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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)

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND MEMBERS OF THE AUDIT COMMITTEE

The Board is pleased to announce that Mr. TRAN Chuen Wah, John and Mr. TAM Wai Hung, David have been appointed as independent non-executive Directors and members of the Audit Committee effective from 31 December 2012.

The board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Glass Holdings Limited (the “**Company**”) is pleased to announce that Mr. TRAN Chuen Wah, John (“**Mr. TRAN**”) and Mr. TAM Wai Hung, David (“**Mr. TAM**”) have been appointed as independent non-executive Directors effective from 31 December 2012. Mr. TRAN and Mr. TAM have also been appointed as members of the audit committee (the “**Audit Committee**”) of the Board effective from the same date.

Biographical information of Mr. TRAN

Mr. TRAN, aged 41, obtained a bachelor’s degree in business administration from Simon Fraser University in June 1993. Mr. TRAN is currently a minister of Evangelical Free Churches of China Tung Fook Church Limited. Mr. TRAN has over 15 years of experience in accounting and investment banking industry, during which Mr. TRAN had worked in Price Waterhouse (now known as PricewaterhouseCoopers) and various financial institutions and investment banks in Hong Kong. During the period between 2003 and 2006, Mr. TRAN was the Managing Director and the Head of Investment Banking of Kingsway Financial Services Group Limited (“**Kingsway Group**”). Mr. TRAN was a consultant to Kingsway Group during the period from 2006 to 2009. Mr. TRAN became a member of each of the American Institute of

Certified Public Accountants and the Hong Kong Institute of Certified Public Accountants in 1996 and 1997, respectively. Mr. TRAN has been a Chartered Financial Analyst (granted by the Association for Investment Management and Research) since September 1999.

Biographical information of Mr. TAM

Mr. TAM, aged 62, has more than 40 years of experience in commercial banking industry in Hong Kong and China. Mr. TAM started his career in 1968 when he joined The Hongkong and Shanghai Banking Corporation (“**HSBC**”). During his career with HSBC, Mr. TAM held various senior positions in Hong Kong and overseas and his last position with HSBC was Senior Executive — Payments and Cash Management — Asia Pacific in 1999. Since March 1999, Mr. TAM worked with Hang Seng Bank Limited and held various senior positions in corporate and commercial banking and risk management. Mr. TAM retired from Hang Seng Bank Limited in January 2012 as a Deputy General Manager and his last position with the bank was Chief Risk Officer. Mr. TAM is currently a director of Yantai Bank (烟台銀行), a commercial bank in Shandong Province, the PRC and an executive committee member of the Business and Professionals Federation of Hong Kong, a think-tank in Hong Kong on various public matters. Mr. TAM became a fellow member of each of the Institute of Bankers in the United Kingdom and the Hong Kong Institute of Bankers in 1986 and 1995, respectively. Mr. TAM received a master’s degree in business administration from the University of Toronto in 1991.

Other information on the appointment

Save as disclosed above, each of Mr. TRAN and Mr. TAM does not hold any other positions with the Company or any of its subsidiaries (collectively, the “**Group**”) and has no other major appointments and professional qualifications. Each of Mr. TRAN and Mr. TAM did not hold any other directorships in other listed companies in the last three years.

For the purpose of the appointment, each of Mr. TRAN and Mr. TAM has signed a letter of appointment with the Company for a specific term of three years commencing from 31 December 2012 unless terminated earlier in accordance with the terms and conditions specified therein. Both Mr. TRAN and Mr. TAM are appointed as members of the Audit Committee effective from 31 December 2012. The directorship of Mr. TRAN and Mr. TAM is subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the articles of association of the Company. Each of Mr. TRAN and Mr. TAM is entitled to an annual directors’ fee of HK\$250,000 which is determined by the Board with reference to his responsibilities of the directorship.

As of the date of this announcement, Mr. TRAN is interested in 180,000 shares in the Company (representing 0.005% of the total number of issued shares of the Company) within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “SFO”). Mr. TAM does not have any interest in any share of the Company within the meaning of Part XV of the SFO. Each of Mr. TRAN and Mr. TAM does not have any relationship with the other directors, senior management or substantial or controlling shareholders of any member of the Group.

Save as disclosed above, there is no other matter concerning the appointment of Mr. TRAN and Mr. TAM as independent non-executive Directors that needs to be brought to the attention of the shareholders of the Company and there is no other information that is required to be disclosed pursuant to any of the requirements set forth in Rule 13.51(2)(h) to (v) of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

Following the appointment of Mr. TRAN and Mr. TAM, the number of the independent non-executive Directors represents one-third of the total number of the Directors. The composition of the Board complies with the requirements under Rule 3.10A of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. TRAN and Mr. TAM to join the Board.

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

Hong Kong, 31 December 2012

As of the date of this announcement, the Board comprises 15 Directors, of whom 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 are executive Directors, Mr. LI Ching Leung, Mr. LI Ching Wai, Mr. SZE Nang Sze and Mr. NG Ngan Ho are non-executive Directors, and 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 are independent non-executive Directors.