Shanghai Yaohua Pilkington Glass Group Co., Ltd. Annual Report for 2019 (Abstract)

I.Important Prompt

1.Please refer to the full text of the annual report published on SSE website or CSRC designated website for the details of business performance, financial status and future development plan of the Company should the investors want to know more details.

2.The Board, the Supervisory Committee and all directors, supervisors and senior officers of the Company commit that there is no false record or misleading statement or omission of material importance in the content of this annual report, and will bear individual and joint responsibility to the authenticity, accuracy and integrity of this report.

3.All directors were present at the board meeting.

4.Zhonghua Certified Public Accountants LLP issued Standard Unqualified Auditor Report.

5.Plan of profit distribution or using capital reserve to enlarge capital share that has been approved by the board meeting.

In accordance with the relevant regulations of Guidance of Cash Dividend Allocation of Listed Companies issued by SSE as well as the Articles of Association of the Company, and considering the actual situation of the Company, the profit for 2019 to be distributed is planned as below:

The profit distribution will take place based on the total equity on the share record date of the dividend appropriation (the date will be clarified in the public announcement on dividend appropriation) to allocate cash dividend of RMB 0.67 (tax inclusive) for every 10 shares, it is proposed to allocate total cash dividend of RMB 62,639,376.62 based on the total share capital of 934,916,069 shares by 31 December 2019, If the total equity changes before the share record date, the Company will maintain the total amount of profit distribution but change the dividend allocation amount per share and the Company will publish additional announcement for details. The Company has no intention of issuing bonus shares or converting capital reserve to share capital.

The plan will be carried out upon the approval of the Annual Shareholders' General Meeting for 2019.

II.Corporate Basic Information

1.Company Profile

Brief information of the stock				
Stock	Stock trade	Stock abbreviation	Stock code	Stock abbreviation before change
A share	Shanghai Stock Exchange	SYP Glass	600819	--
B share	Shanghai Stock Exchange	SYP B Share	900918	--

Title	Secretary to the Board	Representative of Securities Affairs
Name	Ms Lu Minghong	Ms. Huang Bin
Address	Building 4-5, No.1388 Zhangdong Road, Pudong New Area, Shanghai	Building 4-5, No.1388 Zhangdong Road, Pudong New Area, Shanghai
Telephone	021-61633599	021-61633599
Email	stock@sypglass.com	stock@sypglass.com

2.Brief introduction of main business in the reporting period

(1)Main business

The main business of the Company is production and sale of float glass, processing glass and auto glazing.

Float glass: The Company has one production site in Tianjin and Changshu respectively, the four advanced production lines are capable of producing about 680 thousand tons of high-end raw glass annually, the products include high-end automobile raw glass, EA online Low-E coating glass, ultra-clear glass, solar cell panel glass, special energy-saving float glass and aerospace raw glass, etc.

Architectural Processing glass: The Company has four plants in Shanghai, Tianjin, Jiangmen and Chongqing, which are the suppliers of architecture processing glass for high-end projects. The sites mainly produce high performance, environmental friendly and energy saving offline Low-E coated, insulated, laminated and glazed building glass. Currently, the Company has annual capacity of around 8.5 million sqm of insulated glass and about 14.5 million sqm of coated glass. The product quality and service was highly recognized by customers, and was applied to many landmark energy-saving architectures like Beijing CITIC Tower, Shanghai World Financial Center, Shanghai Center, Beijing Daxing International Airport, Pudong International Airport, Hong Kong International Commerce Centre, Wuhan Hang Lung Plaza, Lanzhou Hongyun Jinmao Plaza, Tokyo Sky Tree, Marina Bay Sands Singapore, Kuwait Al-Hamar Luxury Centre, Russia Federal Building and South Korea Lotte World Tower.

Automobile glazing: There are five sites in Shanghai, Yizheng, Wuhan, Changshu and Tianjin which engage in OEM glass, glass assembly R&D, production and sale. The main products include windshield, backlite, door glass and sunroof glass. The Company has been the excellent supplier of world famous automobile manufacturers like Shanghai GM, Shanghai VW, SAIC Passenger Vehicle, Guangzhou Automobile and Daimler, etc.

(2)Main operation pattern

The Company insisted on industrial development strategy of downstream and upstream integration and competitive strategy of product differentiation, established information platform to centralized management of procurement, R&D and administration and managed the production, operation and sales by business unit.

(3)Industry Situation

In the reporting period, the whole glass industry kept making profit contributed by the acceleration of real estate completion, glass industry self-discipline, capacity coordination, and large-scale development of regional key cities. But, the real estate regulation, tighter environment protection policy and weak demand on automobile market has negative influence on the glass industry.

Float: the float market had a slight upswing in 2019 and almost kept the balance between supply and demand. For cost, the raw materials price of natural gas, sodium carbonate and sandstone rose and maintained at a high level that put pressure on the industry. For supply, the year output was 1020 million weight cases, shrinking 1.26% on a yearly basis, the storage increased first and then dropped. For demand, the growth rate of real estate slowed down comparing with the last two years and the industry regulation kept deepening. However, the project completion of real estate accelerated and development of regional key cities like Guangdong-Hong Kong-Macao Greater Bay Area, Wuhan and Xi' an strengthened.

Architectural processing glass: the real estate industry scale expanded slightly in comparison of year 2018, new construction area grew in a low level, storage for commercial projects increased, the depressed real estate market affected the demand on architectural processing glass and led to fierce market competition. Thanks to the higher standard of energy-saving, environment protection, quality and service required by commercial real estate, the orders from qualified enterprises soared.

Automotive glazing: Affected by Sino-US economic and trade friction, new environment protection standard and decreased subsidy to new-energy vehicles, the automobile industry was challengeable in 2019, production and sales volume and major economic indices of the industry incurred negative growth. According to the survey by China Association of Automobile Manufacturers, the production and sales volume for 2019 was 25.721 million vehicles and 25.769 million vehicles, decreasing by 7.5% and 8.2% respectively on a yearly basis. Aforementioned situation led to automotive glazing recession in a short term. However, in view of the huge automobile market in China and the rapid products upgrade, there are opportunities in the medium and long term.

(Relevant data resources: National Bureau of Statistics, Glass.com.cn and China Association of Automobile Manufacturers)

3.Main financial data and indices

3.1Main financial data and indices of the recent three years

Unit: RMB

	2019	2018	+/- (%)	2017
Total Assets	7,106,136,466.55	7,293,966,646.70	-2.58	7,015,456,690.71
Operating Revenue	4,511,016,242.55	3,857,409,863.63	16.94	3,273,427,196.95
Net profit attributable to shareholders of parent company	208,497,447.62	90,681,852.23	129.92	47,947,535.21
Net Profit attributable to shareholders of the parent company deducting extraordinary gains/losses	137,354,316.20	-19,469,828.58		-90,833,539.62
Net assets attributable to shareholders of parent company	3,288,240,436.71	3,083,545,318.16	6.64	3,007,822,123.03
Net cash flow from operating activities	598,270,658.67	376,937,934.37	58.72	172,375,431.81
Basic earnings per share (RMB/share)	0.22	0.10	120.00	0.05
Diluted earnings per share (RMB/share)	0.22	0.10	120.00	0.05
Weighted average ROE (%)	6.54	2.98	Increased 3.56 percentage points	1.59

3.2Main financial indices in 2019 by quarter

Unit: RMB

	Q1(Jan-Mar)	Q2(Apr-Jun)	Q3(Jul-Sept)	Q4(Oct-Dec)
Operating Revenue	1,058,059,523.34	1,079,053,025.58	1,169,426,813.83	1,204,476,879.80
Net profit attributable to shareholders of parent company	33,942,823.79	48,671,690.10	53,626,777.82	72,256,155.91
Net Profit attributable to shareholders of the parent company deducting extraordinary gains/losses	12,052,263.58	29,289,702.03	36,541,429.89	59,470,920.70
Net cash flow from operating activities	-26,123,516.56	268,071,099.85	43,033,480.77	313,289,594.61

Difference statement between financial data by quarter and the data disclosed in periodic report.

□Applicable √ N/A

4Equity and Shareholders

4.1 Total number of ordinary shareholders and preferred shareholders with restored voting right as well as top-ten shareholders

Unit: share

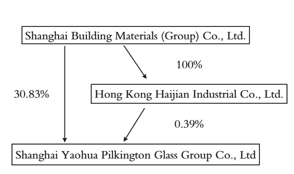
Total number of shareholders in reporting period	52,346
Number of shareholders at the end of previous month of reporting day	48,384
Total number of preferred shareholders recovered voting right by the reporting day	
Total number of preferred shareholders recovered voting right at the end of previous month of reporting day	

Top ten shareholders

Name of shareholders	+/-	Total Amount	Proportion (%)	Amount of restricted shares	Pledged or blocked shares: Status	Pledged or blocked shares: Amount	Nature
Shanghai Building Materials Group Co., Ltd.	10,158,265	288,267,985	30.83	0	No	0	State-owned legal person
Pilkington International Holdings BV	0	124,008,584	13.26	0	No	0	Foreign legal person
China Composites Group Co., Ltd.	0	119,090,496	12.74	0	No	0	State-owned legal person
UBS AG	4,625,078	4,625,078	0.49	0	Unkown	-	Foreign legal person
Li Lizheng	38,012	4,182,902	0.45	0	Unknown	-	Overseas natural person
Hong Kong Haijian Industrial Co., Ltd.	0	3,601,071	0.39	0	No	0	Foreign legal person
TOYO SECURITIES ASIA LTD. A/C CLIENT	-50,075	2,190,175	0.23	0	Unknown	-	Foreign legal person
WANG SHANG KEE &/OR CHIN WAN LAN	0	2,171,320	0.23	0	Unknown	-	Overseas natural person
Du Lifeng	0	2,107,910	0.23	0	Unknown	-	Domestic natural person
NAITO SECURITIES CO., LTD.	76,650	1,986,287	0.21	0	Unknown	-	Foreign legal person
Notes on related party relationship and parties acting in unison	Among the top ten shareholders of the Company, there is related party relationship between the 1st and 6th largest shareholder, and they do not have related party relationship with other shareholders, they also shall not be regarded as parties acting in unison as provided in Regulations on the Takeover of Listed Companies. There is no related party relationship between the 2nd and 3rd largest shareholder, and they do not have related party relationship with other shareholders, they also shall not be regarded as parties acting in unison as provided in Regulations on the Takeover of Listed Companies. Besides, the Company does not know whether there is related party relationship between other shareholders or whether other shareholders are parties acting in unison as provided in the Regulations on the Takeover of Listed Companies.						

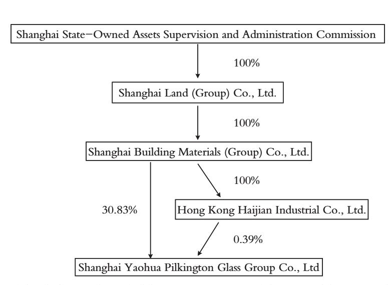
4.2Property right and control relationship between the Company and controlling shareholder

√ Applicable □ N/A



4.3 Property right and control relationship between the Company and actual controller

√ Applicable □ N/A



4.4Total number of preferred shareholders at the end of the reporting period and the status of the Top 10 shareholders of the Company

□Applicable √ N/A

5.Corporate bonds

□Applicable √ N/A

III.Management Discussion and Analysis

1.Main operation results in reporting period

In the reporting period, the main business kept stable and sound growth mainly because architectural processing segment improved profitability and made profit significantly through actively expanding overseas market to increase new orders, advancing high-end differentiation products, optimizing sales structure and enhanced the sales of diversified and high value-added products; special glass insisted on product upgrade, developed high-tech products and realized the R&D, production and sales of aerospace raw glass; meantime, the Company improved operation quality and main business significantly by strengthening R&D innovation, optimizing strategic layout and enhancing lean management.

By 31 Dec 2019, the Company had total assets of RMB 7106 million, 2.54% less than that in the beginning of the year; total liabilities were RMB 3086 million, 14.21% less than that in the beginning of the year; debt asset ratio was 43.43%, 5.9 percentage points less than that in the beginning of the year; equity attributable to the owner of the parent company was RMB 3288 million, 6.71% more than that in the beginning of the year; net cash flow from operating activities was RMB 598 million, up 58.72% year-on-year.

In the reporting period, the Company achieved operating revenue of RMB 4511 million, up 16.94% year-on-year; net profit attributable to owner of the parent company of RMB 208 million, up 129.92% year-on-year; net profit attributable to shareholders of the listed company deducting extraordinary gains/losses of RMB 137 million, increasing RMB 157 million year-on-year; comprehensive gross margin of 20.57%, up 2.89 percentage points year-on-year.

2.Reasons for suspension of listing

□Applicable √ N/A

3.Facts and reasons for termination of listing

□Applicable √ N/A

4.Explanations on the reason and influence of the change of accounting policy and estimate.

√ Applicable □ N/A

1.The Ministry of Finance issued the Notification of Issuing the Amended Format of Financial Statements of General Enterprises in 2019 (Cai Kuai [2019] No.6) and Notification of Issuing the Amended Format of Consolidated Financial Statements (2019 version) (Cai Kuai [2019] No.16), the Company amended the financial statements format accordingly.

The amendment has been approved by the 10th meeting of the 9th board of directors.

2.The Ministry of Finance revised and issued the Accounting Standards for Enterprises No.22 - Recognition and Measurement of Financial Instruments, Accounting Standards for Enterprises No.23 - Transfer of Financial Assets, Accounting Standards for Enterprises No.24 - Hedging, Accounting Standards for Enterprises No.37 - Presentation of Financial Instruments in year 2017, the Company implemented aforementioned standard since 1 Jan 2019, and amended the financial statements on 1 Jan 2019 accordingly.

The amendment has been approved by the 7th meeting of the 9th board of directors.

For items and amount that have material influence because of above mentioned accounting policy changes, investors should refer to 5.44 Changes of Accounting Policy in 5 Notes to the Consolidated financial statements in chapter XI Auditor' s Report in Annual Report for 2019 (full text) for details.

5.Explanations on reason and influence of significant accounting error that required for restatement.

□Applicable √ N/A

6. Explanations on change of consolidation scope compared with financial report for 2018.

√ Applicable □ N/A

In the reporting period, one subsidiary, SYP - CHENGDING Industry Investment Fund ("SYP-CHENGDING") was not included in the consolidated financial statements. The 9th Meeting of the 9th Board of Directors approved the liquidation and de-registration of SYP-CHENGDING, and all the relevant procedures have been completed by 28 Sep 2019.

Please refer to 8. Changes of Consolidation Scope and 9. Equity Disclosure in Other Entities in chapter XI Auditor' s Report in Annual Report for 2019 (full text) for details.

Chairman of the Board of Directors: Mr. Zhao Jian
Shanghai Yaohua Pilkington Glass Group Co., Ltd.
Approval date by the board of directors: 8 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Resolutions of the 15th Meeting of the 9th Board

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.

I. The convention of the meeting

The 9th Board of Directors of Shanghai Yaohua Pilkington Glass Group Co., Ltd. (hereinafter referred to as "the Company") sent out meeting notification and materials to directors by email on 30 March 2020, the 15th meeting was convened on 8 April 2020 by correspondence. Eight directors should attend the meeting and actually eight directors were present at the meeting. The convention of the meeting complied with relevant provisions of the Company Law and Articles of Association.

II. Proposals discussed at the meeting

The meeting considered and approved the following proposals:

1. The Meeting considered and approved the Report of the Board of Directors for 2019
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
2. The Meeting considered and approved the Report of the Audit Committee for 2019
Please refer to Shanghai Yaohua Pilkington Glass Group Co., Ltd. Report of the Audit Committee for 2019 published on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
3. The Meeting considered and approved the Final Account for 2019 (after audit)
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
4. The Meeting considered and approved the Annual Report for 2019 (full text and abstract)
Please refer to Shanghai Yaohua Pilkington Glass Group Co., Ltd. Full Text of Annual Report for 2019 for details published on SSE website on 10 April 2020.
Please refer to Shanghai Yaohua Pilkington Glass Group Co., Ltd. Abstract of Annual Report for 2019 for details published in Shanghai Securities News, Ta Kung Pao and on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
5. The Meeting considered and approved the Evaluation Report on Internal Control for 2019
Please refer to the Shanghai Yaohua Pilkington Glass Group Co., Ltd. the Evaluation Report on Internal Control for 2019 for details published on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
6. The Meeting considered and approved the Profit Distribution Plan for 2019
Please refer to the Shanghai Yaohua Pilkington Glass Group Co., Ltd. the Profit Distribution Plan for 2019 for details published on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
7. The Meeting considered and approved the Proposal on Provisions of Assets Impairment for 2019
Please refer to the Public Announcement on Shanghai Yaohua Pilkington Glass Group Co., Ltd. Provisions of Assets Impairment for 2019 for details published in Shanghai Securities News, Ta Kung Pao and on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
8. The Meeting considered and approved the Proposal on Contract Renewal of Public Accountants and the Reward
Please refer to the Public Announcement on Shanghai Yaohua Pilkington Glass Group Co., Ltd. Contract Renewal of Public Accountants for details published in Shanghai Securities News, Ta Kung Pao and on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
9. The Meeting considered and approved the Proposal on Daily Connected Transactions in 2020
Related directors Mr. Zhao Jian, Mr. Eddie Chai, Mr. Liu Peng and Mr. Paul Ravenscroft withdrew from voting.
Voting result: 4 affirmative votes, 0 dissenting vote, 0 abstention vote
Please refer to the Public Announcement on Shanghai Yaohua Pilkington Glass Group Co., Ltd. Daily Connected Transactions in 2020 for details published in Shanghai Securities News, Ta Kung Pao and on SSE website on 10 April 2020.
10. The Meeting considered and approved the Proposal on Applying to Financial Institutions for General Line of Credit for 2020
Please refer to the Public Announcement on Shanghai Yaohua Pilkington Glass Group Co., Ltd. Applying to Financial Institutions for General Line of Credit for 2020 for details published in Shanghai Securities News, Ta Kung Pao and on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote
11. The meeting considered and approved the Proposal on Approval of Investment in the Phase II Project of Jiangmen SYP Engineering Glass Co., Ltd.
Please refer to the Public Announcement on Shanghai Yaohua Pilkington Glass Group Co., Ltd. Investment in the Phase II Project of Controlled Subsidiary Jiangmen SYP Engineering Glass for details published in Shanghai Securities News, Ta Kung Pao and on SSE website on 10 April 2020.
Voting result: 8 affirmative votes, 0 dissenting vote, 0 abstention vote

No. 1, 3, 4, 6, 8 and 10 proposals will be submitted to the shareholders' general meeting for discussion.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Resolutions of the 16th Meeting of the 9th Supervisory Committee

The Supervisory Committee of the Company and all supervisors 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.

I. The convention of the meeting

The 9th Supervisory Committee of Shanghai Yaohua Pilkington Glass Group Co., Ltd. ("the Company") sent out the notification and materials to all supervisors on 30 March 2020 regarding the convention of the 16th Meeting. The meeting was held through correspondence on 8 April 2020. Three supervisors should attend the meeting and actually three supervisors were present at the meeting, which complied with relevant provisions of the Company Law and Articles of Association.

II. Proposals discussed at the meeting

The meeting reviewed and approved the following proposals:

1. Work Report for 2019 of Supervisory Committee
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
2. Financial Final Accounts Report for 2019 of the Company (audited)
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
3. Annual Report for 2019 and the Abstract
The Supervisory Committee believes that:
(1) The Annual Report for 2019 of the Company was prepared and reviewed in a procedure in line with laws, regulations, the Company' s Articles of Association and various internal management rules;
(2) The contents and format of the Annual Report for 2019 of the Company were in line with relevant regulations of the CSRC and the Shanghai Stock Exchange. Information provided in the report thoroughly and factually presented the matters including Company' s operating status and financial condition for 2019;
(3) Before the disclosure of the Annual Report for 2019, no personnel taking part in the preparation and review of the Annual Report for 2019 were found to have violated the confidential stipulation.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
4. Internal Control Report for 2019
According to the affirmation to the serious defect of internal controls in the financial report of the Company, there was no serious defect of internal controls in financial report on the base date of the internal self-evaluation report.
The Supervisory Committee believes that the Internal control Report for 2019 factually presented the current status of the Company' s internal controls.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
5. Proposal on Profit Distribution Plan for 2019
The Supervisory Committee believes that in view of the demand of routine operation and strategic development of the Company, as well as the impact of epidemic situation of COVID-19 Epidemic to the production and operation, the Profit Distribution Plan for 2019 complies to the actual condition of the Company, the Board has strictly executed the Company' s cash dividend policy, strictly implemented the relevant decision-making procedures and disclosed the cash dividend policy and its execution in a factual, accurate and complete manner and the profit distribution plan complies to the stipulations of Articles of Association without damaging the interest of all shareholders.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
6. Proposal on Accrual of Assets Impairment Provision for 2019
The Supervisory Committee believes that in view of the actual condition of relevant assets of the Company and the principle of prudence, the Company has accrued assets impairment provision for 2019 after the assets impairment test, which reflected more objectively and factually the financial situation of the Company. The decision-making procedure of the Company is legitimate and compliant in accordance with the Accounting Standards for Business Enterprises and accounting policy of the Company.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
7. Proposal on Contract Renewal of Public Accountants
The Supervisory Committee believes that Zhonghua Certified Public Accountants LLP appointed by the Company was approved by the annual shareholders' general meeting, of which the appointment procedures conform to the relevant regulations and requirements; there was no any unprofessional conduct by Zhonghua Certified Public Accountants LLP and its staff as the audit institution of the Company; the audit expense paid by the Company was reasonable; the matter on reappointment of Zhonghua Certified Public Accountants LLP as external audit institution of the Company and the relevant remuneration was approved to be submitted to the shareholders' general meeting of the Company for deliberation.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
8. Proposal on Prediction of Daily Connected Transaction for 2020
The Supervisory Committee believes that the annual routine related-party transaction for 2020 belongs to the normal operation; the related-party transaction value was reasonable and fair based on the market price. The decision-making procedure of the Company is legitimate with the withdrawal of all related-party directors from the voting, with no harm to be done to the interests of the Company and shareholders.
The proposal is a related-party transaction and the related-party supervisor Chen Zonglai withdrew from voting.
Voting result: 2 affirmative votes, 0 dissenting vote and 0 abstentions.
9. Proposal on Application for Line of Credit Limit for 2020 to the Financial Institution
The Supervisory Committee believes that application for line of credit limit for 2020 as the normal operation will satisfy the demand of the routine operation of the Company, conforming to the requirements of business development. The decision-making procedure of the Company is legitimate.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.
10. Proposal on Consent for Construction of the Phase II Project of Jiangmen SYP Engineering Glass Co., Ltd.
The Supervisory Committee believes that the Phase I production line of Jiangmen SYP Engineering Glass Co., Ltd. completed the construction in 2008, the capacity, product mix and equipment automation and elaboration cannot meet the demand of market development, while the construction of Phase II Project will meet the capacity requirements and upgrade the product structure to improve service assurance capacity for customers, and improve the market competitiveness. The construction of the Phase II Project was approved.
Voting result: 3 affirmative votes, 0 dissenting vote and 0 abstentions.

The above Proposal 1, 2, 3, 5, 7, 9 will be submitted to the shareholders' general meeting for deliberation.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on the Profit Distribution Plan

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 Prompts:

● Dividend per share: A cash dividend of RMB 0.067 (tax inclusive) per share

A cash dividend of RMB 0.067 (tax inclusive) per A-share, and a cash dividend of a U.S. dollar amount equivalent to RMB 0.067 (tax inclusive) per B-share

● This profit distribution will be based on the total share capital on the record date, which will be specified in the announcement on the implementation of profit distribution

● If any change occurs to the total share capital of the Company before the record date, the Company intends to maintain the total cash dividend amount, and adjust the cash dividend per share accordingly. Specific adjustments will be given in a separate announcement.

I. Contents of the profit distribution plan

As audited by Zhonghua Certified Public Accountants LLP, the Company' s actual profits available for distribution amounted to RMB 717,491,458.35 in 2019. According to the Guidelines of the Shanghai Stock Exchange for Cash Dividend Payouts by Listed Companies and the rules for profit distribution as prescribed in the Company' s Articles of Association, and taking into account the Company' s capital needs for the Company puts forward the following profit distribution plan for 2019 based on the total share capital on the record date:

The Company plans to distribute a cash dividend of RMB 0.67 (tax inclusive) per 10 shares to all its shareholders. Based on the total share capital of 934,916,069 shares as at 31 December 2019, the total cash dividends to be distributed would be RMB 62,639,376.62 (tax inclusive), accounting for 30.04% of the net profit attributable to the Company' s shareholders in 2019. And there will be no bonus issue from capital reserves or profits.

If any change occurs to the total share capital of the Company during the period from the date of this public announcement to the record date of the equity distribution due to any conversion of convertible bonds to shares/share repurchase/repurchase and retirement of shares granted as incentives/repurchase and retirement of shares in a major asset restructuring, etc, the Company intends to maintain the total cash dividend amount, and adjust the cash dividend per share accordingly. If the total share capital changes subsequently, specific adjustments will be given in a separate announcement.

This profit distribution plan is subject to final approval by the Shareholders' Meeting.

II. Decision-making procedures executed by the Company

(I) The board meeting that has been convened, as well as the review and voting results

The 2019 Annual Profit Distribution Plan was approved at the 15th Meeting of the 9th Board of Directors on 8 April 2020 with "8 affirmative votes, 0 dissenting vote and 0 abstention vote". And it was agreed to submit the Plan to the 2019 Annual General Meeting for final review.

(II) Opinion of independent directors

The 2019 Annual Profit Distribution Plan has taken into account the current characteristics of the industry, the Company' s development stage, operating condition and capital needs, the market environment, etc. It is in line with the Company' s realities. It will be helpful for the Company' s stable operation and sustainability. And it represents the maximum interests of the Company and all its shareholders. It is in compliance with the Company Law, the Notice of China Securities Regulatory Commission on the Implementation of Matters in Relation to Cash Dividend Payouts by Listed Companies, the Guidelines of the Shanghai Stock Exchange for Cash Dividend Payouts by Listed Companies, the Company' s Articles of Association, etc. And the decision-making procedures executed are legally valid, with no harm done to the interests of the Company and its minority investors. Therefore, it is agreed to submit the 2019 Annual Profit Distribution Plan to the General Meeting for review.

(III) Opinion of the Supervisory Committee

The 2019 Annual Profit Distribution Plan was approved at the 16th Meeting of the 9th Supervisory Committee on 8 April 2020 with "3 affirmative votes, 0 dissenting vote and 0 abstention vote".

The Supervisory Committee is of the opinion that the 2019 Annual Profit Distribution Plan is in line with the Company' s realities, and that the Board has strictly executed the Company' s cash dividend policy, strictly implemented the relevant decision-making procedures and disclosed the cash dividend policy and its execution in a factual, accurate and complete manner. Therefore, it is agreed to submit the 2019 Annual Profit Distribution Plan to the General Meeting for review.

III. Risk warning

This profit distribution plan has taken into account the Company' s development stage, future capital needs, etc. Therefore, it will not have any material impact on the Company operating cash flow. Nor will it affect the Company' s normal operation and long-term development.

This profit distribution plan must be approved by the 2019 Annual Shareholders' General Meeting before it can be implemented.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Provisions of Assets Impairment for 2019

The Board of Shanghai Yaohua Pilkington Glass Group Co., Ltd. (hereinafter referred to as "the Company" or "SYP") and all directors commit that there are no false record, misleading statement or omission of important materials in this public announcement, and will bear joint responsibility for the authenticity, accuracy and integrity of its contents.

Shanghai Yaohua Pilkington Glass Group Co., Ltd. (abbreviated as "the Company") held the 15th meeting of the 9th Board of Directors by means of correspondence on 8 April 2020, the meeting discussed and approved the Proposal on Provisions of Assets Impairment for 2019, and details are disclosed as follows according to relevant regulations.

I. Overview of the provision of assets impairment

In order to reflect the conditions of assets and finance more authentically and accurately on 31 December 2019, the Company carried out complete check for accounts receivable, inventory, fixed assets, intangible assets and held-for-trading financial assets at the end of 2019 prudentially according to Accounting Standards for Business Enterprises and related accounting policies of the Company with the decision for provision of assets impairment of RMB 63,249,682.84.

The provision of assets impairment decreased the Company' s total profit in 2019 of RMB 63,249,682.84, accounting for 27.06% of audited total profit of the Company. In accordance with laws and regulations such as SSE Listing Rules, it doesn' t need to be submitted to shareholders' general meeting for discussion.

II. Principle, amount and reasons for the provision of assets impairment

(I) Principle and amount of bad-debt impairment

For accounts receivable and notes receivable, whether there is major financing component, the Company will calculate the impairment provision in accordance with the expected credit loss over the entire life.

When it' s incapable to assess the expected credit loss at reasonable costs for single note receivable and account receivable, the Company will divide the notes receivable and accounts receivable into several groups according to credit risk characteristics and calculate the expected credit loss based on groups. When there is objective evidence to show that a certain note receivable and account receivable has incurred credit impairment, the Company shall separately calculate the bad-debt impairment and recognize the expected credit loss for this note receivable and account receivable. For notes receivable and accounts receivable classified as groups, the expected credit loss shall be calculated through the exposure at default and the expected credit loss rate over the entire life consulting historical experience of credit loss as well as combining the current conditions and prediction for future economic situation. The Company made the credit impairment loss of accounts receivable at the end of 2019 of RMB 6,281,871.94 and reversed the credit impairment loss of notes receivable of RMB 319,989.85.

For other receivables, the expected credit loss shall be calculated through exposure at default and the expected credit loss rate within the next 12 months or over the entire life, consulting historical experience of credit loss as well as combining the current conditions and prediction for future economic situation. The Company collected and reversed the credit impairment loss of other receivables at the end of 2019 of RMB 7,536.37.

(II) Principle and amount of inventory impairment

The Company carried out inventory impairment test by valuation principle of lower of cost and net realizable value. For quantity and long term overstocked spare parts, the Company took impairment provision according to inventory category, other inventory impairment amounts were decided according to the difference of cost higher than net realizable value of individual inventory. For finished products, commodity and selling materials, the net realizable value were confirmed according to the result of the evaluated selling price deducting the evaluated sales expense and relevant taxes. For materials inventory that need to be processed, evaluated selling price of finished products deducts processing cost, sales expenses and tax, the net realizable value were confirmed according to the result of the evaluated selling price of the finished products deducting the evaluated cost, sales expenses and relevant taxes. For part of the inventory commodities with the sales price below the product cost, the corresponding costs were compared to decide on the amount to be provided or written-off.

The Company made inventory impairment provision of RMB 30,976,925.97 at the end of 2019.

(III) Principle and amount of fixed asset impairment

The Company accrued provisions of fixed assets impairment of RMB 26,318,411.15. It mainly because the Company' s subsidiary TSYP changed the processing for part of the products, so some special equipment for float and coated glass production is idle, and considering the high maintenance cost, there is an indication of impairment. The impairment amount of RMB 20,447,329.59 is calculated based on the difference between the recoverable amount and the carrying value. The Company also accrued impairment provision of RMB 5,871,081.56 for other long-term idle, damaged fixed assets with high maintenance cost.

III. Effect on the listed company

After the provisions of the assets impairment, the profit of the Company for 2019 is predicted to reduce RMB 63,249,682.84.

IV. Explanations on reasonability of assets impairment provisions made by the Board of Directors

According to the opinion of Board of Directors, the assets impairment provisions is based on the principle of prudence, and it complied with Accounting Standards for Business Enterprises and the Company' s relevant accounting policies, objectively and authentically reflecting the assets status of the Company.

V. Review opinions of the Supervisory Committee

The Supervisory Committee held that the provision of assets impairment for 2019 was in line with the Accounting Standards of Business Enterprises and the Company' s accounting policies based on the actual situation of the Company' s relevant assets, which reflected the Company' s financial conditions more objectively and faithfully under the principle of prudence, and that the decision-making procedures were lawful. The provision for assets impairment was approved.

VI. Independent opinions of the independent directors

According to the opinions of the independent directors, the Company implemented provisions of the assets impairment for 2019 under the principle of prudence and on the basis of considering the market environment, more authentically and accurately reflecting the assets and financial status of the Company by 31 December 2019; the procedure of decision-making, approval and voting was legitimate and effective and was in line with relevant laws and regulations and the Articles of Association of the Company, the provisions of the assets impairment was not detrimental to the interests of the Company and shareholders, so the provisions for assets impairment was approved by the independent directors.

VII. Back-up documents

1. Resolutions of the 15th meeting of the 9th Board of Directors
2. Resolutions of the 16th meeting of the 9th Supervisory Committee
3. Prior Approval and Independent Opinions of Independent Directors about part of the proposals of the 15th meeting of the 9th Board

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Contract Renewal of Public Accountants

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 Prompts:

● The independent auditor to be reappointed: Zhonghua Certified Public Accountants LLP

As the independent auditor appointed by the Company for 2019, Zhonghua Certified Public Accountants LLP (hereinafter referred to as "Zhonghua") has smoothly completed the audit of the Company' s 2019 Annual Report. According to the overall appraisal and suggestion by the Audit Committee of the Company' s Board of Directors with respect to the audit work carried out by the said independent auditor, the Company intends to reappoint Zhonghua Certified Public Accountants LLP as the independent auditor for the Company' s financial statements and internal control for the year of 2020. Relevant details are given as follows:

I. Basic information about the independent auditor to be reappointed

(I) About the organization

1. Basic information

Name of the independent auditor	Zhonghua Certified Public Accountants LLP
Nature of the organization	Special general partnership
Engagement in securities services	Has been engaged in securities services since 1993
History	Registered in Shanghai in September 1985, Zhonghua Certified Public Accountants LLP is a major CPA firm in China. Originally known as "Shanghai Zhonghua Huyin Public Accountants", it was transformed into a special general partnership in December 2013 and has changed its name to "Zhonghua Certified Public Accountants LLP".
Business qualifications	Accounting Firm Practicing Certificate (No. 31000003), License for Engagement in Securities and Futures (No. 000357), and registered with PCAOB in the U.S.
Registered address	Room 1088, Tower 5, 1630 Yecheng Road, Jiading Industrial Zone, Shanghai

2. Staff information

Chief partner	Sun Yong	Number of partners	41
Number of employees at the end of 2019	Registered accountants	334	
	Number of employees	1045	
	Number of employees that are or used to be engaged in the provision of securities services	698 (including 307 registered accountants)	
Names and career experiences of registered accountants to write signatures	Name	Rong Kaiyu	
	Career experience	He has worked as a public accountant since 1988 and has been responsible for the audits of quite many listed companies and NEEQ listed companies.	
	Name	Xiong Yang	
	Career experience	He has worked as a public accountant since 2003 and has been responsible for and participated in the audits of quite many listed companies and NEEQ listed companies.	

3. Business scale

Business status in the most recent year (2018)	Total revenue	RMB456.2019 million
	Net assets	RMB30.4862 million
	How many listed companies of which the annual reports were audited by the CPA firm	59
	Total revenue for auditing annual reports of listed companies	RMB50.4922 million
Main industries where the CPA firm carried out audits of annual reports of listed companies	For 2018, the CPA firm carried out audits of annual reports of listed companies mainly in the industry of electrical machinery and device manufacturing, the computer, telecommunication and other electronic equipment manufacturing industry, the specialized equipment manufacturing industry, the real estate industry, etc.	
Average asset value of the listed companies that the CPA firm provided audit service for	For 2018, the average asset value of the listed companies that the CPA firm provided audit service for was RMB6.097 billion.	

4. Investor protection capability

Provision for the occupational risk fund: RMB 22,170,779.21

Annual cumulative indemnity limit of the occupational insurance purchased: RMB200 million

The occupational insurance purchased is able to cover all civil liabilities that might be caused by possible audit failures.

5. Independence and credibility records

Zhonghua Certified Public Accountants LLP is in compliance with the independence requirements as prescribed in the Code of Conduct of Chinese Registered Accountants.

Criminal punishments, administrative punishments, administrative supervision measures and self-disciplinary measures: 0 criminal punishments, 2 administrative punishments, 6 administrative supervision measures and 0 self-disciplinary measures.

(II) Information about project members

1. Staff information

Zhonghua Certified Public Accountants LLP and its employees are in compliance with the independence requirements as prescribed in the Code of Conduct of Chinese Registered Accountants. The project members are professionally competent. Information about the main members is as follows:

Project member	Name	Qualification	Work experience	Years of experience in securities services	Concurrent positions	Whether the member has experience in securities services
Engagement partner	Rong Kaiyu	Registered accountant	He has worked as a public accountant since 1988 and has been responsible for the audits of quite many listed companies and NEEQ listed companies.	32 years	N/A	Yes
Project quality control reviewer	Feng Jiajun	Registered accountant	He has worked as a public accountant since 1994 and has been responsible for the audits of quite many listed companies and NEEQ listed companies.	26 years	N/A	Yes
Registered accountant to write signatures	Rong Kaiyu	Registered accountant	He has worked as a public accountant since 1988 and has been responsible for the audits of quite many listed companies and NEEQ listed companies.	32 years	N/A	Yes
	Xiong Yang	Registered accountant	He has worked as a public accountant since 2003 and has been responsible for and participated in the audits of quite many listed companies and NEEQ listed companies.	17 years	N/A	Yes

2. Independence and credibility records of the relevant personnel above

Rong Kaiyu and Xiong Yang, the registered accountant to write signatures, as well as Feng Jiajun, the quality control reviewer, are all in compliance with the independence requirements, with no criminal punishments, administrative punishments, administrative supervision measures or self-disciplinary measures in the recent three years.

(III) Audit fee

The fees for the financial statement audit and the internal control audit for 2020 are RMB1.7 million (tax inclusive) in total, the same as 2019.

The pricing principle is based on the Company' s business scale, the industry which the Company is in, the complication degree of accounting treatments, the audit personnel, the workload, the charging standards of the CPA firm, etc.

II. Procedures executed to reappoint the CPA firm

(I) Performance of duty and review opinion by the Audit Committee of the listed company during the process of appointing a CPA firm

Upon examination, the Audit Committee of the Company' s Board of Directors is of the opinion that Zhonghua has the due qualifications to provide securities and future services, as well as has experience of providing audit services for listed companies, the professional competency and the investor protection capability; that during the period of being the Company' s independent auditor for 2019, Zhonghua completed all the audit tasks as scheduled, adhered to the independent audit principle, reflected the Company' s financial condition and operating results in an objective, just and fair manner, and faithfully fulfilled its duties as an independent auditor. Therefore, the Committee proposes to reappoint Zhonghua Certified Public Accountants LLP as the independent auditor for the Company' s financial statements and internal control for the year of 2020.

(II) Prior consent and independent opinion of the independent directors of the listed company with respect to the reappointment of the independent auditor

1. The Company has communicated with us prior to the reappointment of the independent auditor. Upon our review of Zhonghua' s qualifications and other information, we agree to submit the reappointment proposal to the Board of Directors for further review.

2. As proposed by the Audit Committee of the Company' s Board of Directors, the Board intends to reappoint Zhonghua Certified Public Accountants LLP as the independent auditor for the Company' s financial statements and internal control for the year of 2020. Upon checks, we are of the opinion that we agree to this reappointment on the ground that Zhonghua has the relevant qualifications to provide securities and futures services, has years of experience and the capability of providing audit services for listed companies, and is able to provide truthful and fair audit services for the Company.

3. The review procedure executed by the Board is in compliance with the applicable laws and regulations, as well as the Company' s Articles of Association, and is adequate and appropriate.

(III) The review and voting results of the Board of Directors of the listed company on the proposal on the appointment of the CPA firm

The Company convened the 15th Meeting of the 9th Board of Directors on 8 April 2020, at which the Proposal on the Reappointment of the Independent Auditor and Its Annual Fee was approved with 8 yes-votes, 0 no-votes and 0 abstentions. Considering that Zhonghua Certified Public Accountants LLP has provided services for the Company for quite many years, in order to ensure the consistency and stability of the audit work, as proposed by the Audit Committee of the Board of Directors, the Company intends to reappoint Zhonghua Certified Public Accountants LLP as the independent auditor for the Company' s financial statements and internal control for the year of 2020 for a total fee of RMB1.7 million (tax inclusive).

(IV) This reappointment of the independent auditor is still subject to review by the General Meeting of Shareholders of the Company, and will take effect when it is approved by the General Meeting of Shareholders.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Predicated Daily Connected Transactions in 2020

The Board of Shanghai Yaohua Pilkington Glass Group Co., Ltd. (hereinafter referred to as "the Company" or "SYP") and all directors commit that there are no false record, misleading statement or omission of important materials in this public announcement, and will bear joint responsibility for the authenticity, accuracy and integrity of its contents.

Important Prompts:

· The predicated daily connected transactions will not be submitted to be reviewed by the shareholders' general meeting

· The predicated daily connected transactions mentioned above are essential and helpful for the Company' s normal production and operation, which comply with the Company' s demands of business development. And they are not detrimental to the rights of all shareholders especially the medium and small shareholders.

· The related directors withdrew from voting on the connected transactions in accordance with the Articles of Association, Listing Rules of Shanghai Stock Exchange and relevant laws and regulations.

I. Basic Information of Daily Connected Transactions

(I) Approval Procedure

1. The proposal on Predicated Daily Connected Transactions in 2020 was reviewed at the 15th Meeting of the 9th Board of Directors on 8 April 2020 by the Company. The related party directors, Mr. Zhao Jian, Mr. Paul Ravenscroft, Mr. Eddie Chai, and Mr. Liu Peng withdrew from voting, and all non-related directors agreed with the proposal.

2. Independent directors agreed abovementioned transactions before the voting and held the opinion that the predicted transactions in 2020 are normal production and operation activities; the transactions are helpful to production and operation and the development of the Company, conforming to the interests of the Company and its shareholders. Independent directors agreed the proposal to be submitted to the Board for deliberation.

3. Independent directors expressed independent opinions and believed the predicted transactions in 2020 are normal operations involving purchase, sales and technical consulting service, the trading prices are based on market prices, the connected transactions meet the Company' s business demand and are not detrimental to the interests of the Company and shareholders, especially the minority shareholders. Procedures of decision-making, deliberation and voting are legitimate, which complied with the provisions of relevant laws, regulations and the Articles of Association. The connected transactions were approved by the 15th Meeting of the 9th Board of Directors and the related directors withdrew from voting.

4. The Audit Committee expressed opinions in writings on the predicted transactions in 2020 and considered the predicted transactions in 2020 are normal operation activities. Their pricing basis are reasonable and trading procedures are standard. The connected transactions are not detrimental to the interests of the Company and its shareholders. Decision-making procedure is legitimate. The Committee agreed the proposal to be submitted to the Board for review.

5. The predicted daily connected transaction was of RMB86 million, accounting for 2.62% of audited net assets on 31 December 2019 of the Company. According to the relevant regulations of Stock Listing Rules of Shanghai Stock Exchange, it did not need to be submitted to shareholders' general meeting for review.

(II) Predicted and actual daily connected transactions in 2019

Unit: Ten Thousand RMB

Related party	Transaction type	Transaction content	Pricing method	2019 predicted amount	Jan.-Dec. 2019 actual amount
Pilkington International Holdings BV and its connected parties	Purchase	Royalties	Agreement price	1000	534.03
Pilkington International Holdings BV and its connected parties	Purchase	Original equipment cost	Agreement price	100	/
Pilkington International Holdings BV and its connected parties	Capital	Interest of borrowings	Market price	350	/
Pilkington International Holdings BV and its connected parties	Sale	Sell glass	Market price	5000	1917.47
Bright Intelligent Curtain Wall Co., Ltd. and its subsidiary	Sale	Sell glass	Market price	4000	1895.02
Bright Intelligent Curtain Wall Co., Ltd. and its subsidiary	Lease	Workshop	Market price	10	8.29

(III) Predicted daily related transactions' amount and type in 2020

Unit: Ten Thousand RMB

Related party	Transaction type	Transaction content	Pricing method	2019 predicted amount
Pilkington International Holdings BV and its connected parties	Purchase	Royalties	Agreement price	1,500
Pilkington International Holdings BV and its connected parties	Purchase	Equipment purchasing fee	Agreement price	100
Pilkington International Holdings BV and its connected parties	Sale	Sell glass	Market price	4,000
Bright Intelligent Curtain Wall Co., Ltd. and its subsidiary	Sale	Sell glass	Market price	3,000
Total				8,600

II. Profile of Related Parties and Relationship

1. Pilkington International Holdings BV (hereinafter referred to as "Pilkington"), in charge person or legal representative: Lain Lough, registered capital: EUR188.15 million, date of establishment: 20 January 1981, main business: to participate in equity participation, financing and management of other companies, groups and enterprises, to enter into financial transactions, to acquire, hold, or dispose of movables and immovable. It is a controlled subsidiary of Pilkington Group Limited.

Pilkington holds 13.26% of the Company' s total equity, SYP' s second largest shareholder. It is SYP' s related party.

Pilkington International Holdings BV is one of the largest glass manufacturers in the world with legitimate operation and good credit, it is the long-term related party of the Company, and is competent to continuous operation and service contract, it provides continued service to the Company.

2. Bright Intelligent Curtain Wall Co., Ltd (hereinafter referred to as "Shanghai Bright") in charge person or legal representative: Mr. Lin Lei, registered address: Room 309, No. 63, lane 1277, Zhuanxing East Road, Minhang District, Shanghai, registration capital: RMB181.92562 million, date of establishment: 27 February 2003. Main business: curtain wall engineering, decoration engineering, metal doors and windows, steel structure engineering, processing doors and windows of curtain wall, design, processing, installment and technical consultant of building sunshade products.

The largest shareholder, Shanghai Building Materials holds 45% of Shanghai Bright' s equity, and Shanghai Bright is the Company' s related party.

Shanghai Bright is a company with legitimate operation and good credit, is competent to continuous operation and service contract, and will not cause any bad debts to the Company.

III. Pricing policy

The abovementioned related transactions between the Company and the related parties shall be in the principles of equality and voluntariness, objectivity and fairness with fair and equitable price. The trading manner and the pricing principle of the transaction occurred between the Company and the related parties or non-related parties are basically consistent; with reference to the determination of the bargain value of local market price at the moment and the credit policy regarding such business, there was no harm to be done to the interest of the Company and non-related shareholders through the friendly negotiation and determination among each party.

IV. Purpose of connected transactions and the impact on SYP

The connected transactions can fully utilize the resources and technical advantages of each related party for the production and operation of SYP, make complementary advantages, optimize resource allocation and achieve better results.

In the reporting period, the related transaction pricing between the Company and related party was based on the principle of marketization and executed the strategy of uniform price, with the income and expenditure accounting for a small part of the current operation revenue and cost, which exerted little impact on the Company' s main business, financial status and operating results. There was no harm to the interest of the Company and its shareholders as well as no impact on the Company' s independence.

V. Back-up documents

(1) Resolutions of the 15th Meeting of the 9th Board of Directors
(2) Resolutions of the 16th Meeting of the 9th Supervisory Committee
(3) Prior Approval and Independent Opinions of Independent Directors about Part of the Proposals of the 15th Meeting of the 9th Board
(4) Resolutions of the Audit Committee

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Investment in the Phase II Project of Jiangmen SYP Engineering Glass Co., Ltd.

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 information:

· Investment made: intended investment in the phase II project of Controlled sub-subsidiary Jiangmen SYP Engineering Glass Co., Ltd.

· Total amount of investment: RMB 399 million

I. Overview of the Investment

(I) Basic information on the investment:

Benefiting from the development and construction of regions like Guangdong-Hong Kong-Macao Greater Bay Area in South China, Hainan Free Trade Zone and "One Belt One Road" Guangxi, the regional glass market capacity enters high growth phase. Meanwhile, as the deepening of macro-policies such as energy conservation and environment protection, industrial upgrading, the construction industry has growing demand for high-quality and energy-saving building materials. It is predicted that the future demand for high-end glass in South China will face a remarkable growth and the market will have a promising future. The controlled sub-subsidiary Jiangmen SYP Engineering Glass Co., Ltd. (hereinafter referred to as the "JSYPE") was established in 2007. Its products, capacity, and equipment cannot meet the demand of the current market. Thus, JSYPE intends to invest in the phase II project with total amount of investment of RMB 399 million. For the sake of steady operation, the project will be implemented step by step.

(II) Decision-making Process:

1. Resolutions of Board of Directors

The 15th Meeting of the 9th Board of Directors of the Company convened on April 8, 2020 reviewed and approved the Proposal on Approval of Investment in the Phase II Project of Jiangmen SYP Engineering Glass Co., Ltd. with the voting result of 8 affirmative votes, 0 dissenting vote and 0 abstention vote.

2. The event is no need to be reviewed by General Meeting of Shareholders.

(III) The event doesn' t belong to related party transaction, also doesn' t constitute major assets restructuring.

II Basic Information of Invested Project

1. Name of the object: the phase II project of Jiangmen SYP Engineering Glass Co., Ltd.

2. Information of the project:

JSYPE is the controlled sub-subsidiary of the Company which was registered in October of 2017 at No. 10 Yinyuan Road, Xinhui District, Jiangmen City, Guangdong Province with the registered capital of RMB0.16 billion. It mainly engages in the production and operation of new energy-saving and environment protection building materials (inorganic non-mental material products, and deep processing glasses such as LOW-E special glass with low radiation, compound special glass of laminated and insulated glass which is safe, energy-saving and environmentally-friendly, special self-cleaning glass which is energy-saving and environmentally-friendly and substrates of LOW-E special glass with low radiation) as well as providing technical services related to products. In addition, its products cover the markets in South China, Hong Kong, Macao and Taiwan regions and Southeast Asia. By 31 Dec 2019, JSYPE total assets was RMB 351.417 million, net assets was RMB 209.284 million, realized operating revenue of RMB 460.5839 million and net profit of RMB 41.6104 million.

As the development of society, markets put forward higher requirements for products in aspects of environmental protection, outlook and functions, which requires higher standards governing the facility automation and machining precision. The production line of the phase I of JSYPE was completed and commissioned in 2008 which is short of market competitiveness in aspects of product structures, equipment automation and elaborating. Meanwhile, the low capacity is unable to meet the requirement of simultaneous production for projects with large volumes. The insufficient service support generates negative impacts on the sustainable development of market orders and development of the brand. Thus, JSYPE intends to carry out the construction of the phase II project.

The intended amount of investment in this phase II project of JSYPE was RMB 399 million including self-owned funds of RMB 219 million and external raised funds of RMB 180 million which is planned to be put into production in the first half year of 2022. The relevant input in equipment will be conducted step by step based on the market demand and the operation condition of the Company: at the beginning of construction, it will focus on making up the current capacity gap on the basis of the equipment of the phase I so as to ensure the capacity demand of energy-saving architectural processing glass and fill in the product gap.

Estimated based on certain basic data by the finance, the major estimated economic indicators of the project after it goes into production: IRR (internal rate of return) after income tax is 15.21%, static payback time after tax (years, construction period excluded) is 5.23 years, annual yield is 14.16% and the net present value after tax is RMB 127.55 thousand.

III Influence on the Company

Upon the completion of the phase II project of JSYPE, it will promote its product grade, quality and efficiency, enrich the product categories, improve the deep processing industry service chain, create one-stop service platform and strengthen market competitiveness. In addition, it will also extend the ROI and investment return time of the phase I, exert the equipment capacity of the phase I, reduce comprehensive costs, increase the profitability of the Company and achieve the operation result of "one plus one is greater than two". What' s more, it will provide more jobs for society and perform its social responsibility better. The project is feasible in line with the Company' s development strategy and operation principle and conforms to the interests of the Company and all its shareholders.

IV Risks Analysis

The feasibility report of this investment project is based on the analysis of recent market situations. There are risks of changes in the future, such as the development and demand of architectural processing glass market, and raw material price, etc.

Based on the full research and judgment on the market, the Company will implement the project step by step, steadily make investments and enhance its ability to resist risks. The Company will also improve sales and marketing system, actively expand markets and increase its ability to accept orders. In addition, the Company will broaden the purchasing channels, concentrate the purchasing advantages through the Group and increase its ability to bargain. What' s more, the Company will continuously implement the lean production management system, improve productivity and utilization rate of equipment so as to reduce costs and strengthen the competitiveness of products.

The Company will keep an eye on the progress of the project and disclose relevant information in time. Investors shall be aware of possible investment risks.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
April 10, 2020

SHANGHAI YAOHUA PILKINGTON GLASS GROUP CO., LTD.
(Incorporated in the People' s Republic of China)

Public Announcement on Application of Line of Credit from Financial Institutions in 2020

The Board of Shanghai Yaohua Pilkington Glass Group Co., Ltd. (hereinafter referred to as "the Company" or "SYP") and all directors commit that there are no false record, misleading statement or omission of important materials in this public announcement, and will bear joint responsibility for the authenticity, accuracy and integrity of its contents.

I. Basic Information

According to the operation plan and capital budget of the Company in 2020, the Company and its subsidiaries intend to apply for a line of credit (LOC) no more than RMB 6120 million from banks and other financial institutions. The details of contents are subject to the review and approval of Banks. The details of estimated application of line of credit of the Company for 2020 are as follows:

Unit: Ten Thousand RMB

No.	Name of the bank	Line of credit	Type of credit
1	China Merchants Bank Shanghai Branch	100,000	Comprehensive credit line
2	Bank of China Shanghai Pudong Branch	58,000	Comprehensive credit line
3	Shanghai Rural Commercial Bank Head Office	55,000	Comprehensive credit line
4	China Construction Bank the 5th Sub-Branch	50,000	Comprehensive credit line
5	China MinSheng Bank Shanghai Branch	50,000	Comprehensive credit line
6	ICBC Shanghai Branch Business Department	38,000	Comprehensive credit line
7	China Everbright Bank Shanghai Branch	30,000	Comprehensive credit line
8	China CITIC Bank Sipinglu Sub-Branch	30,000	Comprehensive credit line
9	Shanghai Bank Zhangjiang Sub-Branch	25,000	Comprehensive credit line
10	Hua Xia Bank Shanghai Branch	20,000	Comprehensive credit line
11	Bank of China Jiangmen Branch	18,000	Comprehensive credit line
12	Bank of Ningbo Shanghai Branch	15,000	Comprehensive credit line
13	Industrial Bank Shanghai Branch	15,000	Comprehensive credit line
14	ICBC Changshu Sub-Branch	15,000	Comprehensive credit line
15	Bank of China Changshu Branch	10,000	Comprehensive credit line
16	Bank of China Tianjin Branch	10,000	Comprehensive credit line
17	China Construction Bank Tianjin Beichen Sub-Branch	8,000	Comprehensive credit line
18	Bank of Communications Shanghai Pudong Sub-Branch	8,000	Comprehensive credit line
19	Bank of China Jiangmen Xinhui Sub-Branch	8,000	Comprehensive credit line
20	Bank of Communications Wuhan Jiangxia Sub-Branch	7,000	Comprehensive credit line
21	ICBC Suzhou Branch	6,000	Comprehensive credit line
22	Bank of Communications Shanghai Luwan Sub-Branch	5,000	Comprehensive credit line
23	Ping An Bank FTA Branch	5,000	Comprehensive credit line
24	ICBC Tianjin Branch	5,000	Comprehensive credit line
25	ICBC Jiangmen District Sub-Branch	4,500	Comprehensive credit line
26	Agricultural Bank of China Yangzhou Branch Yizheng Sub-Branch	4,500	Comprehensive credit line
27	MetroBank Shanghai Branch	4,000	Comprehensive credit line
28	Bank of Communications Yangzhou Branch Yizheng Sub-Branch	3,000	Comprehensive credit line
29	Industrial Bank Yangzhou Branch Yizheng Sub-Branch	3,000	Comprehensive credit line
30	Agricultural Bank of China Chongqing Wansheng Sub-Branch	2,000	Comprehensive credit line
	Total	612,000	

It is proposed to authorize the Management to apply for bank loan within the above approved line of credit and sign relevant legal documents according to the actual operation results of the Company.

The above matters of line of credit need to be submitted to the Annual General Shareholders' Meeting of 2019. The line of credit will be effective from the approval date of Annual Shareholders' Meeting of 2019 to the date of convention of the Annual Shareholders' Meeting of 2020. The loan can be applied repeatedly within the line of credit.

The proposal shall be submitted for the approval of the annual shareholders' meeting of the Company.

II. Proposal Approval

The 15th Meeting of the 9th Board of Directors was convened on 8 April 2020 and the meeting approved the Proposal on Applications of Line of Credit from Financial Institutions in 2020 with the voting result of 8 affirmative votes, 0 dissenting vote and 0 abstention vote.

The meeting shall be submitted for the approval of the annual shareholders' meeting of the Company.

III. Influence on the Company

The Board of Directors of the Company holds the opinion that the application for line of credit from financial institutions is based on normal operation requirements, and it conforms to the business development of the Company and the interests of the Company and all shareholders.

The independent directors of the Company believe that the application for line of credit from financial institutions is based on the requirements of business development and current production of the Company, which belongs to the normal operation. The procedures of decision-making, consideration, and voting are legitimate and comply with relevant laws, regulations and the Articles of Association.

The Supervisory Committee of the Company believes that the application for line of credit from financial institutions in 2020 is to satisfy the demand of daily production and operation of the Company, which belongs to the normal operation, and complies with the needs of business development of the Company. The decision-making procedure is legitimate.

Shanghai Yaohua Pilkington Glass Group Co., Ltd.
10 April 2020