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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)

PROPOSED SPIN-OFF AND LISTING OF XINYI AUTOMOBILE GLASS ENTERPRISES ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED

DESPATCH OF SHARE CERTIFICATES UNDER THE XINYI GLASS DISTRIBUTION

This announcement is issued by the board (the “**Board**”) of directors (the “**Directors**”) of Xinyi Glass Holdings Limited (the “**Company**”). The Board refers to the announcements (the “**Announcements**”) of the Company dated 16 December 2015, 17 May 2016, 15 June 2016, 16 June 2016, 25 June 2016, 28 June 2016, 29 June 2016 and 30 June 2016. Unless the context requires otherwise, the capitalised terms used herein shall have the same meaning as defined in the Announcements.

DESPATCH OF SHARE CERTIFICATES UNDER THE XINYI GLASS DISTRIBUTION

The Board wishes to announce that share certificates in respect of the Xinyi Enterprises Shares distributed under the Xinyi Glass Distribution will be despatched on 8 July 2016 to the Shareholders registered on the register of members of Company in Hong Kong on the Xinyi Glass Distribution Record Date. For Shareholders whose shareholdings in the Company are held under the Central Clearing and Settlement System (“CCASS”) established and operated by the Hong Kong Securities Clearing Company Limited (“HKSCC”), their entitlements to the Xinyi Enterprises Shares under the Xinyi Glass Distribution will be issued in the name of HKSCC Nominees Limited and deposited into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants. For Shareholders whose shareholdings in the Company are held in their names on the register of members of the Company, the relevant share certificate of the Xinyi Enterprises Shares under the Xinyi Glass Distribution will be despatched by post to their addresses on the register of members of the Company at their own risks.

Share certificates to be despatched under the Xinyi Glass Distribution will only become valid at 8:00 a.m. on Monday, 11 July 2016 provided that the Hong Kong Public Offering of Xinyi Automobile Glass Enterprises has become unconditional.

IMPORTANT INFORMATION ON THE SPIN-OFF AND THE LISTING

The Directors would like to emphasise that the Spin-Off and the Listing are subject to, among other things, (a) the Stock Exchange approving the Spin-Off; (b) the Hong Kong Public Offering becomes unconditional and is duly completed in accordance with the terms and conditions in the prospectus of Xinyi Automobile Glass Enterprises and the application forms for the Hong Kong Public Offering; and (c) the Listing Department granting the listing of, and permission to deal in, the Xinyi Enterprises Shares in issue, the Hong Kong Offer Shares to be issued pursuant to the Hong Kong Public Offering and the Xinyi Enterprises Shares that may be issued as described in the prospectus of Xinyi Automobile Glass Enterprises on GEM and such listing and permission not subsequently having been revoked prior to the commencement of dealing in the Xinyi Enterprises Shares on GEM.

There is no assurance that the Spin-Off and the Listing will take place or the relevant approvals be granted, or as to when it may take place or be granted. The Company will issue further announcement on the Spin-Off as and when appropriate.

The Spin-Off and the Listing are subject to, amongst other things, the approval of the Stock Exchange and the final decision of the Board and the board of Xinyi Automobile Glass Enterprises. Accordingly, Shareholders and public investors should be aware that we cannot assure that the Spin-Off and Listing will take place or the relevant approvals be granted, or as to when they will take place or be granted. Shareholders and potential investors should exercise caution when dealing in or investing in the securities of the Company.

By order of the board of directors of
Xinyi Glass Holdings Limited
Datuk LEE Yin Yee, B.B.S.
Chairman

Hong Kong, 8 July 2016

As of the date of this announcement, the Board comprises four executive Directors, namely Datuk LEE Yin Yee, B.B.S., 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, G.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.