

## B. Basis for determining the Participants and the scope of the Participants

### *(1) Basis for determining the Participants*

[illegible]

### *(2) Scope of Participants*

[illegible] 289 [illegible] 8.40% [illegible] 3,440 [illegible] 31 [illegible] 2020. [illegible]

[illegible] 5% [illegible] A [illegible]

[illegible] 12 [illegible] 12 [illegible]

### *(3) Circumstances for ineligibility of the Participants of the Scheme*

( ) k
12 ;

( ) 12 ;

( ) k 12
' ' ;

( ) L ;

( ) ' ' ;

( ) ' ' .

' ' , ' '
' .

## C. Source and number of shares under the Scheme

### *(1) Source of shares of the Scheme*

' ' ' A
' .

### *(2) Total number of the Share Options involved in the Scheme*

[illegible] 5,947,858 [illegible] 0.28% [illegible] 2,146,893,254 [illegible] 5,353,072 [illegible] (**First Grant of Share Options**–), [illegible] 0.25% [illegible] 2,146,893,254 [illegible] 90% [illegible]; [illegible] 594,786 [illegible] (**Reserved Share Options**–), [illegible] 0.03% [illegible] 2,146,893,254 [illegible] 10% [illegible].

[illegible] A [illegible] V [illegible] k [illegible] A [illegible].

[illegible] A [illegible] 2020 [illegible] 2019 [illegible], 2020 [illegible] A [illegible] 2020 [illegible] H [illegible]. A [illegible]

***(2) Date of Grant***

A

60

k 60 ,

A 60 .

12

L

***(3) Vesting Period***

A

12 .

***(4) The Exercise Date***

k

k

| Exercise Arrangement | Exercise Period | Proportion of exercisable Share Options to the total number of Share Options granted |
|---|---|---|
| | 12 24 | 20% |
| | 24 36 | 20% |
| | 36 48 | 20% |
| | 48 60 | 20% |
| | 60 72 | 20% |

| Exercise Arrangement | Exercise Period | Proportion of exercisable Share Options to the total number of Share Options granted |
|---|---|---|
| | 12 | 20% |
| | 24 | |
| | 24 | 20% |
| | 36 | |
| | 36 | 20% |
| | 48 | |
| | 48 | 20% |
| | 60 | |
| | 60 | 20% |
| | 72 | |

. A

### *(5) Lock-up Period*

[illegible] k [illegible] L [illegible] L [illegible] A [illegible] A [illegible] L [illegible].

[illegible] :

( ) [illegible] 25% [illegible].

( ) [illegible] / [illegible] k [illegible].

( ) [illegible] L [illegible] A [illegible] A [illegible] V [illegible] L [illegible].

## E. Exercise Price and basis of determination of the Scheme

[illegible] A [illegible] D [illegible].

## F. Conditions of the Grant and Exercise Conditions of the Share Options

### *(1) Conditions of the Grant of Share Options*

( ) :

( ) ;

( ) ;

( ) , A A k 36 ;

( ) ;

( ) .

( ) :

( ) k 12 ;

( ) 12 ;

( ) k 12 ;

( ) 5 ( )0 ( )5 5 ( )0.5 ( )0.

( ) ;

( ) .

***(2) Exercise Conditions of the Share Options***

:

( ) :

( ) ;

( ) ;

( ) A A k 36 ;

( ) ;

( ) .

( ) ,

( ) :

( ) k 12 ;

( ) 12 ;

( ) k 12 ;

| Exercise Period | Targets of Performance Assessment |
| --- | --- |
| | 2025<br>200%,<br>2020 |
| | 2022<br>90%,<br>2020 |
| | 2023<br>120%,<br>2020 |
| | 2024<br>180%,<br>2020 |
| | 2025<br>200%,<br>2020 |
| | 2026<br>220%,<br>2020 |

( )

. A

A 2021

L

***(3) Description of scientificity and reasonability in the setting of performance assessment indicators by the Company***

. A

k . 2020,

A [illegible] 2021 [illegible] 2026 [illegible] 30%, 90%, 120%, 180%, 200% [illegible] 220% [illegible] 2020. [illegible]

[illegible] k [illegible] k [illegible] / [illegible]

[illegible]

## G. Methods of and procedures for adjustment of the Scheme

### *(1) Adjustment methods of the number of the Share Options*

[illegible] :

*( )* [illegible]

$$= {}_0 \times (1 + \ )$$

[illegible] : $_0$ [illegible] ; [illegible] ( [illegible] ( ) [illegible] ); [illegible] .

(2) [illegible]

$$= {}_0 \times {}_1 \times (1 + {}_{\cdot}) / ({}_1 + {}_2 \times {}_{\cdot})$$

[illegible]: $_0$ [illegible]; $_1$ [illegible]; $_2$ [illegible]; [illegible] ([illegible]); [illegible].

(3) [illegible]

$$= {}_0 \times {}_{\cdot}$$

[illegible]: $_0$ [illegible]; [illegible] ([illegible]); [illegible].

(4) [illegible]

[illegible].

### *(2) Adjustment methods of the Exercise Price*

[illegible]:

(1) [illegible]

$$= {}_0 \div (1 + {}_{\cdot})$$

[illegible]: $_0$ [illegible]; [illegible]; [illegible].

(  )

$$= {}_0 \times ( {}_1 + {}_2 \times )/ {}_1 \times (1 + )$$

: $_0$ ; $_1$ ; $_2$ ; ( . . ); .

(  )

$$= {}_0 \div$$

: $_0$ ; ; .

(  )

$$= {}_0 \times$$

: $_0$ ; ; . A , .

(  )

, , .

### *(3) Procedures for adjustment of the Scheme*

, k k . A , A A .

## H. Procedures for implementation of, Grant of, exercise of and amendments to and termination of the Scheme

### *(1) Procedures for the Scheme to take effect*

(a) [illegible] A [illegible] 2021 [illegible] L.

(b) [illegible] A [illegible] 2021 [illegible] L. [illegible].

(c) [illegible].

(d) [illegible].

(e) [illegible] 2 [illegible].

(f) [illegible] 6 [illegible].

(g) [illegible] 10 [illegible] 5 [illegible].

( ) [illegible]

( ) [illegible], A [illegible]

( ) A [illegible] 60 [illegible]

### *(2) Procedures for Grant of the Share Options*

( ) [illegible] 60 [illegible]

( ) [illegible]. A [illegible]

[illegible] ( [illegible] ), [illegible]

( ) [illegible] A [illegible]

( ) [illegible] A [illegible] .

( ) [illegible] k [illegible] . A [illegible] k [illegible] , [illegible] . [illegible] 60 ( [illegible] 60 ), [illegible] - [illegible] 3 .

( ) [illegible] 12 [illegible] , [illegible] . [illegible] 12 [illegible] , [illegible] .

### *(3) Procedures for the exercise of the Share Options*

( ) [illegible] A [illegible] k [illegible] , [illegible] . A [illegible] k [illegible] , [illegible] , [illegible] , [illegible] .

( ) [illegible] , [illegible] , [illegible] , [illegible] , [illegible] . A [illegible] .

( ) A [illegible] , [illegible] ( [illegible] ) [illegible] , [illegible] k [illegible] , [illegible] .

( ) A [illegible] k [illegible] , [illegible] .

( ) [illegible] , [illegible] , [illegible] , [illegible] .

[illegible] .

### *(4) Procedures for amendments to the Scheme*

[illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] .

[illegible] . [illegible] . A [illegible] A [illegible] .

### *(5) Procedures of termination of the Scheme*

[illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] .

## I. Rights and obligations of the Company and Participants

### *(1) Rights and obligations of the Company*

( )

( )

( )

( )

( )

( )

( )

### *(2) Rights and obligations of the Participants*

( )

( )

( )

( )

( )

( )

( )

( )

( )

### *(3) Other explanations*

## C. Exercise Price and basis of determination

### *(1) Exercise Price under the First Grant of Share Options*

₩ 35.22

₩ 35.22.

### *(2) Basis of determination of the Exercise Price under the First Grant of Share Options*

( ) [illegible] ;

( ) [illegible] .

*(2)* [illegible] , [illegible] .

*(3)* [illegible] , [illegible] .

*(4)* [illegible] - [illegible] , [illegible] , [illegible] .

[illegible] , [illegible] . [illegible] k [illegible] . [illegible] .

## B. Mechanism for occurrences of the Participants

### *(1) Change of position of Participants*

( ) [illegible] , [illegible] k [illegible] , [illegible] .

( ) [illegible] , [illegible] , [illegible] , [illegible] .

( ) [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] , [illegible] .

***(2) Resignation of the Participant***

***(3) Retirement of the Participant***

***(4) Resignation of the Participant due to incapacity in working***

( )

( )

***(5) Death of Participants***

( )

(  ) k,

***(6) Change to the control in the subsidiary where the Participant is working for***

***(7) Change to eligibility of the Participant***

(  ) k 12 ;

(  ) 12 ;

(  ) k 12 ;

(  ) L ;

(  ) ;

(  ) .

## C. Other circumstances

## 4. ACCOUNTING TREATMENTS METHOD AND THE MEASUREMENT OF PERFORMANCE IMPACT

### A. Accounting treatment method

#### *(1) Date of Grant*

k-

#### *(2) Vesting Period*

#### *(3) Accounting treatment after the Exercise Date*

#### *(4) Exercise Date*

;

#### *(5) Fair value and determination of the Share Options*

A

. 11- - (《企業會計準則第11號 股份支付》)

A . 22

(《企業會計準則第22號 金融工具確認和計量》),

k- ( ) ,

k

17 A 2021 ( ).

:

( ) : 42.89 ( 17 A 2021)

( ) : 1 , 2 , 3 , 4 5 , (
)

( ) H : 14.73%, 17.44%, 18.71%, 17.92% 16.55% (
)

( ) k- : 1.50%, 2.10% 2.75% ( - , - , -
, - k , ,
, k )

**B. Expected impact of the implementation of Share Options on operating performance in each period**

5,353,072
.
60,332,200 .
. A ,
. A A 2021,
, 2021 2026
:

*: 10’000*

| Amortized costs of the Share Options | 2021 | 2022 | 2023 | 2024 | 2025 | 2026 |
|---|---|---|---|---|---|---|
| 6,033.22 | 826.72 | 2,180.92 | 1,405.03 | 910.43 | 517.12 | 193.00 |

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1. , , ,
;

2. -
-
;

3. ,
;

4. A 383 ( :) 0. 35 k ,

## 5. IMPLICATIONS UNDER THE LISTING RULES

## 6. WAIVERS FROM STRICT COMPLIANCE WITH THE LISTING RULES

### *(1) Waiver from strict compliance with Note (1) to Rule 17.03(9) of the Listing Rules regarding the basis of determination of the Exercise Price*

[illegible] A [illegible], [illegible] H [illegible] k [illegible] (1) [illegible] 17.03(9) [illegible] L [illegible].

[illegible], [illegible] A [illegible] – [illegible].

***(2) Waiver from strict compliance with Rule 17.03(13) of the Listing Rules regarding the adjustment of Exercise Price in the event of dividend distribution***

[illegible] 17.03(13) [illegible] L [illegible], [illegible], [illegible] - [illegible].

[illegible], [illegible] H [illegible] k [illegible] 17.03(13) [illegible] L [illegible]: ( ) [illegible], [illegible], [illegible]; ( ) [illegible] A [illegible] 5,947,858, [illegible] 0.28% [illegible] 0.35% [illegible] A [illegible]. [illegible], [illegible], [illegible], A [illegible] 0.25 A [illegible]; ( ) A [illegible], [illegible] H [illegible]. k [illegible] A H [illegible], [illegible] H [illegible] A [illegible], [illegible] H [illegible].

## 7. THE SHAREHOLDERS' GENERAL MEETING

## DEFINITIONS

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–

L

–

–

A ,

– 5,947,858

H ( )– ( )

0.25 , H ,

, k ( k : 6865)

H , , – H , , A ,

( )– - ( )

L , – L k ,

H , L

( )–

–

, , ,

, H , , A

, –

– ,

– A 2021 A L .

–

L – L ,

( )– A ( ) H ( )

[illegible]

[illegible] ( )– [illegible] A [illegible] ( ) [illegible] H [illegible] ( ) [illegible]

– [illegible] k [illegible]

L [illegible] – [illegible] k [illegible] L [illegible]

k [illegible] – [illegible] k [illegible]

k [illegible] – H [illegible] k [illegible] H [illegible] L [illegible] k [illegible] –

[illegible] ( )– [illegible] ( ) [illegible]

[illegible] – [illegible]

V [illegible] – [illegible]

V [illegible] – [illegible]

%– [illegible] .

**Flat Glass Group Co., Ltd.**
**Ruan Hongliang**

[illegible]

17 A[illegible] 2021

*A* [illegible] *H* [illegible] *H* [illegible]

*a,*