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福耀玻璃工业集团股份有限公司
FUYAO GLASS INDUSTRY GROUP CO., LTD.

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 3606)

NOTICE OF THE 2025 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that Fuyao Glass Industry Group Co., Ltd. (the “**Company**”) will convene the 2025 first extraordinary general meeting of the Company (the “**EGM**”) in the conference room of the Company located at Fuyao Industrial Zone, Rongqiao Economic & Technological Development Zone, Fuqing City, Fujian Province, the PRC at 2:30 p.m. on Tuesday, September 16, 2025 to consider and, if thought fit, approve the following resolutions. Unless the context otherwise requires, terms used in this notice shall have the same meaning as defined in the circular of the Company dated August 26, 2025.

RESOLUTIONS

1. Interim profit distribution plan for the year of 2025
2. Resolution on the Amendments to the Articles of Association
3. Resolution on the Amendments to the Rules of Procedure of Shareholders' Meetings
4. Resolution on the Amendments to the Rules of Procedure for the Board of Directors
5. Resolution on the Amendments to the Independent Directorship System
6. Resolution on the Amendments to the Independent Directors On-site Working System
7. Resolution on the Amendments to the Implementation Rules of Online Voting at Shareholders' Meetings

8. Resolution on the Amendments to the Management System of External Guarantees
9. Resolution on the Amendments to the Management System of Related Party Transactions
10. Resolution on the Election of Two Independent Non-executive Directors
 - 10.01 Election of Ms. Liu Xiaozhi as an Independent Non-executive Director of the Eleventh Session of the Board of Directors
 - 10.02 Election of Ms. Cheng Yan as an Independent Non-executive Director of the Eleventh Session of the Board of Directors

Among the above resolutions, Resolution No. 2 “Resolution on the Amendments to the Articles of Association”, Resolution No. 3 “Resolution on the Amendments to the Rules of Procedure of Shareholders’ Meetings” and Resolution No. 4 “Resolution on the Amendments to the Rules of Procedure for the Board of Directors” will be proposed for approval by the shareholders at the EGM as special resolutions, and the other resolutions will be proposed for approval by the shareholders at the EGM as ordinary resolutions.

By order of the Board
Fuyao Glass Industry Group Co., Ltd.
Cho Tak Wong
Chairman

Fuzhou, Fujian, the PRC
August 26, 2025

Notes:

1. ELIGIBILITY TO ATTEND THE EGM AND CLOSURE OF H SHARE REGISTER

To determine the name list of H Shareholders eligible to attend the EGM, the Company will close registration for H Share transfers from Wednesday, September 10, 2025 to Tuesday, September 16, 2025 (both days inclusive). The record date will be Wednesday, September 10, 2025, and holders of H Shares whose names appear on the register of members of H Shares of the Company at the close of business on that day are entitled to attend and vote at the EGM. Holders of H Shares who wish to attend the EGM but have not registered their share transfer documents shall lodge their transfer documents together with the relevant share certificates for registration at the Company’s H Share registrar in Hong Kong, namely Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, before 4:30 p.m. on Tuesday, September 9, 2025.

As to the details of information for the A Shareholders attending the EGM, the Company will announce such separately on the website of the Shanghai Stock Exchange in due course.

2. ARRANGEMENT OF DISTRIBUTION OF DIVIDEND

Based on the total number of shares registered on the record date in respect of the interim equity distribution for the year of 2025, the Board proposes to distribute cash dividends to the holders of A Shares and holders of H Shares whose names appear on the register of members on the record date in respect of the interim equity distribution for the year of 2025, with a cash dividend of RMB0.90 (tax inclusive) per share. As of June 30, 2025, the total number of shares of the Company was 2,609,743,532, based on which, the total cash dividend proposed to be distributed was RMB2,348,769,178.80 (tax inclusive). The profit distribution plan will be presented at the EGM for consideration. Subject to approval of the plan at the EGM, the cash dividend will be paid out within two months from the closing of the EGM according to the Articles of Association. Pursuant to the current work plan of the Company, it is expected that dividends will be paid on or before Thursday, November 13, 2025. Where there is any change in the aforesaid expected distribution date of dividend, related announcement will be published by the Company in a timely manner. The Company will separately announce the details regarding the distribution of dividend in due course.

Withholding and Payment of Enterprise Income Tax for Foreign Non-resident Enterprise Shareholders

Pursuant to the Notice of the State Administration of Taxation on Matters Concerning Withholding Enterprise Income Tax When China Resident Enterprises Distribute Dividends to Foreign Non-resident Enterprise Shareholders of H Shares (Guo Shui Han [2008] No. 897) (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)), distributing dividends by China resident enterprises to foreign non-resident enterprise shareholders of H Shares for 2008 and for the years onwards shall be subject to the enterprise income tax withheld at a uniform rate of 10%. As such, the Company is required to withhold enterprise income tax at the rate of 10% before distributing interim dividends for the year ended June 30, 2025 to foreign non-resident enterprise shareholders as appearing on the H Share register of members of the Company. Upon receipt of such dividends, a foreign non-resident enterprise shareholder may apply to the competent tax authorities for relevant treatment under the tax treaties (arrangements) in person or through a proxy or a withholding agent and provide evidence in support of its status as a beneficial owner as defined in the tax treaties (arrangements). Upon verification by the competent tax authorities, the difference between the tax levied and the amount of tax payable as calculated at the tax rate under the tax treaties (arrangements) will be refunded.

Withholding and Payment of Individual Income Tax for Individual Overseas Shareholders

Pursuant to the Notice on Certain Issues Concerning the Policies of Individual Income Tax (Cai Shui Zi [1994] No. 020) (《關於個人所得稅若干政策問題的通知》(財稅字[1994]020號)) promulgated by the Ministry of Finance and the State Administration of Taxation of the PRC on May 13, 1994, overseas individuals are exempted from the PRC individual income tax for dividends or bonuses received from foreign-invested enterprises. As the Company is a foreign-invested enterprise, it is not required to withhold and pay the PRC individual income tax when distributing interim dividends for the year ended June 30, 2025 to overseas individual shareholders as appearing on the H Share register of members of the Company.

Withholding of Income Tax for Investors of Northbound Trading

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Company listed on the SSE (the “**Investors of Northbound Trading**”), their interim dividends will be distributed in RMB by the Company through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such Shares. The Company will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the tax authorities for such withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a cash dividend tax rate of less than 10%, those enterprises or individuals may apply to the competent tax authorities for the entitlement of the rate under such tax treaty by themselves or through a withholding agent. Upon approval by the tax authorities, the difference between the tax levied and the amount of tax payable as calculated at the tax rate under the tax treaty will be refunded.

Withholding of Income Tax for Investors of Southbound Trading

Pursuant to the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) effective from November 17, 2014:

- for mainland individual investors who invest in the H Shares of the Company via the Shanghai-Hong Kong Stock Connect, the Company will withhold individual income tax at the rate of 20% in the distribution of dividends. For mainland securities investment funds that invest in the H Shares of the Company via the Shanghai-Hong Kong Stock Connect, the Company will withhold individual income tax in the distribution of dividends pursuant to the foregoing provisions; and
- for mainland enterprise investors that invest in the H Shares of the Company via the Shanghai-Hong Kong Stock Connect, the Company will not withhold income tax in the distribution of dividends and the mainland enterprise investors shall report and pay the tax amount by themselves.

Pursuant to the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)) effective from December 5, 2016:

- for mainland individual investors who invest in the H Shares of the Company via the Shenzhen-Hong Kong Stock Connect, the Company will withhold individual income tax at the rate of 20% in the distribution of dividends. For mainland securities investment funds that invest in the H Shares of the Company via the Shenzhen-Hong Kong Stock Connect, the Company will withhold individual income tax in the distribution of dividends pursuant to the foregoing provisions; and
- for mainland enterprise investors that invest in the H Shares of the Company via the Shenzhen-Hong Kong Stock Connect, the Company will not withhold income tax in the distribution of dividends and the mainland enterprise investors shall report and pay the tax amount by themselves.

If the H Shareholders of the Company have any queries regarding the above tax arrangements, please consult your tax consultants regarding the tax impacts in China, Hong Kong and other countries (regions) for holding and selling the Company’s H Shares.

3. PROXY

The proxy form enclosed with the notice of the EGM relating to the resolutions to be proposed has been issued by the Company to its Shareholders on the same day. A Shareholder who is entitled to attend and vote at the EGM may appoint one or more proxies (who needs not be a Shareholder of the Company) to attend the EGM and to vote thereat on his/her behalf. The proxy form shall be in writing and signed by the Shareholder or his/her attorney duly authorized in writing or, if the Shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorized attorney. If the proxy form is signed by the attorney of the Shareholder, the power of attorney or other authorization document authorizing the attorney to sign the proxy form must be notarized.

In order to be valid, H Shareholders shall lodge the proxy form, together with the power of attorney or other authority (if any), by hand or post, to the Company's H Share registrar 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 24 hours before the time appointed for holding the EGM (i.e. before 2:30 p.m. on Monday, September 15, 2025) or its adjourned meeting.

Completion and return of the proxy form will not preclude Shareholders from attending and voting in person at the EGM or any of its adjourned meetings should they so wish.

4. REGISTRATION PROCEDURE FOR ATTENDING THE EGM

Shareholders or their proxies shall present their identity documents when attending the EGM. If an attending Shareholder is a corporate body, its legal representative or director or person authorized by other governing body shall present the copy of the resolution of the board of directors or other governing body of such Shareholder for appointing such person to attend the EGM.

5. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the vote of Shareholders at the EGM must be taken by poll. Therefore, the chairman of the EGM will exercise his/her power under the Articles of Association to demand a poll in relation to all the proposed resolutions at the EGM.

According to the Articles of Association, the cumulative voting system will be used in respect of Resolution No. 10 (the resolution on election of two independent non-executive Directors), and the one-share-one-vote system will be used for the other resolutions.

"Cumulative voting system" represents that, during the election of Directors at the shareholders' meetings, each Share entitled to vote carries a number of voting rights equivalent to the number of Directors to be elected. The voting rights held by a Shareholder may be used in a concentrated way, or cast for different candidates in any combination. Where the votes cast for a particular candidate for Director of the Company are more than half of the total number of shares held by all Shareholders attending the meeting (before accumulation), such candidate shall be re-elected as a Director of the Company.

Set out below is an example illustrating the voting method using cumulative voting in respect of Resolution No. 10. Please fill in your intention of voting in accordance with the following instructions:

- (i) In relation to Resolution No. 10, for every Share held by you, you will have the same number of voting rights which equals the number of Directors to be elected. For example, if you are holding 1 million Shares of the Company and two Directors are to be elected at the EGM, the aggregate number of votes which you will have will be 2 million (i.e. 1 million Shares x 2 = 2 million voting Shares) for Resolution No. 10.
- (ii) You may cast on every candidate for Director such votes which represent the same number of Shares held by you; or cast all your votes which represent the total number of Shares held by you multiplied by the total number of Directors to be elected on one candidate. If you wish to cast equal number of votes to each candidate, please tick in the boxes marked “Cumulative voting” as appropriate. Otherwise, please specify the number of votes cast for each of the two candidates for Director in the boxes marked “Cumulative voting”. For example, if you are holding 1 million Shares, the number of your votes regarding Resolution No. 10 is 2 million. You may choose to cast the 2 million votes equally among the two; or to cast all your 2 million votes on one candidate.
- (iii) Where the total number of votes cast by you for one or several of the candidate(s) of Directors exceeds the number of votes carried by the total number of Shares you hold, the votes cast by you will be invalid, and you will be deemed to have waived your voting rights. Where the total number of votes cast for one or several candidate(s) of Directors by you is less than the number of votes carried by the total number of Shares you hold, the votes cast by you will be valid, and the voting rights attached to the shortfall between the votes actually cast and the votes which you are entitled to cast shall be deemed to have been waived by you. For example, if you are holding 1 million Shares, the number of your votes regarding Resolution No. 10 is 2 million: (a) if you fill in the “Cumulative voting” under Sub-resolution No. 10.01 with “2 million Shares”, you have used up all the votes to which you are entitled, which results in you having no votes for other candidates for Director. Should you fill in the blanks under Sub-resolution No. 10.02 with any number of Shares (other than “0 Shares”), all your votes on Resolution No. 10 will be invalid; or (b) if you fill in the “Cumulative voting” under Sub-resolution No. 10.01 with “1 million Shares” and under Sub-resolution No. 10.02 with “0 Shares” or without any specific number of Shares inserted, the 1 million of votes cast by you are valid and the remaining 1 million of votes will be regarded as abstain votes.

6. OTHERS

- (1) The EGM is expected to last for not more than a half day. The Shareholders attending the EGM shall be responsible for their own traveling and accommodation expenses and all relevant costs.
- (2) Contact information of the Company:

Address:	Office of the Secretary to the Board of Directors Fuyao Industrial Zone Rongqiao Economic & Technological Development Zone Fuqing City, Fujian Province, the PRC
Post Code:	350301
Tel:	(86) 591 8538 3777
Fax:	(86) 591 8536 3983
Contact person:	Zhang Wei

7. REFERENCES TO DATES AND TIME IN THIS NOTICE ARE TO HONG KONG DATES AND TIME.

As at the date of this notice, the Board of Directors of the Company comprises Mr. Cho Tak Wong, Mr. Tso Fai, Mr. Ye Shu and Mr. Chen Xiangming, as executive Directors; Mr. Wu Shinong and Ms. Zhu Dezhen, as non-executive Directors; Mr. Liu Jing, Mr. Xue Zuyun and Mr. Dat Dzeng Hao Daniel, as independent non-executive Directors.