

H K E C L T S E f H K L
 f f f f f f
 f f f f f f



福萊特玻璃集團股份有限公司
Flat Glass Group Co., Ltd.

(a registered company incorporated in the People's Republic of China with its registered office at
 (Stock code: 6865))

**ANNOUNCEMENT IN RELATION TO THE RESERVED GRANT OF
 THE RESTRICTED SHARES TO PARTICIPANTS UNDER
 THE RESTRICTED A SHARE INCENTIVE SCHEME FOR 2020**

Flat Glass Group Co., Ltd. (the "Company") has reserved 29 million A shares under the Restricted A Share Incentive Scheme for 2020 (the "Scheme") for grant to participants under the Scheme on 27 March 2020. The Company has held a general meeting of shareholders on 29 June 2020 to approve the Scheme. The Company will hold a general meeting of shareholders on 31 August 2020 to approve the Scheme. The Company is pleased to announce the details of the Scheme.

I. EXPLANATION OF THE BOARD REGARDING SATISFACTION OF CONDITIONS OF THE RESERVED GRANT

The Board is satisfied with the performance of the Company and the financial position of the Company. The Board is pleased to announce the details of the Scheme.

1. None of the following has occurred on the part of the Company:

- (1) A ...
- (2) A ...

- (3) I 36 , ff ;
- (4) L ;
- (5) O CSRC.

2. None of the following has occurred on the part of the Participants:

- (1) T P S E
 12 ;
- (2) T P f CSRC
 12 ;
- (3) T P
 CSRC 12 ;
- (4) T P C L /
 f ;
- (5) L P
 f ;
- (6) O CSRC.

Af f f , B : f
M M f S I f L C I S ,
AGM, 2020 F A S C M 2020 F H S
C M f C , f R G f I S
f C G D 25 M 2021 700,000 R
S P .

II. PARTICULARS OF THE RESERVED GRANT

- 1. G D : 25 M 2021
- 2. N. f R S : 700,000 A
- 3. N. f :
- 4. G P : RMB14.23 S
- 5. S . f R S : A S C P

6. P ,L P :

T P f I S f R S f
f R S f R S
P f R S ,
72

A R S P ff L - P ,
f f f R S . T
G D f 12

T R S P f
f f L - P .U f
R S P
S ,
f .S f
P f R S L - P ,
f R S L - P ,
f .T L - P f f R S .

C , P
f R S I P f
f R S ; f R S P

T f R S f I
S :

Unlocking arrangement	Unlocking time	Unlocking proportion
F	C f f 12 f G D f f R S f 24 f G D f f R S	20%

Unlocking arrangement	Unlocking time	Unlocking proportion
S	C <i>f</i> <i>f</i> 24 <i>f</i> G D <i>f</i> <i>f</i> R S <i>f</i> 36 <i>f</i> G D <i>f</i> <i>f</i> R S	20%
T	C <i>f</i> <i>f</i> 36 <i>f</i> G D <i>f</i> <i>f</i> R S <i>f</i> 48 <i>f</i> G D <i>f</i> <i>f</i> R S	20%
F	C <i>f</i> <i>f</i> 48 <i>f</i> G D <i>f</i> <i>f</i> R S <i>f</i> 60 <i>f</i> G D <i>f</i> <i>f</i> R S	20%
Ff	C <i>f</i> <i>f</i> 60 <i>f</i> G D <i>f</i> <i>f</i> R S <i>f</i> 72 <i>f</i> G D <i>f</i> <i>f</i> R S	20%
F R S	U C <i>f</i> <i>f</i> R S <i>f</i> U P C \otimes \otimes <i>f</i> I S	
If	<i>f</i> R S <i>f</i> , C \otimes <i>f</i> <i>f</i> R S	

Name	Number of the Restricted Shares granted (10'000 S)	Proportion in the total Restricted Shares granted	Capital of the Company as at the date of this announcement
S (T)	70.00	13.21%	0.033%

III. VERIFICATION OF THE LIST OF PARTICIPANTS OF THE FIRST GRANT BY THE SUPERVISORY COMMITTEE

- U f f P f R G f I P f f
f , S C f :
1. T P C ' D , S S f
5% f S f C f
- U f , P f R G f I P M
f :
M :
- (1) T P S E
12 ;
- (2) T P f CSRC
12 ;
- (3) T P CSRC 12 ;
- (4) T P C L /
f ;
- (5) L P
f ;
- (6) O CSRC.

2. The Company's Restricted Share Plan ("RSP") is a long-term incentive plan designed to attract and retain key management personnel and employees of the Company, and to align their interests with those of the Company's shareholders. The RSP is subject to the approval of the Board of Directors and the Shareholders of the Company.

The RSP is a restricted share plan, which means that the shares granted under the RSP are subject to certain restrictions, including but not limited to the following:

- The shares granted under the RSP are subject to a lock-up period of 12 months from the date of grant.
- The shares granted under the RSP are subject to a performance period of 3 years from the date of grant.
- The shares granted under the RSP are subject to a vesting schedule of 25% per year over the 3-year performance period.

The RSP is subject to the approval of the Board of Directors and the Shareholders of the Company. The RSP is a restricted share plan, which means that the shares granted under the RSP are subject to certain restrictions, including but not limited to the following:

IV. STATEMENT ON DEALING IN SHARES OF THE COMPANY BY THE DIRECTORS AND SENIOR MANAGEMENT PARTICIPATING IN THE INCENTIVE SCHEME DURING THE 6 MONTHS PRIOR TO THE GRANT DATE

The Company's Restricted Share Plan ("RSP") is a long-term incentive plan designed to attract and retain key management personnel and employees of the Company, and to align their interests with those of the Company's shareholders. The RSP is subject to the approval of the Board of Directors and the Shareholders of the Company.

V. IMPACT OF THE RESERVED GRANT OF RESTRICTED SHARES ON THE FINANCIAL POSITION OF THE COMPANY

The Company's Restricted Share Plan ("RSP") is a long-term incentive plan designed to attract and retain key management personnel and employees of the Company, and to align their interests with those of the Company's shareholders. The RSP is subject to the approval of the Board of Directors and the Shareholders of the Company.

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Unit: RMB10,000

Total Amortization Costs of the Restricted Shares	2021	2022	2023	2024	2025	2026
1,003.10	<u>267.21</u>	<u>341.05</u>	<u>198.95</u>	<u>118.14</u>	<u>61.02</u>	<u>16.72</u>

N :

1. T S ff f - - ;
2. T f f C ' ;

VI. SUMMARY OF THE LEGAL OPINIONS

B A (S)L F f R G
 f R AS I S f 2020 f C f :
 f , () f 2019 A G M , 2020
 F AS C M 2020 F HS C M , C
 f R G ; () f P ,
 f R S , G P G D f R G
 M M I S ;
 () f f C P
 R S M M
 I S , f R S I S
 f .

B f B f
Flat Glass Group Co., Ltd.
Ruan Hongliang
 C

J , P , PRC
 25 M 2021

A f , D f C M . R H ,
 M . J J , M . M . S Q f , - D f
 C M . P , M . H F M . N . K C .