



SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.

(Incorporated in the People's Republic of China)

Public Announcement on the Resolutions of the 1st Extraordinary Shareholders' General Meeting for 2017

The Board of the Company and all directors commit that there are no false record, misleading statement or omission of material importance of the public announcement, and will bear joint responsibility for the authenticity, accuracy and integrity of its content.

Important Prompt:

✧ There were no vetoes or amendments to the proposals at the Meeting.

I. Meeting Information

1. Convention Date: 18 Jan 2017
2. Venue of the Shareholders' General Meeting: Building 4-5, 1388 Zhangdong Road, Pudong New Area, Shanghai
3. Ordinary share and preferred share holding by shareholders who attend the meeting.

1. Attendance of shareholders and shareholder representatives	8
Including: A share holders	7
B share holders	1
2. Amount of total shares with voting rights in presence (shares)	519,961,800
Including: Amount of A shares	495,999,888
Amount of B shares	23,961,912
3. Proportion of shares with voting rights in presence to the total shares with voting rights of the Company (%)	55.6159
Including: Proportion of A shares (%)	53.0529
Proportion of B shares (%)	2.5630

4. Whether the voting method complies with *Company Law* and the *Articles of Association* of the Company?

The meeting was organized by the board of directors and presided by Chairman Mr. Zhao Jian, and the proposals were voted one by one through open ballot. The meeting complied with *Company Law* and the *Articles of Association* of the Company.

5. The attendance of directors, supervisors and board secretary

(1) The Company has seven directors and six directors attended the meeting. Director Mr. Zhang Dingjin did not attend the meeting.

(2) All the three supervisors of the Company attended the meeting.

(3) Board secretary Ms. Jin Minli and some senior managers attended the meeting.

II. Proposal Consideration

1. Non cumulative voting proposals

(1) Proposal on Connected Transaction of Controlled Subsidiary Transferring the Equity of its Wholly-owned Subsidiary

Result: approved

Shareholder Type	Affirmative		Dissenting		Abstention	
	Number of voting rights	%	Number of voting rights	%	Number of voting rights	%
A Share	237,097,568	99.9829	40,600	0.0171	0	0.0000
B Share	23,961,912	100.0000	0	0.0000	0	0.0000
Ordinary shares in total	261,059,480	99.9845	40,600	0.0155	0	0.0000

(2) Proposal on Supervisor Replacement of the Company

Result: approved

Shareholder Type	Affirmative		Dissenting		Abstention	
	Number of voting rights	%	Number of voting rights	%	Number of voting rights	%
A Share	495,959,288	99.9918	40,600	0.0082	0	0.0000
B Share	23,961,912	100.0000	0	0.0000	0	0.0000
Ordinary shares in total	519,921,200	99.9922	40,600	0.0078	0	0.0000

2. Voting result of shareholders holding less than 5% (inclusive) of the Company's

shares to major events

No	Proposal	For		Against		Abstained	
		Number	%	Number	%	Number	%
1	Proposal on Connected Transaction of Controlled Subsidiary Transferring the Equity of its Wholly-owned Subsidiary	10,000	19.7628	40,600	80.2372	0	0.0000
2	Proposal on Supervisor Replacement of the Company	10,000	19.7628	40,600	80.2372	0	0.0000

3. Voting Statement

- (1) The proposal No.1 and 2 were approved by more than half of the voting shares in presence.
- (2) Shareholders holding less than 5% (inclusive) of the Company's shares have been counted additionally for the voting to the proposal No. 1 and 2.
- (3) Related shareholder Shanghai Building Materials (Group) Co., Ltd. withdrew voting on proposal No.1.

III. The lawyers witnessed the Meeting

1. The meeting was witnessed by Shanghai Pudong Law Office
Lawyer: Mr. Bian Dongliang, Mr. Zhou Lixuan

2. The lawyers' opinions on the Meeting

The convention of the Meeting and convening procedures complied with the *Company Law, Securities Law, Regulation of Shareholders' General Meeting, Relevant Provisions of Protection for Shareholders' Rights* and the *Articles of Association* of the Company. The qualifications of attendants and organizers and the resolutions adopted at the Meeting are legitimate and effective.

IV. Documents for reference

1. The Resolutions of the 1st Extraordinary Shareholders' General Meeting for 2017 with signatures of present directors and note taker and company seal of Shanghai Yaohua Pilkington Glass Group Co., Ltd.
2. The Letter of Legal Opinions with lawyers' signatures and company seal of Shanghai Pudong Law Office.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.

19 January 2017