Flat Glass Group Co., Ltd.
Terms of Reference of the Risk Control Committee of the Board of Directors

Chapter 1 General Provisions

Article 1 In order to further improve the risk control system of Flat Glass Group Co., Ltd. (the "Company"), enhance the risk control capability of the Company, establish a sound risk control mechanism of the Company, ensure the implementation of the development strategy of the Company, and improve the corporate governance structure of the Company, the Company has established the Risk Control Committee of the Board of Directors of Flat Glass Group Co., Ltd. (the "Risk Control Committee") in accordance with the Company Law of the People's Republic of China (the "Company Law"), the Code of Corporate Governance for Listed Companies, Measures for the Administration of Independent Directors of Listed Companies, Rules Governing the Listing of Securities on Stock Exchanges of Listed Companies, Self-Regulatory Guidelines No. 1 – Standardized Operations, Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules of Stock Exchange"), Articles of Association of Flat Glass Group Co., Ltd. (the "Articles of Association") and other relevant laws and regulations.

Article 2 The Risk Control Committee is established by the Board, and is responsible to the Board. The Risk Control Committee shall perform its duties and exercise its powers in accordance with the Articles of Association and these terms of reference.

Chapter 2 Composition

Article 3 The Risk Control Committee shall consist of three Directors, one of whom shall be an Independent Non-executive Director.

Article 4 Members of the Risk Control Committee shall be elected by the Board, and shall be Directors with relevant professional knowledge and experience, including but not limited to Directors with financial, legal, risk management or industry experience.

Article 5 The Risk Control Committee shall establish a working group, which shall be responsible for the daily work of the Risk Control Committee.

Article 6 The term of office of members of the Risk Control Committee shall be the same as that of the Board. After the expiration of the term of office of members of the Risk Control Committee, they may be re-elected upon re-election of Directors.

If any member ceases to be a Director of the Company during the term of office, or for any other reason, he/she shall automatically lose his/her qualification as a member of the Risk Control Committee. The vacancy shall be filled by the Board in accordance with Article 3.5 above.

Chapter 4 Procedures of Decision-making

Article 9 T e c de a a c e e f a , ec a d c a ded b e a de a a , d b e a e e R C C ee c de a f c de a .

Article 10 T e R C C ee a c e e a f c a d b i e de a de e a i f a , ec a d c a e a ed e a e f c de a a e ed.

Chapter 5 Procedural Rules

Article 11 T e R C C ee, a c i e a ea e ee i e a i a d a f a e be ee da e ee i . T e ee i a be c a ed b e c a a f e R C C ee. W e e c a a f e R C C ee i abe a e d, e/ e a a i a e e be a de e e ee i .

Article 12 Mee i f e R C C ee a be c i e d e e ce f e a d f e be . Eac e be a a e e i e. Re i f e ee i a be a ed b e a a f f a e e be f e c ee i fa .

Article 13 Me be f e R C C ee a a d ee i i a d e e i a e i de c de a . I e a a e be i abe a d e ee i i e f a ea , e e be a i b a e f a i e i ed b e a d a e e be a d e ee i a d e e i a / e be a f. If a i de e de i -e ec i e d ec e be i abe a d e ee i f a ea , e/ e a a e e ee i a a i ad a ce f e c ad ce, a i a e i de e de i -e ec i e d ec e be a d / e be a f. Eac e be c i d be e i ed b i e a a e e be a a e. T e e f a i e a ec f e c e a d d i a a f a i a .

Article 14 V e a e ee i f e R C C ee a be ade b a f a d b i a e i e d ec ed b e i a a i (e) f e ace e e e a e f e C a a e ed. T e ee i a be c i e d e i i c e. P ded a a D ec ca f i e e e i a e ee i ,

Article 16 W e ece a , e R C C ee a a e e ed a e a c e de fe a ad ce f dec - a a e e f e C a .

Article 17 T ec ced e f, a d e d a d e a , ee f e R C C ee a f e e f e ea a a , e a , e A ce f A ca a d e e e .

Article 18 T e R C C ee a ee f ee . Me be f e c ee e a c ee a d ee ec de a e e . T e e a be e b ec e a e B a d f e C a f a e d f e a e ea .

Article 19 Me be a e d d e e a ee a be b ed ee c f de a a a e d c ed c ee , a d a d c e a e a f a a a a bef e b c d c e b e C a .

Chapter 6 Supplementary Provisions

Article 20 A a e def ed e e e e c e a a , ad a e a a e d c , e f e c e c a e( ) c e a e f e c a e ed a d e A ce f A ca , e ea a a , ad a e a a e d c , e f e c e c a e( ) c e a e f e c a e ed a d e A ce f A ca , a a a f .

Article 21 T e “ab e de e e e c e, e “e ceed e c e.

Article 22 T e B a d f e C a e , b e f e e e e e . T e e e a e effec a a e ed a d a , ed b e B a d, c d e a e a a , .