



浙江玻璃股份有限公司

ZHEJIANG GLASS COMPANY, LIMITED

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

(Stock Code: 739)

PROXY FORM FOR ATTENDANCE AT THE ANNUAL GENERAL MEETING

I/We (note a) _____
of _____
being the registered holder(s) of _____ shares of HK\$0.10 domestic shares/H shares (note b) of RMB1.00 each in the capital of Zhejiang Glass Company, Limited ("Company") hereby appoint the Chairman of the meeting or (note c) of _____
of _____
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the annual general meeting of the Company to be held at 10:00 a.m. on Tuesday, 30 June 2009 at the Conference Room, Zhejiang Glass Company, Limited, Yangxunqiao Township, Shaoxing County, Zhejiang Province, the PRC or any adjournment thereof.

Please make a "✓" mark in the appropriate boxes to indicate how you wish your vote(s) to be cast (notes d and e).

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2008.		
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2008.		
3.	To consider and approve the financial report of the Company for the year ended 31 December 2008 prepared in accordance with the accounting principles generally accepted in Hong Kong.		
4.	To consider and approve the financial report of the Company for the year ended 31 December 2008 prepared in accordance with the accounting principles generally accepted in the PRC.		
5.	To consider and approve (in separate resolutions) the resignation of the following persons all with effect from the conclusion of the annual general meeting:		
	(i) Mr Gao Huojin, from the office of an executive director of the Company;		
	(ii) Mr Xie Yong, from the office of a non-executive director of the Company.		
6.	To consider and approve (in separate resolutions) the appointment of the following candidates all with effect from the conclusion of the annual general meeting up to the date of the annual general meeting of the Company to be held in 2010:		
	(i) Mr Zhang Shutao, as an executive director of the Company;		
	(ii) Ms Chen Rong, as a non-executive director of the Company.		
7.	To consider and authorise the board of directors of the Company (the authority of which can be delegated to the remuneration committee of the Company) to fix the remuneration of the Company's directors and supervisors for the year ending 31 December 2009.		
8.	To consider and approve the allocation of profit for the year ended 31 December 2008.		
9.	To consider and approve the re-appointment of PricewaterhouseCoopers, Hong Kong and PricewaterhouseCoopers Zhong Tian CPAs Limited as the Company's international auditors and domestic auditors respectively for the year ending 31 December 2009 and to authorise the board of directors of the Company to fix their remuneration.		
SPECIAL RESOLUTIONS			
10.	To consider and approve the grant of a general mandate to the board of directors of the Company to allot, issue and deal with the Company's shares.		
11.	To consider and approve the grant of a general mandate to the board of directors of the Company to repurchase H shares of the Company.		

Dated this _____ day of _____, 2009.

Shareholder's signature _____ (notes f, g and h)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS** in Chinese and English as set out in the register of members of the Company. The names of all joint registered holders should be stated.
- Please delete the inapplicable class and please insert the number of shares registered in your name(s) in which this proxy form relates in the space provided. If no number is inserted, this form of proxy will be deemed to relate to all shares in the share capital of the Company registered in your name(s) (whether alone or jointly with others).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the meeting as your proxy, please delete the words "the Chairman of the meeting or" and insert the name and address of the person to be appointed as your proxy in the space provided.
- If you wish to vote for any of the resolutions set out above, please tick ("✓") the appropriate box marked "For". If you wish to vote against any of the resolutions, please tick ("✓") the appropriate box marked "Against". If the form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy is entitled to vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy is entitled, in relation to that particular proposed resolution, to vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- For the full text of each resolution, please refer to the accompanying notice of the AGM of the Company.
- In the case of joint registered holders of any shares, this form of proxy may be signed by any one joint registered holder, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, that one of the joint registered holders whose name stands first on the register of members of the Company in respect of the relevant joint holding shall, to the exclusion of other joint holders, alone be entitled to vote in respect thereof.
- This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company's H share registrar for holders of H shares at Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong or to the Company's registered address for holders of domestic shares at Zhejiang Glass Company, Limited, Yangxunqiao Township, Shaoxing County, Zhejiang Province, the PRC not later than 24 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Complete and return of this form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish.



浙江玻璃股份有限公司

ZHEJIANG GLASS COMPANY, LIMITED

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

(Stock Code: 739)

**PROXY FORM FOR ATTENDANCE AT
CLASS MEETING FOR HOLDERS OF H SHARES**

I/We (note a) _____
of _____
being the registered holder(s) of _____ (note b) H shares
of RMB1.00 each in the capital of Zhejiang Glass Company, Limited ("Company") hereby appoint the Chairman of the
meeting or (note c) _____
of _____
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the class meeting for holders of H shares of
the Company to be held at 10:30 a.m. on Tuesday, 30 June 2009 or immediately as soon as the conclusion of the annual
general meeting of the Company to be held at 10:00 a.m. on Tuesday, 30 June 2009 at the Conference Room, Zhejiang
Glass Company, Limited, Yangxunqiao Township, Shaoxing County, Zhejiang Province, the PRC or at any adjournment
thereof.

Please make a "✓" mark in the appropriate box to indicate how you wish your vote(s) to be cast (notes d and e).

SPECIAL RESOLUTION	FOR	AGAINST
To consider and approve the grant of a general mandate to the board of directors of the Company to repurchase H shares of the Company.		

Dated this _____ day of _____ 2009.

Shareholder's signature _____ (notes f, g and h)

Notes:

- (a) Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS** in Chinese and English as set out in the register of members of the Company. The name of all joint registered holders should be stated.
- (b) Please insert the number of H shares registered in your name(s) in which this proxy form relates in the space provided. If no number is inserted, this form of proxy will be deemed to relate to all H shares in the share capital of the Company registered in your name(s) (whether alone or jointly with others).
- (c) A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the meeting as your proxy, please delete the words "the Chairman of the meeting or" and insert the name and address of the person to be appointed as your proxy in the space provided.
- (d) If you wish to vote for the resolution set out above, please tick ("✓") the appropriate box marked "For". If you wish to vote against the resolution, please tick ("✓") the appropriate box marked "Against". If the form returned is duly signed but without specific direction on the proposed resolution, the proxy is entitled to vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- (e) For the full text of the resolution, please refer to the accompanying notice of class meeting for holders of H shares of the Company.
- (f) In the case of joint registered holders of any shares, this form of proxy may be signed by any one joint registered holder, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, that one of the joint registered holders whose name stands first on the register of members of the Company in respect of the relevant joint holding shall, to the exclusion of other joint holders, alone be entitled to vote in respect thereof.
- (g) This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the offices of the Company's H share registrar for holders of H shares at Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 24 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- (h) Any alteration made to this form should be initialled by the person who signs the form.
- (i) Completion and return of this form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish.



浙江玻璃股份有限公司

ZHEJIANG GLASS COMPANY, LIMITED

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

(Stock Code: 739)

**PROXY FORM FOR ATTENDANCE AT
CLASS MEETING FOR HOLDERS OF DOMESTIC SHARES**

I/We (note a) _____
of _____
being the registered holder(s) of _____ (note b) domestic shares
of RMB1.00 each in the capital of Zhejiang Glass Company, Limited ("Company") hereby appoint the Chairman of the
meeting or (note c) of _____
of _____
to act as my/our proxy to attend and vote for me/us and on my/our behalf at the class meeting for holders of domestic
shares of the Company to be held at 11:00 a.m. on Tuesday, 30 June 2009 or immediately as soon as the conclusion
of the class meeting for holders of H shares of the Company to be held at 10:30 a.m. on Tuesday, 30 June 2009 at the
Conference Room, Zhejiang Glass Company, Limited, Yangxunqiao Township, Shaoxing County, Zhejiang Province, the
PRC or at any adjournment thereof.

Please make a "✓" mark in the appropriate box to indicate how you wish your vote(s) to be cast (notes d and e).

SPECIAL RESOLUTION	FOR	AGAINST
To consider and approve the grant of a general mandate to the board of directors of the Company to repurchase H shares of the Company.		

Dated this _____ day of _____ 2009.

Shareholder's signature _____ (notes f, g and h)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS** in Chinese and English as set out in the register of members of the Company. The name of all joint registered holders should be stated.
- Please insert the number of domestic shares registered in your name(s) in which this proxy form relates in the space provided. If no number is inserted, this form of proxy will be deemed to relate to all domestic shares in the share capital of the Company registered in your name(s) (whether alone or jointly with others).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the meeting as your proxy, please delete the words "the Chairman of the meeting or" and insert the name and address of the person to be appointed as your proxy in the space provided.
- If you wish to vote for the resolution set out above, please tick ("✓") the appropriate box marked "For". If you wish to vote against the resolution, please tick ("✓") the appropriate box marked "Against". If the form returned is duly signed but without specific direction on the proposed resolution, the proxy is entitled to vote or abstain at his discretion in respect of the resolution. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- For the full text of the resolution, please refer to the accompanying notice of class meeting for holders of domestic shares of the Company.
- In the case of joint registered holders of any shares, this form of proxy may be signed by any one joint registered holder, but if more than one joint registered holder is present at the meeting, whether in person or by proxy, that one of the joint registered holders whose name stands first on the register of members of the Company in respect of the relevant joint holding shall, to the exclusion of other joint holders, alone be entitled to vote in respect thereof.
- This form of proxy must be signed by a shareholder, or his attorney duly authorised in writing. To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority must be deposited at the Company's registered address for holders of domestic shares at Zhejiang Glass Company, Limited, Yangxunqiao Township, Shaoxing County, Zhejiang Province, the PRC not later than 24 hours before the time appointed for the holding of the meeting or any adjourned meeting.
- Any alteration made to this form should be initialled by the person who signs the form.
- Completion and return of this form of proxy will not preclude you from attending and voting in person at the meeting or any adjournment thereof if you wish.