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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)

VOLUNTARY ANNOUNCEMENT POSSIBLE SUBSCRIPTION FOR CONVERTIBLE SECURITIES TO BE ISSUED BY XINYI SOLAR

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Glass Holdings Limited (the “**Company**”, together with its subsidiaries the “**Group**”) on a voluntary basis.

The Company is in discussion with Xinyi Solar Holdings Limited (“**Xinyi Solar**”), a company listed on the Stock Exchange, for a possible subscription for the convertible securities to be issued by Xinyi Solar up to US\$80 million or its Hong Kong dollar equivalent upon such terms and conditions to be negotiated on an arm’s length basis. If the proposed subscription is decided to proceed with, the Company will comply with the applicable disclosure or shareholders’ approval requirements under The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The Company holds, directly and indirectly, 27.22% of the issued shares of Xinyi Solar. Xinyi Solar is not a connected person (as such term is defined under the Listing Rules) of the Company.

The discussion on the above transaction is in preliminary stage, and the above transaction may or may not proceed. Further announcement would be made by the Company in compliance with the applicable requirements under the Listing Rules should there be any further development on the above matter.

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

Hong Kong, 10 May 2015

As of the date of this announcement, the Board comprises four executive Directors, namely Mr. LEE Yin Yee, M.H., Mr. TUNG Ching Bor, Mr. TUNG Ching Sai, and Mr. LEE Shing Kan, four non-executive Directors, namely Mr. NG Ngan Ho, Mr. LI Ching Wai, Mr. SZE Nang Sze, and Mr. LI Ching Leung, five independent non-executive Directors, namely Mr. LAM Kwong Siu, S.B.S., Mr. WONG Chat Chor Samuel, Mr. WONG Ying Wai, S.B.S., JP., Mr. TRAN Chuen Wah, John, and Mr. TAM Wai Hung, David.

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