Flat Glass Group Co., Ltd.
The Rules of Strategic Development Committee of the Board of Directors

Chapter 1 General Provisions

Article 1 In order to adapt to the strategic development needs of Flat Glass Group Co., Ltd (hereinafter referred to as the "Company" or "the Company"), strengthen the Company's core competitiveness, determine the Company's development planning, enhance the investment decision-making procedures, reinforce the scientific nature in decision making, increase the benefits of significant

Article 6 The term of office of the Strategic Development Committee shall be the same as that of the Board. A member of the Strategic Development Committee may serve consecutive terms if reelected upon the expiration of his/her term.

If any member resigns from the position of Director of the Company during his/her term of office, he/she shall ipso facto and immediately cease to hold the position of committee member. The vacancy shall be filled by the Board within three months in accordance with Articles 3 to 5 above.

Article 7 There is an investment review panel under the Strategic Development Committee, which is led by president of the Company. Besides, the investment review panel shall have one deputy head who shall be the deputy general manager of the Company in charge of project management. Members of the investment review panel shall consist of people in charge of the Project Department, the Financial Department and the Production Technology Department of the Company.

Chapter 3 Rules

Article 8

(7) other matters as authorized by the Board or stipulated by laws, administrative regulations, departmental rules, the regulatory rules of the place where the Company's shares are listed, and the Articles of Association.

If the Board has not adopted or fully adopted the recommendations of the Strategic Development Committee, it shall state the opinions of the Strategic Development Committee and the specific reasons for not adopting in the resolutions of the Board, and disclose such matter.

Article 9 The Strategic Development Committee shall be accountable to the Board, and shall submit its proposals to the Board for consideration and decision.

The Strategic Development Committee shall exercise its duties and powers in accordance with relevant provisions under the Company Law, the Articles of Association and these rules and shall not infringe the interests of the Company and shareholders.

Chapter 4 Procedures for Decision-making

Article 10 The investment review panel shall be responsible for preliminary preparations for decision making by the Strategic Development Committee, and for provision of information of the Company regarding to:

(1) Persons-in-charge of the relevant departments of the Company or its controlled (invested) enterprises shall submit information about major investment and financing, working capital, objectives of asset operation, preliminary feasibility reports and general information of the partners;

(2) The investment review panel shall carry out initial review and issue a written opinion on the approval of the project, which shall be submitted to the Strategic Development Committee for the record;

(3) The relevant departments of the Company or its controlled (invested) enterprises shall hold discussions with external parties regarding any agreements, contracts, constitutive documents and feasibility reports, and shall report to the investment review panel;

(4) The investment review panel shall review and issue written opinions, and make a formal proposal to the Strategic Development Committee.

Article 11 The Strategic Development Committee shall convene meetings to discuss the proposals submitted by the investment review panel. The results of discussion shall be submitted to the Board and fed back to the investment review panel.

Chapter 5 Procedural Rules

Article 12 The Strategic Development Committee shall convene at least one meeting per annum and shall notify all its members three days prior to the meeting. The meeting shall be chaired by the chairman of the Strategic Development Committee. Where the chairman of the Strategic Development Committee is unable to attend, he/she may authorize another member to preside over the meeting.

Article 13 Meetings of the Strategic Development Committee may only be convened with the presence of more than two-thirds of its members. Each member shall have one vote. Resolutions of the meeting shall be passed by more than one-half of all the members of the committee voting in favor.

Article 14 Members of the Strategic Development Committee shall attend meetings in person and express opinions on matters under consideration. In the event that a member is unable to attend the meeting in person for any reason, the member may submit a power of attorney signed by him or her and appoint another member to attend the meeting and express opinions on his/her behalf. If any independent non-executive director member is unable to attend the meeting for any reason, he/she shall review the meeting materials in advance to form explicit advice, appoint another independent non-executive director member to attend on his/her behalf. Each member could be entrusted by no more than one member at one time. The power of attorney shall specify the scope and duration of authorization.

Article 19 The Strategic Development Committee shall keep minutes for its meetings. Members of the committee present at such meetings and meeting recorder shall sign the minutes. The minutes shall be kept by the secretary to the Board of the Company for a period of not less than ten years.

Article 20 Members attend and present at a meeting shall be obliged to keep confidential all matters discussed in such meeting, and shall not disclose any relevant information without authorization before public disclosure by the Company.

Chapter Six Supplementary Provisions

Article 21 Any matter undefined in these rules or inconsistent with relevant laws, administrative regulations, normative documents, regulatory rules of the place where the Company's shares are listed and the Articles of Association, the relevant laws, administrative regulations, normative documents, the regulatory rules of the place where the Company's shares are listed and the Articles of Association shall prevail firstly.

Article 22 The term "above" under these rules is inclusive, while "exceeding" is exclusive.

Article 23 The Board of the Company is responsible for interpreting these rules. These rules will take effect as reviewed and approved by the Board, including the same on revision.

Article 24 If there is any inconsistency between the English and Chinese versions of these rules, the Chinese version shall prevail.