



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)

Proxy Form for Use at the 2024 First Extraordinary General Meeting

Number of Shares to which this Proxy Form relates ^(Note 1)	
Type of Shares (A Shares or H Shares) to which this Proxy Form relates ^(Note 2)	

I/We ^(Note 3) _____ of _____,

being the Shareholder(s) of Fuyao Glass Industry Group Co., Ltd. (the “Company”), hereby appoint the chairman of the meeting or ^(Note 4) _____ of _____

as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the 2024 first extraordinary general meeting of the Company (the “EGM”) to be held in the Company’s conference room located at Fuyao Industrial Zone, Rongqiao Economic & Technological Development Zone, Fuqing City, Fujian Province, the PRC, at 2:00 p.m. on Tuesday, January 16, 2024 or at any adjournment thereof, as hereunder indicated in respect of the resolutions set out in the notice of the EGM and, if no such indication is given, as my/our proxy(ies) thinks fit.

Ordinary Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1	Resolution on the remuneration of the Directors of the eleventh session of the Board of Directors of the Company			
2	Resolution on the remuneration of the Supervisors of the eleventh session of the Board of Supervisors of the Company			
3	Resolution on the election of non-independent Directors of the eleventh session of the Board of Directors	Cumulative voting ^(Note 6) (Please insert the number of votes for 3.01 to 3.06 below)		
3.01	To elect Mr. Cho Tak Wong as an executive Director of the eleventh session of the Board of Directors			
3.02	To elect Mr. Tso Fai as an executive Director of the eleventh session of the Board of Directors			
3.03	To elect Mr. Ye Shu as an executive Director of the eleventh session of the Board of Directors			
3.04	To elect Mr. Chen Xiangming as an executive Director of the eleventh session of the Board of Directors			
3.05	To elect Ms. Zhu Dezhen as a non-executive Director of the eleventh session of the Board of Directors			
3.06	To elect Mr. Wu Shinong as a non-executive Director of the eleventh session of the Board of Directors			
4	Resolution on the election of independent non-executive Directors of the eleventh session of the Board of Directors	Cumulative voting ^(Note 6) (Please insert the number of votes for 4.01 to 4.03 below)		
4.01	To elect Mr. Liu Jing as an independent non-executive Director of the eleventh session of the Board of Directors			
4.02	To elect Mr. Xue Zuyun as an independent non-executive Director of the eleventh session of the Board of Directors			
4.03	To elect Mr. Dat Dzung Hao Daniel as an independent non-executive Director of the eleventh session of the Board of Directors			
5	Resolution on the election of shareholder representative Supervisors of the eleventh session of the Board of Supervisors	Cumulative voting ^(Note 6) (Please insert the number of votes for 5.01 to 5.02 below)		
5.01	To elect Mr. Ma Weihua as a shareholder representative Supervisor of the eleventh session of the Board of Supervisors			
5.02	To elect Mr. Chen Mingsen as a shareholder representative Supervisor of the eleventh session of the Board of Supervisors			

Date: _____

Signature(s) ^(Note 7): _____

* **Attention:** You should first read the notice and circular of the EGM of the Company dated December 19, 2023 before appointing a proxy. Terms as defined in the circular shall have the same meaning when used in this proxy form unless the context otherwise requires.

Notes:

1. Please insert the number of Shares registered in your name(s) and to which this proxy form relates. If no such number is inserted, this proxy form shall be deemed to be related to all the Shares of the Company registered in your name(s).
2. Please insert the type of Shares (A Shares or H Shares) to which this proxy form relates.
3. Please insert the full name(s) (in Chinese or English) and registered address(es) (as shown in the register of members) in **block letters**.
4. If any proxy other than the chairman of the meeting is preferred, strike out “the chairman of the meeting or” and insert the name and address of the proxy desired in the space provided. Shareholders may appoint one or more proxies to attend the EGM and to vote in his/her/their stead. A proxy needs not be a Shareholder of the Company. If any Shareholder appoints more than one proxy, the proxy(ies) can only vote by poll. Any alteration made to this proxy form must be duly initialed by the person who signs it.
5. Please note that if you would like to vote for any resolution, please put “✓” in the “For” column. If you would like to vote against any resolution, please put “✓” in the “Against” column. If you would like to abstain from any resolution, please put “✓” in the “Abstain” column. Your votes will be counted in the calculation of the voting results on relevant resolutions. If no direction is given, your proxy(ies) may vote at his/her/their discretion. Your proxy(ies) will also be entitled to vote at his/her/their discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM. The Shares abstained will be counted in the denominator of the voting results but not in the numerator when calculating the required majority.
6. Attention: According to the articles of association of the Company, cumulative voting system will be adopted in respect of the above resolutions No. 3, No. 4 and No. 5 and other Resolutions will be voted by one-share-one-vote system.

“Cumulative voting system” represents that, during the election of directors or supervisors at the shareholders’ general meeting, each share entitled to vote carries a number of voting rights equivalent to the number of directors or supervisors 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.

No ballot will be cast “For”, “Against” and “Abstain” in cumulative voting system. Where the votes cast for a particular candidate for Director or Supervisor of the Company are more than half of the total number of Shares held by all Shareholders attending the meeting (before cumulation), such candidate shall be reelected as a Director or Supervisor of the Company.

Set out below is an example illustrating the voting method using cumulative voting system in respect of Resolution No. 3. Please fill in your intention of voting in accordance with the following instructions:

- (i) In relation to Resolution No. 3, 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 six directors are to be elected at the EGM, the aggregate number of votes which you will have will be 6 million (i.e. 1 million shares x 6 = 6 million voting shares) for Resolution No. 3.
 - (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 six 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. 3 is 6 million. You may choose to cast the 6 million votes equally among the six; or to cast all your 6 million votes on one candidate; or cast 3 million votes to candidate A for director, 3 million votes to candidate B for director, etc.
 - (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. 3 is 6 million: (a) if you fill in the “Cumulative voting” under Sub-resolution No. 3.01 with “6 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-resolutions No. 3.02 to No. 3.06 with any number of shares “other than 0”, all your votes on Resolution No. 3 will be invalid; or (b) if you fill in the “Cumulative voting” under Sub-resolution No. 3.01 with “5 million shares” and under Sub-resolutions No. 3.02 to No. 3.06 with “0 shares” or without any specific number of shares inserted, the 5 million of votes cast by you are valid and the remaining 1 million of votes will be regarded as abstain votes.
7. This proxy form must be duly signed by you or your attorney duly authorized in writing. If the principal is a legal person, this proxy form shall be under seal or under the hand of its legal representative or directors or an attorney duly authorized to sign the same. If this proxy form is signed by an attorney authorized by the principal, the power of attorney authorizing that attorney to sign or other documents of authorization under which it is signed must be notarized.
 8. If any Share is held by joint holders, any such person may vote in person or by proxy at the EGM or at any adjournment thereof, in respect of such Shares as if he/she was solely entitled thereto; whereas when two or more joint holders attend the EGM in person or by proxy(ies), only the person whose name appears first in the register of members in respect of such Shares shall alone be entitled to vote in respect thereof.
 9. In order to be valid, for A Shareholders, this proxy form together with the notarized power of attorney or other authorization documents must be delivered to the Office of the Secretary to the Board of Directors at the Company’s registered office and principal place of business in the PRC at Fuyao Industrial Zone, Rongqiao Economic & Technological Development Zone, Fuqing City, Fujian Province, the PRC (Postal code: 350301) not less than 24 hours before the time of the EGM (i.e. before 2:00 p.m. on Monday, January 15, 2024) or any adjourned meeting thereof. If you are a holder of H Shares, the above documents must be delivered 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 within the same period.
 10. Completion and return of this proxy form will not preclude you from attending and voting at the EGM in person if you so wish.
 11. Shareholders or their proxies attending the EGM shall produce their identity documents.
 12. References to dates and time in this proxy form are to Hong Kong dates and time.