



福耀玻璃工业集团股份有限公司
FUYAO GLASS INDUSTRY GROUP CO., LTD.

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
 (Stock Code: 3606)

Second Proxy Form for Use at the 2017 Annual General Meeting

Number of Shares to which this second proxy form relates ^(Note 1)	
Type of Shares (A Shares or H Shares) to which this second proxy form relates ^(Note 2)	

I/We ^(Note 3) _____ of _____,

being the Shareholder(s) of Fuyao Glass Industry Group Co., Ltd. (the “**Company**”), hereby appoint the chairman of the meeting or ^(Note 4) _____ of _____

as my/our proxy(ies) to attend and vote for me/us and on my/our behalf at the 2017 annual general meeting of the Company (the “**AGM**”) to be held in the Company’s conference room located at Fuyao Industrial Zone, Rongqiao Economic & Technological Development Zone, Fuqing City, Fujian Province, the People’s Republic of China, at 2:00 p.m. on Friday, May 11, 2018 or at any adjournment thereof, as hereunder indicated in respect of the resolutions set out in the notice of the AGM dated March 24, 2018 (the “**AGM Notice**”) and the supplemental notice of the AGM dated April 26, 2018 (the “**Supplemental Notice**”) and, if no such indication is given, as my/our proxy(ies) thinks fit.

Ordinary Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
1.	Work report of the Board of Directors for the year 2017			
2.	Work report of the Board of Supervisors for the year 2017			
3.	Final financial report for the year 2017			
4.	Profit distribution plan for the year 2017			
5.	2017 annual report and summary of annual report			
6.	Resolution on the service charges by PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership) in relation to the provision of auditing services of the financial statements and internal control audit of the Company for the year 2017 and the re-appointment of PricewaterhouseCoopers Zhong Tian LLP (Special General Partnership) as the domestic audit institution and internal control audit institution of the Company for the year 2018			
7.	Resolution on the service charges by PricewaterhouseCoopers in relation to the provision of auditing services of the financial statements for the year 2017 and the re-appointment of PricewaterhouseCoopers as the overseas audit institution of the Company for the year 2018			
8.	Work report of independent non-executive Directors for the year 2017			
9.	Resolution on formulation of the Dividend Distribution Plan of Fuyao Glass Industry Group Co., Ltd. for the Shareholders for the Upcoming Three Years (2018-2020)			

Special Resolutions		For ^(Note 5)	Against ^(Note 5)	Abstain ^(Note 5)
10.	Resolution on the grant of a general mandate to the Board of Directors to issue shares			
11.	Resolution on the grant of the authorization to the Board of Directors to issue debt financing instruments			

Date: _____ 2018

Signature ^(Note 6): _____

* Attention: You should first read the AGM Notice and the Supplemental Notice before appointing a proxy. Terms used in this second proxy form shall have the same meaning as defined in the AGM Notice and the Supplemental Notice unless the context requires otherwise.

Notes:

1. Please insert the number of Shares registered in your name(s) and to which this second proxy form relates. If no such number is inserted, this second proxy form shall be deemed to be related to all the shares of the Company registered in your name(s).
2. Please insert the type of Shares (A Shares or H Shares) to which this second proxy form relates.
3. Please insert the full name(s) (in Chinese or English) and registered address(es) (as shown in the register of members) in **block letters**.
4. If any proxy other than the chairman of the meeting is preferred, strike out “the chairman of the meeting or” and insert the name and address of the proxy desired in the space provided. Shareholders may appoint one or more proxies to attend the AGM and to vote in his/her/their stead. A proxy needs not be a Shareholder of the Company. If any Shareholder appoints more than one proxy, the proxy(ies) can only vote by poll. Any alteration made to this second proxy form must be duly initialed by the person who signs it.
5. Please note that if you would like to vote for any resolution, please put “✓” in the “For” column. If you would like to vote against any resolution, please put “✓” in the “Against” column. If you would like to abstain from any resolution, please put “✓” in the “Abstain” column. Your votes will be counted in the calculation of the voting results on relevant resolutions. If no direction is given, your proxy(ies) may vote at his/her/their discretion. Your proxy(ies) will also be entitled to vote at his/her/their discretion on any resolution properly put to the AGM other than those referred to in the AGM Notice and the Supplemental Notice. The Shares abstained will be counted in the denominator of the voting results but not in the numerator when calculating the required majority.
6. This second proxy form must be duly signed by you or your attorney duly authorized in writing. If the principal is a legal person, this second proxy form shall be under seal or under the hand of its legal representative or directors or an attorney duly authorized to sign the same. If this second proxy form is signed by an attorney authorized by the principal, the power of attorney authorizing that attorney to sign or other documents of authorization under which it is signed must be notarized.
7. If any share is held by joint holders, any such person may vote in person or by proxy at the AGM or at any adjournment thereof, in respect of such shares as if he/she was solely entitled thereto; whereas when two or more joint holders attend in person or by proxy(ies) the AGM, only the person whose name appears first in the register of members in respect of such shares shall alone be entitled to vote in respect thereof.
8. In order to be valid, for A Share shareholders, this second proxy form together with the notarized power of attorney or other authorization documents must be delivered to the Office of the Secretary to the Board of Directors at the Company’s registered office and principal place of business in the PRC at Fuyao Industrial Zone, Rongqiao Economic & Technological Development Zone, Fuqing City, Fujian Province, the People’s Republic of China (Postal code: 350301) not less than 24 hours before the time of the AGM (namely, before 2:00 p.m. on Thursday, May 10, 2018 in respect of AGM) or any adjourned meeting thereof. If you are a holder of H Shares, the documents mentioned above must be delivered within the same period of time to the Company’s H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, in order to be valid.
9. Shareholders who intend to appoint a proxy to attend the AGM but have not returned the proxy form (the “**First Proxy Form**”) sent together with the AGM Notice should only return this second proxy form while the First Proxy Form needs not to be returned.
10. Shareholders who have returned the First Proxy Form should note that:
 - (a) If this second proxy form has not been returned 24 hours before the time designated for holding the AGM (namely, before 2:00 p.m. on Thursday, May 10, 2018 in respect of AGM) or any adjournment thereof, the duly completed and returned First Proxy Form will be deemed as a valid proxy form. The proxy/proxies appointed by the shareholder will be entitled to vote at its/his/her discretion or abstain from voting on any resolutions duly put forward at the AGM, which are not included in the AGM Notice and the First Proxy Form, including the supplemental resolutions set out in the Supplemental Notice;
 - (b) If this second proxy form has been returned 24 hours before the time designated for holding the AGM (namely, before 2:00 p.m. on Thursday, May 10, 2018 in respect of AGM) or any adjournment thereof, the First Proxy Form previously returned by the shareholder will be revoked and superseded by this second proxy form. The duly completed second proxy form will be deemed as a valid proxy form.
11. Completion and delivery of this second proxy form will not preclude you from attending and voting at the AGM in person if you so wish.
12. Shareholders or their proxies attending the AGM shall produce their identity documents.
13. References to dates and times in this second proxy form are to Hong Kong dates and times.