

If you are in any doubt as to what you should do, you should consult your stockbroker or other registered securities dealer, bank or professional adviser.

If you have sold or transferred all your shares in Flat Glass Group Co., Ltd., you should still receive a copy of this Circular for information. You should then inform the person(s) to whom you sold or transferred the shares of the contents of this Circular, so that they can take any action that may be required.

H. K. E. C. L. E. H. K. L. (Stock code: 6865)



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

(Stock code: 6865)

- (1) PROPOSED PROVISION OF GUARANTEES BY THE GROUP FOR ITS POTENTIAL CREDIT FACILITIES
- (2) THE IMPLEMENTATION OF DAILY RELATED PARTY TRANSACTIONS FOR 2024 AND THE ESTIMATE ON DAILY RELATED PARTY TRANSACTIONS FOR 2025
- (3) PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION
- (4) TERMINATION OF THE 2021 A SHARE OPTION INCENTIVE SCHEME AND CANCELLATION OF SHARE OPTIONS
- AND
- (5) NOTICE OF 2024 AGM

2024 AGM, 16 J. 2025, 10 12

2024 AGM, 17/F, F. E. F. C., 16 H. K. (H.), C. 1999, D. J., C. (A.), 24

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DEFINITIONS

[illegible]

2024 AG –

[illegible]
$$A_{m+1} = A_m / (1 - \frac{1}{m}) = \frac{m}{m-1} A_m = \frac{m}{m-1} \frac{m-1}{m-2} A_{m-1} = \dots = C_m \frac{1}{(m-1)!} \quad m \geq m_0$$
$$B = \frac{1}{2} \left(\frac{1}{\mu_0} \frac{d\mathbf{A}}{dt} + \mathbf{v} \times \mathbf{B} \right) \quad (1)$$

福萊特玻璃集團股份有限公司 (F / G / G / C ., L .*),

$$\frac{1}{C_m} \frac{L}{-} \dots \frac{1}{C_m} \frac{L}{-} \dots C$$
$$C_{\text{mm}} = C_{\text{mm}0} + \frac{\rho_0}{\rho} C_{\text{mm}0} \left(\frac{v}{c_s} \right)^2$$
$$D_{\text{eff}} = \frac{C_m}{\rho_m} \quad (1)$$

H, K, $\dots$ H, K, $\dots$ A_m / $\dots$ C

$$H, K, \mathfrak{S}, E \dots / \dots - \dots \mathfrak{S}, E \dots / \dots H, K, L_m$$
$$\begin{array}{ccccccc} \text{L} & \text{H} & \text{G} & \text{L} & & & \\ & & \text{E} & \text{H} & \text{K} & \text{L}_m & \end{array}$$
[illegible]

B- $\frac{1}{m} = \frac{1}{m}$, $\frac{1}{m} = \frac{1}{m}$ C

DEFINITIONS

2021年1月，I...m R/G/G...C.,
 I...m L.(...)

F = ... F ... (C / . 571 ... H , K)

$\mathcal{H}_1 / \mathcal{H}_2 \cong \mathcal{H}_1 / \mathcal{H}_2$

Figure 1. Schematic representation of the experimental design. The subjects were divided into two groups: the control group (C) and the music group (M). The control group was exposed to a white noise (WN) during the training and the test. The music group was exposed to a music (M) during the training and the test. The subjects were exposed to the WN or M during the training and the test. The subjects were exposed to the WN or M during the training and the test. The subjects were exposed to the WN or M during the training and the test.

$\frac{1}{\sqrt{m}} \sum_{j=1}^m \left(\frac{1}{n_j} \sum_{i=1}^{n_j} X_{ij} \right) = \frac{1}{\sqrt{m}} \sum_{j=1}^m \bar{X}_j$

(9) C_m

9. $C_{mm} = C_m$

100%

A C

m m m m

$$E \vdash_m C \vdash_m^* C \vdash_m E$$

$$I \vdash C \vdash_m$$

LETTER FROM THE BOARD



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

(Incorporated in the People's Republic of China) (Stock code: 6865)

Dear Shareholders:

I am pleased to inform you that the Board has resolved to propose the following resolutions at the 2024 AGM:

(1) PROPOSED PROVISION OF GUARANTEES BY THE GROUP FOR ITS POTENTIAL CREDIT FACILITIES

(2) THE IMPLEMENTATION OF DAILY RELATED PARTY TRANSACTIONS FOR 2024 AND THE ESTIMATE ON DAILY RELATED PARTY TRANSACTIONS FOR 2025

(3) PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

(4) TERMINATION OF THE 2021 A SHARE OPTION INCENTIVE SCHEME AND CANCELLATION OF SHARE OPTIONS

AND

(5) NOTICE OF 2024 AGM

I. INTRODUCTION

The Board has resolved to propose the following resolutions at the 2024 AGM:

(1) PROPOSED PROVISION OF GUARANTEES BY THE GROUP FOR ITS POTENTIAL CREDIT FACILITIES

(2) THE IMPLEMENTATION OF DAILY RELATED PARTY TRANSACTIONS FOR 2024 AND THE ESTIMATE ON DAILY RELATED PARTY TRANSACTIONS FOR 2025

(3) PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

(4) TERMINATION OF THE 2021 A SHARE OPTION INCENTIVE SCHEME AND CANCELLATION OF SHARE OPTIONS

AND

(5) NOTICE OF 2024 AGM

LETTER FROM THE BOARD

II. PROPOSED PROVISION OF GUARANTEES BY THE GROUP FOR ITS POTENTIAL CREDIT FACILITIES

I have reviewed the proposed provision of guarantees by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2025 D. The Guarantees are proposed to be provided by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2025 D. The Guarantees are proposed to be provided by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2025 D.

I have reviewed the proposed provision of guarantees by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2024 AG. The Guarantees are proposed to be provided by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2024 AG.

I have reviewed the proposed provision of guarantees by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2024 AG. The Guarantees are proposed to be provided by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2024 AG. The Guarantees are proposed to be provided by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2024 AG.

III. THE IMPLEMENTATION OF DAILY RELATED PARTY TRANSACTIONS FOR 2024 AND THE ESTIMATE ON DAILY RELATED PARTY TRANSACTIONS FOR 2025

I have reviewed the implementation of daily related party transactions for 2024 and the estimate on daily related party transactions for 2025. The implementation of daily related party transactions for 2024 and the estimate on daily related party transactions for 2025 are proposed to be provided by the Group for its potential credit facilities, including the proposed provision of guarantees by the Group for its potential credit facilities (the "Guarantees") in the 2024 AG.

LETTER FROM THE BOARD

During the year ended 31 December 2024, the Group incurred the following expenses:

Unit: RMB'000

Types of related party transactions	Related parties	Amount	Actual amount	Reason for
		expected to be incurred in 2024	incurred in 2024	material difference between estimated amount and actual amount incurred
Lease of office	Yi He Investment Co., Ltd. (義和投資有限公司)	849.96	849.96	
Lease of warehouse	Fengyang Hongding Port Co., Ltd. (鳳陽鴻鼎港務有限公司)	165.14	165.14	
Lease of warehouse	Jiangsu Kaifeng Huofu Lai Te Supply Chain Management Co., Ltd. (嘉興凱鴻福萊特供應鏈管理有限公司)	800.00	284.64	The difference is due to the change in the lease contract in 2024.
Administrative expenses		47,000.00	46,626.19	
Administrative expenses	Jiangsu Gas Group Co., Ltd. (嘉興市燃氣集團股份有限公司)	38,000.00	22,301.73	The difference is due to the change in the lease contract in 2024.
		86,815.10	70,227.66	

The above expenses are incurred by the Group during the year ended 31 December 2024, and are not material.

LETTER FROM THE BOARD

During the year ended 31 December 2025, the Group incurred the following expenses in relation to the acquisition of land and buildings:

in thousands of Hong Kong dollars

Types of related party transactions	Related parties	Amount expected to be incurred in 2025	Actual amount incurred in 2024	Reason for material difference between estimated amount and actual amount incurred
Land and buildings	Yong He Investment Co., Ltd. (義和投資有限公司)	849.96	849.96	
Land and buildings	Fengyang Hongding Port Services Co., Ltd. (鳳陽鴻鼎港務有限公司)	275.23	165.14	
Land and buildings	Jiangsu Kaifeng Huofu Lai Te Supply Chain Management Co., Ltd. (嘉興凱鴻福萊特供應鏈管理有限公司)	800.00	284.64	
Land and buildings		50,000.00	46,626.19	
Land and buildings	Jiangsu Gas Group Co., Ltd. (嘉興市燃氣集團股份有限公司)	20,000.00	22,301.73	
		71,925.19	70,227.66	

The above expenses are included in the consolidated statement of profit or loss and other comprehensive income under the heading of "Other operating expenses".

LETTER FROM THE BOARD

On May 14, 2024, the Board of Directors of the Company, at its meeting held on May 14, 2024, discussed and approved the proposed changes to the Articles of Association of the Company, including the proposed changes to the registered capital of the Company, and the proposed amendments to the Articles of Association of the Company.

The Board of Directors of the Company, at its meeting held on May 14, 2024, discussed and approved the proposed changes to the Articles of Association of the Company, including the proposed changes to the registered capital of the Company, and the proposed amendments to the Articles of Association of the Company.

The Board of Directors of the Company, at its meeting held on May 14, 2024, discussed and approved the proposed changes to the Articles of Association of the Company, including the proposed changes to the registered capital of the Company, and the proposed amendments to the Articles of Association of the Company.

IV. PROPOSED CHANGES OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION

On May 14, 2024, the Board of Directors of the Company, at its meeting held on May 14, 2024, discussed and approved the proposed changes to the Articles of Association of the Company, including the proposed changes to the registered capital of the Company, and the proposed amendments to the Articles of Association of the Company.

Before amendment	After amendment
Article 6 B585,759,820.25	Article 6 B585,729,820.25.
Article 20 2,343,039,281 C m 2,343,039,281 1,901,324,281 (A), 81.15% 441,715,000 (H), 18.85%	Article 20 2,342,919,281 C m 2,342,919,281 1,901,204,281 (A), 81.15% 441,715,000 (H), 18.85%

LETTER FROM THE BOARD

As a result of the exercise of the 2021 A Share Option Incentive Scheme, the Company has issued 3,147,284 A Shares to the option holders. The exercise of the 2021 A Share Option Incentive Scheme has resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568.

The exercise of the 2021 A Share Option Incentive Scheme has resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568. The exercise of the 2021 A Share Option Incentive Scheme has resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568.

V. TERMINATION OF THE 2021 A SHARE OPTION INCENTIVE SCHEME AND CANCELLATION OF SHARE OPTIONS

The Board has decided to terminate the 2021 A Share Option Incentive Scheme and cancel the share options granted under the scheme. The termination of the 2021 A Share Option Incentive Scheme and the cancellation of the share options granted under the scheme have resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568.

The termination of the 2021 A Share Option Incentive Scheme and the cancellation of the share options granted under the scheme have resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568. The termination of the 2021 A Share Option Incentive Scheme and the cancellation of the share options granted under the scheme have resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568.

The termination of the 2021 A Share Option Incentive Scheme and the cancellation of the share options granted under the scheme have resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568. The termination of the 2021 A Share Option Incentive Scheme and the cancellation of the share options granted under the scheme have resulted in the Company's total number of A Shares increasing from 1,147,284 to 4,294,568.

VI. THE 2024 AGM

The 2024 AGM will be held on 16 June 2025, at 10:00 a.m. The 2024 AGM will be held on 16 June 2025, at 10:00 a.m. The 2024 AGM will be held on 16 June 2025, at 10:00 a.m.

The 2024 AGM will be held on 16 June 2025, at 10:00 a.m. The 2024 AGM will be held on 16 June 2025, at 10:00 a.m. The 2024 AGM will be held on 16 June 2025, at 10:00 a.m.

LETTER FROM THE BOARD

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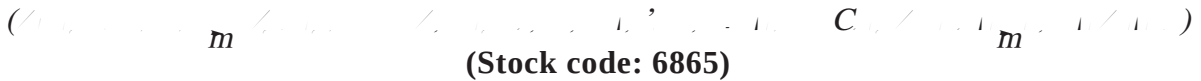
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VII. RECOMMENDATION

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Flat Glass Group Co., Ltd.
Ruan Hongliang
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NOTICE OF ANNUAL GENERAL MEETING

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