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XINYI GLASS HOLDINGS LIMITED

信義玻璃控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00868)

PROPOSED SPIN-OFF AND SEPARATE LISTING OF XINYI SOLAR

In response to various press enquiries on the application submitted by Xinyi Solar for separate listing on the Main Board, the Board confirms that the listing application of Xinyi Solar was reviewed by the Listing Committee on 15 September 2011. The review of the listing application by the Listing Committee does not constitute an approval for listing or an indication that an approval will be granted by the Stock Exchange for the listing.

The Company will continue the preparation for the Proposed Spin-off. Shareholders and other investors are reminded that no final decision has yet to be made by the Company or Xinyi Solar as to whether and when the Proposed Spin-off will be effected. The Company will issue further announcement in relation to the Proposed Spin-off as and when appropriate pursuant to the requirements under the Listing Rules. The Company will fully comply with the applicable requirements under the Listing Rules should the Proposed Spin-off proceed.

As the Proposed Spin-off is subject to, amongst other things, the final decisions of the Board and the board of directors of Xinyi Solar, the approvals from the Shareholders and the Stock Exchange, and may or may not proceed. Accordingly, Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

The Board refers to the announcements (the “**Announcements**”) dated 7 June and 28 February 2011. Unless the context requires otherwise, the capitalised terms used herein shall have the same meanings as defined in the Announcements.

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The Company will continue the preparation for the Proposed Spin-off. Shareholders and other investors are reminded that no final decision has yet to be made by the Company or Xinyi Solar as to whether and when the Proposed Spin-off will be effected. The Company will issue further announcement in relation to the Proposed Spin-off as and when appropriate pursuant to the requirements under the Listing Rules.

It is expected that the Proposed Spin-off, if it proceeds, will constitute a deemed disposal of part of the Company’s equity interest in a wholly-owned subsidiary of the Company and hence, a notifiable transaction for the Company under Chapter 14 of the Listing Rules. The Company will fully comply with the applicable requirements under the Listing Rules should the Proposed Spin-off proceed.

As the Proposed Spin-off is subject to, amongst other things, the final decisions of the Board and the board of directors of Xinyi Solar, the approvals from the Shareholders and the Stock Exchange, and may or may not proceed. Accordingly, Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company.

By order of the Board
Xinyi Glass Holdings Limited
LEE Yin Yee, M.H.
Chairman

Hong Kong, 20 September 2011

As of the date of this announcement, the executive Directors are Mr. LEE Yin Yee, M.H., Mr. TUNG Ching Bor, Mr. TUNG Ching Sai, Mr. LEE Shing Kan, Mr. LEE Yau Ching and Mr. LI Man Yin, the non-executive Directors are Mr. NG Ngan Ho, Mr. LI Ching Wai, Mr. SZE Nang Sze and Mr. LI Ching Leung, and the independent non-executive Directors are Mr. LAM Kwong Siu, S.B.S., Mr. WONG Chat Chor Samuel and Mr. WONG Ying Wai, S.B.S., JP.

This announcement will be published on the website of the Stock Exchange at www.hkex.com.hk and on the website of the Company at www.xinyiglass.com.hk.