THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in the Company, you should at once hand this circular, together with the accompanying form of proxy to the purchaser or the transferee, or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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)

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND (2) NOTICE OF THE 2026 SECOND EGM

Notice convening the 2026 Second EGM to be held at the Large Conference Room, 1st Floor, Flat Glass Group Co., Ltd., 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC, at 2:45 p.m. on Friday, 4 December 2026 is set out on pages 7 to 8 of this circular.

Proxy form for use at the 2026 Second EGM is also enclosed with this circular. Any Shareholders entitled to attend and vote at the 2026 Second EGM are entitled to appoint one or more proxies to attend and vote on his or her behalf. A proxy need not be a shareholder of the Company. If you intend to attend the meeting by proxy, you are required to complete and return the enclosed proxy form(s) in accordance with the instructions printed thereon to the Company's shares registrar in respect of H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for H Shareholders), or to the Company's registered office in the PRC at 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC (for A Shareholders) as soon as possible but in any event by not later than 24 hours before the time appointed for holding of the 2026 Second EGM or any adjournment thereof. Completion and return of the proxy form shall not preclude you from attending and voting in person at the relevant meeting or any adjourned meeting should you so wish.

17 November 2026

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

"2026 Second EGM"	the 2026 second extraordinary general meeting of the Company proposed to be held at 2:45 p.m. on Friday, 4 December 2026 at the Large Conference Room, 1st Floor, Flat Glass Group Co., Ltd., 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC
"A Share(s)"	Renminbi-denominated ordinary share(s) of the Company which were issued in the PRC and subscribed in RMB and are listed on the Shanghai Stock Exchange
"A Shareholders"	holder(s) of A Shares
"Articles of Association"	the articles of association of the Company (as amended from time to time)
"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 PRC
"Director(s)"	director(s) of the Company
"H Share(s)"	ordinary share(s) in the share capital of the Company with nominal value of RMB0.25 each, which are subscribed for, traded in Hong Kong dollars, and listed on the Hong Kong Stock Exchange (stock code: 6865)
"H Shareholders"	holder(s) of H Shares
"Hong Kong"	The Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange" or "Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Listing Rules"	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

"PRC"	the People's Republic of China which, for the purpose of this circular, excludes Hong Kong, the Macau Special Administrative Region and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Shanghai Stock Exchange"	Shanghai Stock Exchange (上海證券交易所)
"Share(s)"	A Share(s) and H Share(s)
"Shareholder(s)"	holder(s) of the Share(s)
"%"	percent

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.

References to the singular number include references to the plural and vice versa and references to one gender include every gender.

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
Ms. Ruan Zeyun
Mr. Wei Yezhong
Mr. Shen Qifu

Employee Director:
Ms. Niu Liping

Independent non-executive Directors:
Ms. Xu Pan
Ms. Du Jian
Ms. 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 7, 21/F., Yen Sheng Centre
64 Hoi Yuen Road
Kwun Tong, Kowloon
Hong Kong

17 November 2026

To the Shareholders,

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND (2) NOTICE OF THE 2026 SECOND EGM

I. INTRODUCTION

The purpose of this circular is to provide you with information in connection with, among other things, considering and approving the proposed amendments to the Articles of Association; and to give you the notice of the 2026 Second EGM.

II. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated 30 October 2026 in relation to, among others, the proposed amendments to the Articles of Association.

Given that the Company's internal and external environment has undergone significant changes compared with the time when the Company's 2020 Restricted A Share Incentive Scheme (the "**Incentive Scheme**") was formulated, and taking into comprehensive account factors such as recent market conditions and share price fluctuations, the Company considers the continued implementation of the Incentive Scheme would make it difficult to achieve the expected incentive purpose and incentive effect. In light of the intentions of the incentive recipients and the Company's actual circumstances, the Company convened the twenty-second meeting of the seventh session of the Board on 25 August 2026, at which the Resolution on the Repurchase and Cancellation of Part of the Shares under the Reserved Grant of the 2020 Restricted A Share Incentive Scheme was considered and approved, pursuant to which the Company agreed to repurchase and cancel the remaining 140,000 restricted shares under the reserved grant of the Incentive Scheme that had been granted but remained unvested. The repurchase and cancellation was completed on 27 October 2026, and the Board made corresponding amendments to the Articles of Association related to the registered capital and total number of shares.

In addition, in light of the Company's actual operations and business development needs, the Company proposes to add "property management, leasing of non-residential real estate, and leasing of machinery and equipment" to its business scope.

The details of the amendments are set out in Appendix I to this circular. The Articles of Association and its amendments were prepared in Chinese without an official English version. As such, the English translation is for reference only. In case of any discrepancies, the Chinese version shall prevail.

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders by way of a special resolution at the 2026 Second EGM, and will become effective upon the approval by the Shareholders at the 2026 Second EGM and subject to the approval of, and registration and filing with, the relevant government authorities in the PRC.

III. THE 2026 SECOND EGM

Notice convening the 2026 Second EGM to be held at the Large Conference Room, 1st Floor, Flat Glass Group Co., Ltd., 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC, at 2:45 p.m. on Friday, 4 December 2026 is set out on pages 7 to 8 of this circular.

Pursuant to Rule 13.39 (4) of the Listing Rules, any vote of the shareholders at a general meeting must be taken by poll. Accordingly, the resolution to be proposed at the 2026 Second EGM will be voted by poll. None of the Shareholders or their respective associates is required under the Listing Rules to abstain from voting on the resolution proposed at the 2026 Second EGM.

For the purpose of determining the entitlement for attendance and voting at the 2026 Second EGM (as the case may be), the H Shares register of members of the Company will be closed from Tuesday, 1 December 2026 to Friday, 4 December 2026, both days inclusive, during which period no transfer of H Shares will be effected. H Shareholders whose names appear on the H Share register of members of the Company on Monday, 30 November 2026 (i.e. the record date) shall be entitled to attend and vote at the 2026 Second EGM. In order to attend and vote at the general meeting, H Shareholders whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong by no later than 4:30 p.m. on Monday, 30 November 2026. H Shareholders can attend and vote in person or appoint a proxy to attend and vote at the 2026 Second EGM. H Shareholders who intend to appoint a proxy to attend the 2026 Second EGM are requested to complete the proxy form in accordance with the instructions set out therein and return it to the H Share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event, not less than 24 hours before the time appointed for holding the 2026 Second EGM, or any adjourned meeting (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the 2026 Second EGM, or any adjourned meeting (as the case may be) should you so wish.

IV. RECOMMENDATION

The Board considers that the resolution set out in the notice of the 2026 Second EGM for Shareholders' consideration and approval is in the best interests of the Company and its Shareholders. Accordingly, the Board recommends that the Shareholders vote in favor of the resolution to be proposed at the 2026 Second EGM.

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

Before amendment	After amendment
Article 6 The registered capital of the Company is RMB585,719,820.25.	**Article 6** The registered capital of the Company is RMB**585,684,820.25**.
Article 14 The business scope of the Company shall be pursuant to the projects as approved by the relevant registration authority. Registered by law, the business scope of the Company includes: general projects including manufacturing of glass, manufacturing of technical glass product, manufacturing of mirrors and processing of similar products, provision of loading, unloading and handling services, manufacturing of metal structure, manufacturing of construction material and manufacturing of specialized machinery, provision of metal cutting and processing services, manufacturing of industrial control computers and system, sales of machinery and equipment (except for projects that are subject to approval in accordance with the relevant laws, business operation shall be conducted independently with the business license(s) in accordance with the laws); and licensed project including import and export of goods (for projects subject to approval according to the relevant laws, operating activities shall only be carried out upon approval from relevant authority(ies), and specific licensed projects shall be subject to the results of approval).	**Article 14** The business scope of the Company shall be pursuant to the projects as approved by the relevant registration authority. Registered by law, the business scope of the Company includes: general projects including manufacturing of glass, manufacturing of technical glass product, manufacturing of mirrors and processing of similar products, provision of loading, unloading and handling services, manufacturing of metal structure, manufacturing of construction material and manufacturing of specialized machinery, provision of metal cutting and processing services, manufacturing of industrial control computers and system, sales of machinery and equipment**, property management, leasing of non-residential real estate, leasing of machinery and equipment** (except for projects that are subject to approval in accordance with the relevant laws, business operation shall be conducted independently with the business license(s) in accordance with the laws); and licensed project including import and export of goods (for projects subject to approval according to the relevant laws, operating activities shall only be carried out upon approval from relevant authority(ies), and specific licensed projects shall be subject to the results of approval).
Article 20 The Company has a total of 2,342,879,281 issued shares. The capital structure of the Company comprises of 2,342,879,281 ordinary shares, including 1,901,164,281 domestic shares (A shares), accounting for 81.15% of the total issued shares of the Company and 441,715,000 overseas-listed foreign shares (H shares), accounting for 18.85% of the total issued shares of the Company.	**Article 20** The Company has a total of **2,342,739,281** issued shares. The capital structure of the Company comprises of **2,342,739,281** ordinary shares, including **1,901,024,281** domestic shares (A shares), accounting for 81.15% of the total issued shares of the Company and 441,715,000 overseas-listed foreign shares (H shares), accounting for 18.85% of the total issued shares of the Company.

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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 2026 SECOND EGM

NOTICE IS HEREBY GIVEN that the 2026 Second EGM of Flat Glass Group Co., Ltd. (the "**Company**") will be held at 2:45 p.m. on Friday, 4 December 2026 at the Large Conference Room, the 1st Floor, Flat Glass Group Co., Ltd., 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the People's Republic of China for the purpose of considering, and if thought fit, passing the following resolution by way of special resolution. Unless defined otherwise, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Company dated 17 November 2026.

Special resolution 1.	To consider and approve the proposed changes of registered capital, expansion in business scope and amendments to the Articles of Association.

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

Jiaxing, Zhejiang Province, the PRC
17 November 2026

As at the date hereof, the executive Directors are Mr. Ruan Hongliang, Ms. Jiang Jinhua, Ms. Ruan Zeyun, Mr. Wei Yezhong and Mr. Shen Qifu, the independent non-executive Directors are Ms. Xu Pan, Ms. Du Jian and Ms. Ng Yau Kuen Carmen, and the employee Director is Ms. Niu Liping.

Notes:

1. In order to ascertain the Shareholders' entitlement to attend and vote at the 2026 Second EGM, the register of members of the Company will be closed from Tuesday, 1 December 2026 to Friday, 4 December 2026 (both days inclusive), during which period no transfer of shares will be registered. In order to qualify for attending and voting at the forthcoming 2026 Second EGM, all transfer documents must be lodged with the Company's share registrar in respect of H Shares, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong (for holders of H Shares), for registration before 4:30 p.m. on Monday, 30 November 2026. H Shareholders whose names appear on the register of members of the Company on Monday, 30 November 2026 are entitled to attend and vote at the 2026 Second EGM. The record date and arrangements in respect of the A Shareholders who are entitled to attend the 2026 Second EGM will be determined and announced separately in the PRC by the Company.

2. Shareholders who are entitled to attend and vote at the 2026 Second EGM may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder.

3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.

4. In order to be valid, the proxy form must be deposited by hand or by post, for holders of H Shares of the Company, to the H share registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time for holding the 2026 Second EGM. If the proxy form is signed by a person under a power of attorney or other authority, a notarial copy of that power of attorney or authority shall be deposited at the same time as mentioned in the proxy form. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the 2026 Second EGM or any adjourned meetings should they so wish.

5. Shareholders or their proxies shall provide their identification documents when attending the 2026 Second EGM.

6. Shareholders attending the 2026 Second EGM shall be responsible for their own travel and accommodation expenses.

7. The address of the head office in the PRC of the Company is 1999 Yunhe Road, Xiuzhou District, Jiaxing, Zhejiang Province, the PRC.