



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)

**PROXY FORM FOR THE 2022 FIRST EGM
TO BE HELD ON 29 JULY 2022**

I/We, ^(Note 1) _____
of (address) ^(Note 2) _____
being the holder(s) of _____ H Shares ^(Note 3) of
RMB0.25 each in the share capital of Flat Glass Group Co., Ltd. (the "Company"), hereby appoint the chairman of the meeting
or ^(Note 4) _____
of (address) _____
as my/our proxy(ies) to attend the 2022 First EGM of the Company to be held at 14:00 p.m. on Friday, 29 July 2022 at the
Conference Room, 2nd Floor, Administrative Building, Flat Glass Group Co., Ltd., 959 Yunhe Road, Xiuzhou District, Jiaxing,
Zhejiang Province, the PRC, or any adjournment thereof, and to vote at such meeting or at any adjournment thereof in respect of
the resolutions set out in the notice of the 2022 First EGM as hereunder indicated on behalf of me/us, or if no such indication is
given, as my/our proxy(ies) thinks fit. Unless defined otherwise, capitalised terms used in this proxy form shall have the same
meanings as those defined in the circular of the Company dated 7 July 2022.

| | | FOR ^(note 5) | AGAINST ^(note 5) | ABSTAIN ^(note 5) |
|------------------------|---|--------------------------------|------------------------------------|------------------------------------|
| Special resolution 1. | To consider and approve the report on the Company's compliance of the conditions for the proposed Non-public Issuance of A Shares. | | | |
| Special resolution 2. | To consider and approve the proposal for the Non-public Issuance including the following: | / | / | / |
| | (i) class and nominal value of the shares to be issued; | | | |
| | (ii) method and time of issuance; | | | |
| | (iii) target subscribers and subscription method; | | | |
| | (iv) price determination date, issue price and pricing principles; | | | |
| | (v) number of Shares to be issued; | | | |
| | (vi) lock-up period; | | | |
| | (vii) place of listing; | | | |
| | (viii) arrangement relating to the accumulated profits prior to the Non-public Issuance; | | | |
| | (ix) validity period of the resolutions regarding the Non-public Issuance; and | | | |
| | (x) use of proceeds. | | | |
| Special resolution 3. | To consider and approve the preliminary plan of the proposed non-public Issuance of A Shares. | | | |
| Special resolution 4. | To consider and approve the feasibility analysis report on the use of the proceeds by the Non-public Issuance of A Shares. | | | |
| Ordinary resolution 5. | To consider and approve the report on use of previous proceeds. | | | |
| Special resolution 6. | To consider and approve the report on dilution of immediate return as a result of Non-public Issuance of A Shares, the remedial measures and related entities' commitments. | | | |
| Special resolution 7. | To consider and approve dividend distribution plan for the Shareholders for the next three years (2022-2024). | | | |
| Special resolution 8. | To consider and approve the mandate of the Board at the general meeting to deal with all matters relating to the Non-public Issuance of A Shares. | | | |

Date: _____ the day of _____ 2022

Signature: _____ ^(Note 6)

Notes:

1. Please insert the full name(s) (both in English and Chinese) as recorded in the register of members of the Company in **BLOCK LETTERS**.
2. Please insert address(es) as recorded in the register of members of the Company in **BLOCK LETTERS**.
3. Please insert the number of Shares of the Company registered in your name(s) to which the proxy relates. If no such number is inserted, the proxy form will be deemed to relate to all Shares in the Company registered in your name(s).
4. If any proxy other than the chairman of the meeting of the Company is preferred, please strike out the words “the chairman of the meeting or” and insert the name of the proxy desired in the space provided. A Shareholder may appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder of the Company. Any alteration made to this form of proxy must be initialed by the person who signs it.
5. **IF YOU WISH TO VOTE FOR ANY OF THE RESOLUTIONS, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE RELEVANT RESOLUTION(S). IF YOU WISH TO VOTE AGAINST ANY OF THE RESOLUTIONS, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE RELEVANT RESOLUTION(S). IF YOU WISH TO ABSTAIN FROM VOTING ON ANY OF THE RESOLUTIONS, PLEASE TICK THE BOX MARKED “ABSTAIN” BESIDE THE RELEVANT RESOLUTION(S).** If you wish to vote only part of the number of Shares registered in your name(s) to which this proxy form relates, please state the exact number of Shares in lieu of a tick in the relevant box. Failure to complete any or all boxes will entitle your proxy to abstain or cast his or her votes on the relevant resolution(s) at his or her discretion. Your proxy will also be entitled to vote at his or her discretion on any resolution properly put to the meeting other than that referred to in the notice convening the meeting. The Shares abstained will be entitled in the calculation of the required majority.
6. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its director or attorney or other officer duly authorised. In case of joint holders, this form of proxy must be signed by the Shareholder whose name stands first in the register of members of the Company.
7. To be valid, this form of proxy and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarial copy of that power of attorney or other authority must be delivered, for holders of H Shares of the Company, to the Company’s shares registrar in respect of the H Shares, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 24 hours before the time appointed for the holding of the 2022 First EGM (i.e., on Thursday, 28 July 2022) (or any adjournment thereof).
8. The proxy should present a duly completed and signed proxy form and his own identity documents when attending the 2022 First EGM.
9. You are reminded that completion and return of the form of proxy will not preclude you from attending and voting in person at the 2022 First EGM or any adjournment thereof if you so wish.
10. Please refer to the notice convening the 2022 First EGM for the explanatory notes of the above resolutions.