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XINYI GLASS HOLDINGS LIMITED

信義玻璃控股有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock code: 00868)

POSITIVE PROFIT ALERT FOR THE YEAR ENDING 31 DECEMBER 2013

This announcement is made by the Board pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions.

Based on the currently available information, the Board wishes to inform the Shareholders and prospective investors of the Company that the consolidated net profit attributable to the owners of the Company for the year ending 31 December 2013 is expected to increase significantly as compared with the same for the year ended 31 December 2012. The significant improvement in the profitability of the Group is principally due to the business growth of the construction glass business, the float glass business, the automobile glass business, and the solar glass business of the Group. Before the Spin-Off, the solar glass business continued to have full profit contribution to the Group up to the Xinyi Solar Listing Date. The Group will also record a gain on re-measurement of retained interest of 31.2% of Xinyi Solar as part of the Spin-Off, from its carrying value to its fair value, the amount of which is determined with reference to the share price for each Xinyi Solar Share quoted on the Stock Exchange on the Xinyi Solar Listing Date and the net asset value attributable to each Xinyi Solar Share as of the same date. Such gain is non-recurring in nature.

The Board expects that the announcement of the results of the Group for the year ending 31 December 2013 will be published around early March 2014.

Shareholders and prospective investors of the Company are advised to exercise caution when dealings in the shares of the Company.

This announcement is made by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Glass Holdings Limited (the “**Company**”) pursuant to Rules 13.09 of The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the inside information provisions (the “**Inside Information Provisions**”) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong).

Following the review of the currently available information which includes, but without limitation to, the draft unaudited management accounts of the Company and its subsidiaries (collectively, the “**Group**”) for the eleven months ended 30 November 2013, the Board wishes to inform the shareholders (the “**Shareholders**”) of the Company and prospective investors of the Company that the consolidated net profit attributable to the owners of the Company for the year ending 31 December 2013 is expected to increase significantly as compared with the same for the year ended 31 December 2012. The substantial increase in the profitability of the Group in 2013 was primarily due to the following principal reasons:-

- the strong demand for energy saving Low-emission coating glass for construction purpose in the domestic market in The People’s Republic of China (the “**PRC**”) which accelerates the continuous increases in the sales volume of the construction glass products of the Group;
- the strong demand for float glass for various industrial applications which increases the average selling prices, the sales volume, and the gross profit margin with effective cost control implemented by the Group;
- the stable growth of the automobile glass business; and
- the continuous increases in the demand for solar modules globally outside Europe, such as Japan, the U.S., and China, which drive the continuous increases in the demand for solar glass, the average selling prices, and the sales volume of the Group.

In addition to the above factors affecting the operating results of the Group, the Directors expect that the Group will also record a gain on re-measurement of retained interest of 31.2% of Xinyi Solar Holdings Limited (“**Xinyi Solar**”) from its carrying value to its fair value as part of the spin-off and listing by introduction (the “**Spin-Off**”) of Xinyi Solar on the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The amount of the gain on re-measurement of retained interests from its carrying value to its fair value is determined with reference to the share price for each Xinyi Solar Share quoted on the Stock Exchange on 12 December 2013, being the date on which trading in the Xinyi Solar Shares on the

Stock Exchange first commences (the “**Xinyi Solar Listing Date**”), and the net asset value attributable to each Xinyi Solar Share as of the same date. The gain is non-recurring in nature. As of the date of this announcement, the Company holds, through its wholly-owned subsidiaries, 31.2% of the Xinyi Solar Shares in issue.

This positive profit alert is based on the currently available information to the Board for the year ending 31 December 2013. There may be changes or adjustments following further review of the unaudited management accounts by the Board and completion of the audit of the management accounts.

The Board expects that the announcement of the results of the Group for the year ending 31 December 2013 will be published around early March 2014.

Shareholders and prospective investors of the Company are advised to exercise caution when dealings in the shares of the Company.

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

Hong Kong, 12 December 2013

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, and Mr. LEE Shing Kan, the non-executive Directors are Mr. NG Ngan Ho, Mr. LI Ching Wai, Mr. SZE Nang Sze, Mr. LI Ching Leung, and the independent non-executive Directors are 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.