d . . e a a ,e f a ce a . e . e . e . , . e d d a ,e f a ce a . e . e . e . a e d ded . . . e e .

O e , e e a e C , a ' , e f a ce a e ae ac e ed, f e d d a , e f a ce a e e e f c Pa c a e , e Ea a f ed, e Pa c a ca e ec e a e S a e O, f c Ea f a e e ; f e d d a , e f a ce a e e e f c Pa c a e , e Ea a f ed, a S a e O, f e Pa c a c a e e b e f e e c e e Ea f a e e a be e e c ed. T e S a e O, c a e e e c ed b e Pa c a a be ca ce ed b e C , a

6. A E ME CED E

T e H a Re ce De, a e , Acc De, a e a d e e a de, a e f e C , a a e e , b e f e , ec f c a e e e de e da ce f e Re e a C ee a d ee, e a e e e . A , e f a ce a e e e, a be , e, a ed a d b ed e Re e a C ee ba , a d e B a d e, b e f e e e a e e e .

7. E I D A D I ME F A E ME

A. A t

T e acc Ea , eac , e d f S a e O, be e e c ed b e Pa c a .

B. F q A t

T e a e e Ea f e Sc e e acc Ea f 2021 2026, a d e a e e a be c d c ed ce a Ea .

8. MA AGE ME F A E ME E L

A. F t t t

(1) T e , e e b ec a e e e ed e a e e e . T e d ec , e f e e , ee a f e , e e e a e e e 5 da af e e c , e f e a e e .

(2) If e , e e b ec a e e a bec a a e a e e e , e e ca c ca e e H a Re ce De, a e . If e bec ca be e ed c ca , e , e e b ec a e e a a , ea e Re e a C ee, c a e e a d de e e e f a a e e e ade 10 da .

(3) T e a e e e a be e ba f e e e c e f S a e O, .

B. F t

(1) Af e e c e f a e e e H a Re ce De a e Acc De a e a d e e ea de a e a e a a e ec d f e ef a ce a e e T e a e e e a be e a c f de a f a .

(2) I de e e e a d f e ef a ce ec d e ef a ce ec d a e a ed be a e ed. If e ec d a e be e ed e- ec ded, be ed b e a e c ce ed.

(3) T e ef a ce a e e ec d a be e f 10 ea . F d c e a d ec d a e ceed e a e e d a be f de ed b e Re e a C ee.

9. LEME A I I

( ) T e A e e Mea e f e C a a be f a ed, e e ed a d a e ded b e B a d f e C a .

( ) If e e ea f e A e e Mea e f e C a c f c e e e a PRC a ad a e e a a e d c e a d e d af Sc e e, e e e a PRC a ad a e e a a e d c e a d e d af Sc e e a e a . If e e a e c ea e A e e Mea e f e C a e e e a PRC a ad a e e a a e d c e a d e Sc e e a be e e ed.

( ) T e A e e Mea e f e C a a be e e ed a e c de a a d a a b e S a e de ' e e a ee f e C a af e e Sc e e bec e effec e.

A E DI III LI F HE A ICI A
DE HE FI G A F HE CHEME

T e f e f e Pa c a de e f a f e Sc e e.

.	t	t	.	t	t	.	t	t
1	Ta M	田密	23	Ya B	楊秉宇	45	G R	郭瑞
2	G H	郭紅軍	24	Za X	趙新國	46	Ja R	江榮
3	Da Ze	戴正明	25	Ta Ma e	田茂傑	47	L X	李新
4	Ya X	楊秀琴	26	Ja La a	焦亮亮	48	L X	李新路
5	G G	顧國興	27	Ga Ta e	高太生	49	Pe H e	彭輝珍
6	Ga Je	高傑	28	J C	季存留	50	L De ba	劉登寶
7	G J a	過錦濤	29	Wa Ba	王保龍	51	Q Se	邱森林
8	Wa M	王明	30	L De e	羅德生	52	Wa Ya a	王洋洋
9	Ja Ha	蔣昊	31	Za We	張偉	53	Ma C a	繆傳九
10	Z Fa	朱方萍	32	Z C a	周長明	54	W Ja	伍建紅
11	Ya Ze	楊政	33	Ce Y a	陳宇翔	55	Ta We e	田威威
12	Ma C	馬純利	34	Za Xad	張小冬	56	G S	宮守訓
13	Ze Z e	鄭志偉	35	Za Yfe	趙熠飛	57	Ta Pe e	田鵬鵬
14	Za R	張榮輝	36	X Ja	許建平	58	Wa X e e	王學征
15	He T	何挺	37	L H a a	李華先	59	Za Xa a	張小再
16	We La	文亮	38	Z H e	禚洪偉	60	L Y a fe	李遠峰
17	C Q	崔啟錄	39	Wa Le	王雷	61	XeZe	謝錚
18	Wa Z a	萬志淵	40	Ce Xa a	陳小華	62	L C a f	劉傳富
19	Ta P	唐平	41	Ma Y a	毛園	63	Se Xa b	沈小兵
20	XaDa a	夏道練	42	Za H a a	張歡歡	64	Za Na e	張年盛
21	Za Xa e	詹小偉	43	Y Y e	餘月旭	65	Y Yefe	餘月峰
22	L Yafe	淩亞峰	44	K X a	孔心願	66	Za Da e	張大偉

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DE HE FI G A F HE CHEME

.	t	t	.	t	t	.	t	t
67	L X	李旭日	89	X J e	熊俊朋	111	Y D c e	余敦成
68	Ha J fe	韓軍鋒	90	G Dec a	龔德倡	112	Y Fe	餘峰
69	Ya C	嚴聰	91	He He	賀恒	113	Fe Z a a	馮張泉
70	Z a Z a	張兆明	92	H X b	胡勛波	114	S F a	蘇付江
71	H a Ba	黃保宇	93	F Fa e	付方勝	115	Ga C e a	高成良
72	S H	舒洪湖	94	C e X	程雄	116	L S e a	李勝良
73	F C a c	付朝春	95	D We e	董文傑	117	X Ya a	徐彥帥
74	Z C a	朱傳統	96	We C	聞春敏	118	L G a f	李光富
75	L D a	劉殿信	97	Ga Ma	高毛	119	Y Ze a	尹增前
76	Ya J a	姚金剛	98	Z a Le	趙雷	120	Y D	餘冬
77	Wa X a	王曉慶	99	Z Ya	朱亞君	121	Ze X fe	曾新飛
78	Z a S	趙書秀	100	Ta X b	唐旭斌	122	Z a Pe	張鵬
79	Wa Ze	王澤瑞	101	Ta Z	湯志	123	L J a	劉家志
80	Z a B	趙步明	102	J J a fe	計劍飛	124	L N	劉甯國
81	C e Z a	陳志權	103	J a Y	蔣運平	125	Ta Ha	唐海軍
82	S e Y e	沈玉珍	104	Le G	雷貴金	126	Ya Q	姚秋林
83	X e Da e	謝大偉	105	Q a L fe	錢林峰	127	M a C a	繆長魯
84	Ya B	姚斌	106	Fe J a	奉靜陽	128	C e X a a	程相豪
85	G a J	管金興	107	Z a G fe	張國飛	129	Z a Q a	張橋玉
86	C e Ha	程浩	108	S e Da	沈丹	130	Wa Q a	汪全勇
87	Ta F	唐富	109	R a Da e	阮丹傑	131	L Z	李鐘
88	Y We	應威	110	Ma We a	馬文濤	132	W Q	吳啟榮

.	t	t	.	t	t	.	t	t
133	La Ya	蘭延輝	155	H H ab	胡華斌	177	Za Y	臧貽立
134	Ga Fe	高峰	156	X X a b	徐小兵	178	Ze J	曾繼紅
135	We Fe	魏峰明	157	He J a e	何檢妹	179	C Fe	褚豐
136	Wa L b	王利兵	158	X S e	徐士傑	180	Z a Y	張勇國
137	Ya We e	楊文偉	159	X a Y	肖意	181	H A	胡岸輝
138	Ta X	陶緒清	160	Ya B	嚴兵輝	182	Ya Y	楊宇
139	Ya J a a	姚健華	161	Wa Y	王勇宗	183	S e Q	沈瞿
140	S Y a	蘇永剛	162	Ya C	楊崇壽	184	Ya X	楊西中
141	Z Y	祝宇平	163	Z a K	張坤	185	Me L	孟玲
142	Q We c e	仇文臣	164	L Y a	劉友前	186	L H a	劉華銀
143	G Ha	龔豪	165	C e Fe a	陳風來	187	D J a	杜君堯
144	Ga Q a	甘泉	166	Z L a	朱立權	188	W H	吳紅
145	L J	呂晶	167	Y Pe	遊鵬	189	X X a e	徐曉煒
146	Z Ha a	周漢紹	168	G J	顧金民	190	Q L a	邱亮
147	Z H e	周洪仁	169	J C e	金成	191	W We	吳偉忠
148	Wa Ha	王毫	170	H Q a	胡奇江	192	L Ta	劉濤
149	X a Y	項有奎	171	Ga X e	甘細文	193	B a S a	邊帥
150	X e E	謝恩	172	Re Z a	任智華	194	Z a Fa	張方軍
151	W Pe c	吳蓬春	173	Z a Re b	張仁兵	195	Ya S	楊松
152	D X e	丁雪勇	174	C e J a a	陳佳良	196	J a Y	蔣英紅
153	Wa Z e a	王哲遠	175	Ga Ha a	高海山	197	Z a Z a	趙志華
154	Ba Q a	白乾坤	176	J H b	金紅斌	198	W G e	吳公雷

.	t	t	.	t	t	.	t	t
199	G De a	郭登見	221	D a J e	段九賀	243	X B	徐冰
200	W We	吳文宏	222	Ya J ad	姚佳棟	244	We L	文禮平
201	L Y c a	李永川	223	Z He	周和勇	245	Z Ta ba	周太寶
202	S R a	宋榮強	224	Ha We e	韓文科	246	Z a Ha	張海軍
203	X L a	徐亮	225	Wa J	王靜	247	Fa C e a	方承天
204	Z a S	張士俊	226	L X e	陸學利	248	L J da	劉金達
205	He Z a	何璋明	227	J a Yaa	姜亞安	249	L S	劉士林
206	Ba Z e	鮑振興	228	S e Y fe	沈雲飛	250	Z We e	朱微震
207	M a Z e	苗中根	229	S e P e	沈平文	251	L Q a	李強
208	T Fe	屠鳳珠	230	L J a	呂建龍	252	Ca P	曹璞
209	S Fe	宋飛	231	L S e a	李勝雙	253	Z G a a	周光華
210	R a De	阮德榮	232	T a We	田偉	254	Z Q e	朱啓杰
211	Z L	鄒立新	233	W J a fe	吳劍飛	255	Z A	周愛
212	S G	施國民	234	He S e	何沈軍	256	S M e	孫明格
213	Z a Y e	張月明	235	C a Q	柴琪林	257	Z a L	張利
214	X a Y a	肖運泉	236	L Ya	陸亞萍	258	C e We	陳文星
215	L M	李明	237	Me Sa	孟賽	259	L We	龍偉
216	Ga M	高明	238	Wa J a	王建	260	Pe B	彭斌
217	Z a Y	張永明	239	C e J a	陳江萍	261	C e Y a	陳玉華
218	Ca X	蔡鑫	240	H C a	侯傳勇	262	Ta X a	譚新華
219	Wa Fe	王飛	241	Z a N a	張念軍	263	J Y e	金嶽雲
220	Ya Q e	楊欽偉	242	Wa J a	王加喜	264	L X a	羅興銓

.	t	t	.	t	t	.	t	t
265	He Y ef	何躍福	274	C e Z a	陳仲園	283	Z X	朱鑫萍
266	Me A	孟阿芹	275	G L	顧林榮	284	C e Y a	成媛
267	Wa R	王潤中	276	Ta W	陶吳萍	285	Z J a fa	朱建芳
268	Y Fe	俞峰	277	Z a H	張紅明	286	J a Y e	姜玥
269	J G	金國忠	278	Z Fa a	朱芳園	287	Wa J a	王積雙
270	Z H a	鐘華	279	Z a P	趙萍	288	Fa J a	方佳明
271	Wa Y	王勇	280	Wa Z	王仲貴	289	L Y	淩瑩
272	Wa X	王秀	281	H a L	黃麗平			
273	Q H	曲紅	282	D J a a	董建剛			

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福萊特玻璃集團股份有限公司
F tG G C ., Lt .

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

(t : 6865)

ICE F HE 2021 HI DE A DI A GE E AL MEE I G

ICE I HE EB GI E . a. 2021 . d e . a d a e e a ee. (. e **EGM**–) f F a. G a . G , C ., L.d. (. e **C** –) be e d a. 2 , . . 18 N e be (T da) 2021 a. . e C fe e ce R , Sec d F , Ad . a. e B d , F a. G a . G , C ., L.d., N . 959 Y e R ad, X D . . c., J a , Z e a P ce, . e Pe e' Re b c f C a (. e **C**–) . c de a d, f . f, . , a . e f e . :

DI A E L I

1. T c de a d a, e . e e, . e f, e , ceed .

ECIAL E L I

2. T c de a d a, e . e 2021 S a e O, . I ce . e Sc e e f F a. G a . G , C , a. L.d. (. e **I t** –) (e ed d af.) a d . ab . ac..

3. T c de a d a, e . e A . e e . Mea e e e, ec. f . e I ce . e Sc e e.

4. T c de a d a, e a . f a da.e . . e B a d . dea a.e , e .a . . e I ce . e Sc e e.

B de f . e B a d
F t G G C ., Lt .
H
Chairman

J a , Z e a P ce, . e PRC

27 Oc. be 2021

As at the date of this notice, 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 Ms. Xu Pan, Ms. Hua Fulan and Ms. Ng Yau Kuen Carmen.

Notes:

1. I de a ce a ae de 'e e e a e d a d e a e EGM, e e e f e be f e C a be c ed f 15 N e be 2021 (M da) 18 N e be 2021 (T da) (b da c e), d c e d a fe f a e be e e ed. I de a f f a e d a d a e f c EGM, a a fe d c e be d ed e C a H a e e a H K , T c I e Se ce L ed, a Le e 54, H e e Ce e, 183 Q ee ' R ad Ea , H K (f de f H a e) f e a bef e 4:30 , . 12 N e be 2021 (F da). H a e de e a e a , ea e e e f e be f e C a 12 N e be 2021 (F da) a e e ed a e d a d e a e EGM. T e ec d da e a d a a e e e , ec f e A a e de a e e ed a e d e EGM be de e ed a d a ced e, a a e e PRC b e C a

2. S a e de a e e ed a e d a d e a e EGM a a, e e, e a e d a d e e be a f. A eed be a a e de f e C a

3. T e e a, a, be de e a d f a a e de a e d a ed . If e a e de a e a , e , a e be e ec ed e e de ea de e a d f d ec e a e d a ed e a e.

4. I de be a d, e, f f e EGM be de ed b a d b, e H a e e a f e C a T c I e Se ce L ed, a Le e 54, H e e Ce e, 183 Q ee ' R ad Ea , H K (f de f H a e) e a 24 bef e e e f d e EGM (a ad e e e f) f a e, . If e, f ed b a e de a, e f a e e a a a c , f a, e f a e a a be de ed a e a e e a e ed e, f . C , e a d e f e, f , ec de a e de f a e d a d , e a e EGM a ad ed ee d e .

5. S a e de e, e a , de e de f ca d c e e a e d e EGM. If c , a e a e de a , a ed e, e e a e a e d e EGM, e a ed e, e e a e a , d ce / e de d c e a d a a a ce f ed c , f e e e a a a , ed b e b a d f d ec e a ed , a e f e c , a e a e de e a a ce f ed d c e a ed b e C a P e a , d ce e de d c e a d e, f ed b e a e de e a e e a e d e EGM.

6. S a e de a e d e EGM a be e , b e f e a e a d acc da e , e e .

7. T e add e f e e e ed ff ce e PRC f e C a 1999 Y e R ad, X D c , J a , Z e a P ce, e PRC.

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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)

NOTICE OF THE 2021 THIRD H SHAREHOLDERS' CLASS MEETING

NOTICE IS HEREBY GIVEN that the 2021 third H shareholders' class meeting (the "**H Shareholders' Class Meeting**") of Flat Glass Group Co., Ltd. (the "**Company**") will be held immediately after the conclusion of the A shareholders' class meeting on 18 November 2021 (Thursday) at the Conference Room, Second Floor, Administration Building, Flat Glass Group Co., Ltd., No. 959 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the People's Republic of China (the "**PRC**") to consider and, if thought fit, to pass the following resolutions:

SPECIAL RESOLUTIONS

1. To consider and approve the 2021 Share Option Incentive Scheme of Flat Glass Group Co., Ltd. (the "**Incentive Scheme**") (revised draft) and its abstract.

2. To consider and approve the Assessment Management Measures for the Implementation of the Incentive Scheme.

3. To consider and approve the grant of mandate to the Board to deal with matters related to the Incentive Scheme.

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

Jiaxing, Zhejiang Province, the PRC

27 October 2021

As at the date of this notice, 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 Ms. Xu Pan, Ms. Hua Fulan and Ms. Ng Yau Kuen Carmen.

Notes:

1. In order to ascertain shareholders' entitlements to attend and vote at the H Shareholders' Class Meeting, the register of members of the Company will be closed from Monday, 15 November 2021 to Thursday, 18 November 2021 (both days inclusive), during which no transfer of shares will be effected. In order to qualify for attending and voting at the H Shareholders' Class Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration not later than 4:30 p.m. on Friday, 12 November 2021.

2. Shareholders who are entitled to attend and vote at the H Shareholders' Class Meeting may appoint one or more proxies