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CHINA GLASS HOLDINGS LIMITED

中國玻璃控股有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 3300)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Special General Meeting of China Glass Holdings Limited (the “**Company**”) will be held at Salons I & II, Mezzanine Level, Grand Hyatt Hong Kong, 1 Harbour Road, Wanchai, Hong Kong on Tuesday, 15 October 2019 at 9:30 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolution as a **special resolution** of the Company:

SPECIAL RESOLUTION

“THAT:

- (a) with effect on the business day immediately following the date of passing of this special resolution, or such time or such other date and/or time as the directors of the Company (the “**Directors**”) may determine (i) the share premium account of the Company be reduced by HK\$334,661,010.16 and the credit amount arising from such reduction be transferred to the contributed surplus account of the Company (the “**Contributed Surplus Account**”) (together, the “**Reduction of Share Premium**”); (ii) subject to the Reduction of Share Premium becoming effective, an amount of HK\$298,458,069 standing to the credit of the Contributed Surplus Account be applied to set off against the accumulated losses of the Company (the “**Accumulated Losses Set Off**”); and (iii) subject to the Reduction of Share Premium becoming effective, a distribution of an amount of HK\$36,202,941.16 (representing HK\$0.02 per share) out of the Contributed Surplus Account (the “**Distribution**”) be made to the shareholders of the Company whose names appear on the Company’s register of members at the close of business on Friday, 18 October 2019; and

- (b) the Directors, acting collectively and individually, be and are hereby authorised to do all such acts and things, make all necessary filings, and to approve, sign, execute, seal and deliver all such documents which he may in his absolute discretion, consider necessary, appropriate, desirable or expedient in connection with or to implement or give effect to the above resolution.”

By Order of the Board
China Glass Holdings Limited
Peng Shou
Chairman

Hong Kong, 20 September 2019

Notes:

1. The resolution at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.
2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy or, if he holds two or more shares, may appoint more than one proxy to attend and vote instead of him. A proxy need not be a shareholder of the Company. If more than one proxy is appointed, the number of shares in respect of which each such proxy so appointed must be specified in the relevant form of proxy. Every shareholder present in person or by proxy shall be entitled to one vote for each share held by him.
3. The form of proxy shall be in writing under the hand of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under its seal or under the hand of an officer or attorney duly authorised to sign the same.
4. The form of proxy and the 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 branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than forty-eight (48) hours before the time appointed for the meeting (i.e. not later than 9:30 a.m. on Sunday, 13 October 2019) or at any adjournment thereof.
5. Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and in such event, the form of proxy shall be deemed to be revoked.

6. In the case of joint registered holders of any share, any one of such joint holders may vote at the above meeting, either in person or by proxy, in respect of such share as if he/she/it was solely entitled thereto, but if more than one of such joint holders are present at the meeting, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint holders, and for this purpose, seniority shall be determined by the order in which the names of the joint holders stand on the Register of Members of the Company in respect of the relevant joint holding.
7. Shareholders whose names appear on the Register of Members of the Company on Tuesday, 15 October 2019 are entitled to attend and vote at the above meeting. For determining the entitlement to attend and vote at the above meeting, the Register of Members of the Company will be closed from Thursday, 10 October 2019 to Tuesday, 15 October 2019, both dates inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the above meeting, unregistered holders of shares of the Company shall ensure that all completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Wednesday, 9 October 2019.
8. In order to qualify for the proposed Distribution, properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Friday, 18 October 2019.
9. The translation into Chinese language of this notice is for reference only. In case of any inconsistency, the English version shall prevail.
10. As at the date of this notice, the board of Directors comprises Mr. Cui Xiangdong as executive Director; Mr. Peng Shou, Mr. Zhao John Huan, Mr. Zhou Cheng and Mr. Zhang Jinshu as non-executive Directors; and Mr. Zhang Baiheng, Mr. Zhao Lihua and Mr. Chen Huachen as independent non-executive Directors.

* *For identification purpose only*