China Glass Holdings Limited
Terms of Reference and Rules of Procedures of the Strategy Committee

(effective on 30 March 2026)

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1. General Provisions

A China Glass Holdings Limited (the "**Company**") is committed to upholding good corporate governance standards. In order to strengthen the decision-making function of the board of directors of the Company (the "**Board**"), adapt to the Company's strategic development needs, improve investment decision-making procedures and enhance corporate governance, the Board has established a strategy committee (the "**Committee**") and has formulated these rules of procedures in accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and its appendix C1 the Corporate Governance Code, the Bye-laws and other relevant regulations of the Company.

B These rules will be reviewed and amended by the Company from time to time to ensure the effectiveness of the Committee's work.

C The Committee will ensure the implementation of and compliance with these rules.

2. Committee

A The Committee shall comprise three directors.

B Members of the Committee ("**Member**" or "**Members**") shall be nominated by the chairman of the Board, or more than one- half of the independent non-executive directors, or one-third of all directors, subject to the approval by resolution of the Board.

C The Committee shall have one chairman ("**Chairman**") responsible for presiding over the work of the Committee. The Chairman shall be elected by the Committee and the result shall be reported to the Board for approval.

D The term of office of a Member shall be consistent with their term as a director and shall be eligible for re-election upon expiration of the term. During which if Members no longer act as directors of the Company, they shall automatically lose their office as Members and the vacancies shall be filled in accordance with paragraph B referred to above.

E The Committee shall have a working group ("**Working Group**") which may be composed of relevant personnel from the office of the board of the directors of the Company and other persons deemed appropriate by the Committee. The Working Group shall be responsible for data collection and research, daily liaison and meeting arrangements, etc. In respect of items that are to be drawn up by the Committee, the Working Group shall issue a draft for discussion at the Committee's meetings. As for items that are subject to review by the Committee, the Working Group shall collect sufficient data and information relating to the draft to be reviewed for the Committee's decision- making.

F The Committee may appoint the company secretary or a professional within the Company to act as the secretary to the Committee ("**Committee Secretary**").

3. Responsibilities, Powers and Functions

The Committee is a special body established under the Board, primarily responsible for reviewing the Company's development strategy and significant investment and capital operations and projects, as well as overseeing the implementation of strategic measures. Its specific responsibilities, powers and functions include:

A review the Company's mid and long-term strategic and yearly planning and guide the Board for discussion on corporate strategy;

B review significant strategic investment and financing plans that are subject to the approval of the Board;

C review significant capital operations and asset management projects that are subject to the approval of the Board;

D review and oversee the status of implementation of the Company's strategic planning; and

E other matters authorized by the Board.

4. Rules of Procedures

A Meetings of the Committee shall include regular meetings and ad hoc meetings. Regular meetings shall be convened at least twice a year or once half a year, whereas ad hoc meetings may be convened upon the proposal by any Member. Notice of meetings shall be given to all Members in seven days prior to the meeting. The quorum for meetings shall be not less than two-thirds of the Members.

B If Members are unable to attend the meeting, they may appoint another Member or, with the approval of the Chairman, another director to attend the meeting and exercise the voting right on their behalf (Members who are independent non-executive directors may only appoint another independent non-executive director to act on their behalf), whereas the Chairman may appoint another director to attend the meeting on his behalf upon the approval of the chairman of the Board. Members who have neither attended the meeting in person nor appointed another person to attend the meeting on their behalf are considered to be absent from the relevant meeting. Members who are absent from the meeting for two consecutive times are considered to be unable to perform their responsibilities and powers properly and the Board may remove such Members from their duties.

C Meetings shall be presided over by the Chairman and the Chairman, if unable to attend, may appoint another Member to preside over the meeting.

D If necessary, the Committee may, upon the approval of the Chairman, invite other directors and senior management to sit in on the meetings or summon other persons relating to the proposed resolutions to the meeting give briefing and advice, but such attendees shall have no voting rights.

E The Committee may engage external professional bodies to provide advice for its decision-making when necessary and the expenses incurred shall be borne by the Company.

F The Committee shall maintain minutes of the meeting where Members attending the meeting shall sign on the minutes. The minutes shall be organized, maintained and copied to the company secretary by the Committee Secretary to the Committee for information of the Board. The initial and final draft of minutes shall be delivered to all Members successively within a reasonable period of time after the meeting for their comments and records respectively.

G Resolutions and voting results adopted at the meeting shall be reported to the Board in writing. Minutes and reports of the meeting may be made available to all members of the Board for perusal.

H Members attending the meeting shall keep confidential of all matters discussed at the meeting and no unauthorized disclosure of relevant information is permitted. Such confidentiality obligation shall remain in effect until the date on which the relevant information is formally made public.

5. Decision-making Procedures

A The Working Group shall be responsible for undertaking preparatory work for the Committee's decision-making and, gathering and organizing materials, including strategic planning and investment drafts, as required for discussion at meetings.

B The Committee shall convene meetings to discuss strategic planning and investment drafts and submit the results of the discussion to the Board.

C The Committee may vote on a show of hands or on a poll at the meetings. Ad hoc meetings may be convened in the form of communications over the resolutions. Each Member has one voting right. Resolutions adopted at the meeting shall be passed by more than one-half of all Members present at the meeting.

D Where resolutions are voted on by way of communications at ad hoc meetings, Members who have signed on the resolutions shall be considered to have attended the relevant meeting and agreed to the contents of the resolutions.