Flat Glass Group Co., Ltd.
Terms of Reference of the
Remuneration Committee of the Board of Directors

Chapter 1 General Provisions

Article 1 n ordr o f, nfe h o, nd s of, r on nde , on n g n for d r (D r _) nd e n or n g n of F ro, Co., d (n fr d o Co, n _ or Co, n)e h r n- ne n e of D r nd e n or n g n nd e f Co, n' goern ne r, r . Co, n h e , r on o of o rd of d r (Bo rd_) (n fr d o e , r on Co _) nd for , d e n r ord ne h Co, n of e o c' e , of C h n (n fr d o Co, n 0 /odof 9

Article 7 The term of office of the Executive Committee shall be the same as that of the Board. A member of the Executive Committee may serve consecutive terms if re-elected or re-appointed.

If any member resigns from the position of Director of the Committee during his/her term of office, the Board shall appoint a Director to fill the vacancy for the remainder of the term of office of the resigning member.

Article The number of members of the Executive Committee shall be determined by the Board of Directors of the Committee, and shall not exceed one-third of the number of members of the Board. Members of the Executive Committee shall be elected or appointed by the Board from among its members.

Article 9 The Executive Committee shall report to the Board for examination and approval of the Committee's strategic plans, annual business plans and budgets, and shall implement the resolutions of the Board in relation to the operation and management of the Committee.

Chapter 3 Terms of Reference

Article 10 The Executive Committee of the Board of the Committee shall perform the following duties and exercise the following powers for Directors' deliberation or approval and shall implement the resolutions passed by the Board. The Executive Committee shall perform the following duties:

(1) The Executive Committee of Directors' deliberation or approval:

( ) formulating the Committee's development strategy, and submitting the proposal to the Directors' deliberation or approval and supervising the implementation of the Directors' resolutions, and reporting to the Board;

( ) formulating the Committee's annual business plan, and submitting the proposal to the Directors' deliberation or approval, and reporting to the Board;

( ) formulating proposed amendments to the Articles of Association and rules of procedure of the Directors' meetings (non-mandatory amendments) and submitting the proposals to the Committee's shareholders' meeting for deliberation and approval;

(2) for... on or ...h ng... of ... h ... ne...n ... ..., ... o... h ... o ... r h ... n, ... gr ...d ... n... ... n ... nd ... ond ... on for ...e...r ...e of r g...;

(3) ... h ...ho d ng ... n rr ng...d ... D ... ... nd e...n or ... n g...n ... n ... ro...oe...d ... n-off of ... d ...;

(4) oe...re... ng ... ...c...n ... on of ...e... ...r ... on ... ... of ... Co... n...;

(5) ... e... ng nd ...ro ng ... ... n g...n ...ro...o on...r ... on e...d on ... ...or...or ...go nd o e... e... ... Bo rd;

(6) ... ng... ...nd ... on ... Bo rd for ...e... ...r ... on ... ... g... of nd d e...e... ... D ... ... nd e...n or ... n g...n ... n ... d ng e...f ... n nd, c...n on r g... nd ...c...n ... on ... ... (n ... d ng n... ...c...n ... on ... ... e... for o ... or...r... n ... on of ... r off e... or ...o n...n);

(7) ... ng... ...nd ... on ... Bo rd on ... ...r ... on of non...e... ... D ... ...;

(8) ... on e...r ng ...r ... on ... ...c... ...n ... of... on ... of ... r ...c... nc... nd o... e... ...o... o...n...r... of o...r ...o ... h n ... ro, ...;

(9) ... e... ng nd ...ro ng ... ...c...n ... on ... ... e... de...re... e... D ... ... nd e...n or ... n g...n for n... o ... or...r... n ... on of off e... or ...o n...n, o ... e...n, ... h ... ...c...n ... on ... ... n ... h ... ...r ... ...r... ; f ... h ...c...n ... on no ... ... n ... h ... ...r ... ...r... e...n, r ng ... ... on e... nd ...ro...r ...;

(10) ... e... ng nd ...ro ng ...c...n ... on rr ng...n ... ng ... d ... or...o of D ... ... for ... ... nd ... or ... e..., o ... e...n, ... h ... rr ng...n ... ... n ... h ... ...r ... ...r... ; f ... h ...c...n ... on no ... ... n ... h ... ...r ... ...r... e...n, r ng ... ... on e... nd ...ro...r ...;

(11) e...n, r ng ... no D ... ... or h .../e... o ... (d... ... d, n... ... ng ... e... of ... E ... ng) n o e... n ... d... ...r... n ... on of h .../e...r ...., ...r ... on;

(12) n ... e... ... of n... e... e... g...n ... o e...e...n... d n... e...e...n n... ...., e... of ... ro, ... nd ... d ... ... or ...ro...e... d ... ..., ... e... nd ...ro d ... ...c...n ... on ... ... h ...ho d... of ... Co... n... (o... r ... h n h ...ho d...( ) ho .../ ... d ... ...or( ) ... h ... e... n... ... n ... ... n... e... g... n ... nd ... r... e... o ...e...) ... o ... ... of ... e... e... g... n ... ... f r nd ... on e... nd ... ... , ... e... e... g... n ... n ... n... n... ... of ... Co... n... nd ... h ...ho d... h..., nd ... d e... h ...ho d... on ho ... o...;

(13) for ng, n g ng nd ro ng h ne n e for h D or , r or nd en or n g n of h Co n s, nd ng h , f on of r on , ond on for gr n nd ond on for r ng h r g h , ner h ne n e ;

(14) o r n r , hor ed h Bo rd or ed s , d n r e g on , d r n r , h e g or s r, e of h , e r h Co n s' h e ed, nd h Ar e of A o on.

f h Bo rd h no do d or f s do d h e o n on nd on of h e n r on Co n s, h h o n on of h e n r on Co n s nd h f on for no do ng n h e o , on of h Bo rd, nd d oe , h n r.

Article 11 h Bo rd h e n d o e h e n r on o e , n or h n d e h nz r of h h o r .

Article 12 h e n r on o e nd n for h D or of h Co n s ro oed h e n r on Co n s h e ro ed h Bo rd nd , n d o h g r ng for ro e for n c n on. h e n r on d r , on n for h en or n g n of h Co n s h e o ed o h Bo rd for ro .

Article 13 h r for n ne e n nd rd , roed e nd n e n h for h D or for n ed h e n r on Co n s h e o ed o h g r ng for ro r on der on h Bo rd of h Co n s, nd h r for n ne e n nd rd , roed e nd n e n h for h en or n g n for n ed h e n r on Co n s h e c n ed fer ro h Bo rd of h Co n s.

Article 14 h h e ne n e for n ed h e n r on Co n s h e ro ed h Bo rd nd h g r ng of h Co n s, nd e o ed o h Ch n e r e g or s Co n on for f ng ord ng o .

Article 15 e c r of h e n r on Co n s h fo o , h or nd e n r on of h D or nd en or n g n of h Co n s, nd h n e r s, r e e on h D or nd en or n g n of h Co n s o, h r or , nd h s h n er , h e on .

Article 16 e c r of h e n r on Co n s h ond , r e on e ro r h d on- ng ro ed e for e n r on of D or nd en or n g n e o ng h r e , ed on e on e gro nd nd n h ne n of h Co n s, nd h e o der nd h r h on ed ro ed n h nn e on on h e n r on of D or nd en or n g n on n h h s, nd e h e e or nd , n o h Bo rd.

Article 17 h e n r on Co n s h h e r g o , n ro o o h Bo rd. h e n r on Co n s h e ro o or e on for h e o , on , ge on or e o n nd on h ng nd , n h n o Bo rd for on der on.

[illegible]

Chapter 4 Procedures of Decision-making

Article 1

Chapter 5 Procedural Rules

Article 20 [illegible] h [illegible] nn, [illegible] nd h no[illegible] [illegible] r or [illegible] [illegible] ng. [illegible] ng h [illegible] h [illegible] d [illegible] [illegible] h r[illegible] n of [illegible] [illegible] r [illegible] on Co[illegible]. [illegible] [illegible] h r[illegible] n of [illegible] [illegible] r [illegible] on Co[illegible] , n [illegible] [illegible] nd, [illegible] [illegible] or [illegible] no[illegible] r nd[illegible] nd[illegible] none[illegible] [illegible] d [illegible] [illegible] or [illegible] [illegible] r [illegible] [illegible] ng.

Article 21 [illegible] ng of [illegible] [illegible] r [illegible] on Co[illegible] [illegible] on [illegible] [illegible] h [illegible] [illegible] of [illegible] n [illegible] o-[illegible] rd of [illegible] [illegible] r . E [illegible] [illegible] r h [illegible] [illegible] [illegible]. [illegible] o , [illegible] on of [illegible] [illegible] ng h [illegible] [illegible] d [illegible] [illegible] n o[illegible] f of [illegible] [illegible] r of [illegible] [illegible] [illegible] ng n f or.

Article 22 [illegible] r of [illegible] [illegible] r [illegible] on Co[illegible] h [illegible] nd [illegible] ng n [illegible] r on nd[illegible] [illegible] o n on on [illegible] r , nd[illegible] r [illegible] on d[illegible] r [illegible] on. n [illegible] [illegible] [illegible] [illegible] h [illegible] [illegible] r , n [illegible] [illegible] nd [illegible] [illegible] ng n [illegible] r on for n[illegible] on, [illegible] [illegible] r [illegible] [illegible] , [illegible] [illegible] o [illegible] r of [illegible] or[illegible] g[illegible] d [illegible] h [illegible] or [illegible] r nd [illegible] o n[illegible] no[illegible] r [illegible] r [illegible] [illegible] nd [illegible] [illegible] ng nd[illegible] [illegible] o n on on h [illegible] r [illegible] h f. f n[illegible] nd[illegible] nd[illegible] none[illegible] [illegible] d [illegible] [illegible] r [illegible] r , n [illegible] [illegible] nd [illegible] [illegible] ng for n[illegible] on, [illegible] [illegible] h [illegible] [illegible] [illegible] ng [illegible] r n d ne[illegible] for[illegible] [illegible] [illegible] d [illegible], [illegible] o n[illegible] no[illegible] r nd[illegible] nd[illegible] none[illegible] [illegible] d [illegible] [illegible] r [illegible] [illegible] nd on h [illegible] r [illegible] h f. E [illegible] [illegible] r [illegible] o, d [illegible] [illegible] r, [illegible] d [illegible] no [illegible] [illegible] n o[illegible] [illegible] r [illegible] o[illegible] [illegible]. [illegible] [illegible] o [illegible] r of [illegible] or[illegible] h [illegible] [illegible] [illegible] nd d, r [illegible] on of , [illegible] or [illegible] on.

Article 23 [illegible] [illegible] [illegible] ng of [illegible] [illegible] r [illegible] on Co[illegible] h [illegible] [illegible] [illegible] h o of h nd or [illegible] o or [illegible] [illegible] r o[illegible] od[illegible] ogn [illegible] d [illegible] [illegible] g, [illegible] or[illegible] , [illegible] or [illegible] [illegible]) of [illegible] [illegible] [illegible] [illegible] h [illegible] of [illegible] Co[illegible] n[illegible] [illegible] [illegible] d. [illegible] [illegible] ng h [illegible] [illegible] on [illegible] n [illegible] r n [illegible] [illegible]. ro [illegible] d[illegible] h [illegible] D[illegible] [illegible] or [illegible] n f[illegible] [illegible] [illegible] r o[illegible] on [illegible] [illegible] ng , [illegible] h [illegible] ng [illegible] n [illegible] [illegible] d [illegible] n of [illegible] o, [illegible] [illegible] h o[illegible], or o[illegible] r [illegible] h od [illegible] n [illegible] [illegible] r[illegible].

Article 24 [illegible] D[illegible] [illegible] or , [illegible] r or nd o[illegible] r [illegible] n or [illegible] n g[illegible] [illegible] n [illegible] of [illegible] Co[illegible] n[illegible] [illegible] [illegible] n [illegible] d [illegible] o [illegible] [illegible] nd [illegible] ng of [illegible] [illegible] r [illegible] on Co[illegible] [illegible], [illegible] r[illegible] [illegible] r[illegible].

Article 25 [illegible] [illegible] r[illegible] [illegible] [illegible] r [illegible] on Co[illegible] [illegible] [illegible] ng [illegible] n[illegible] r[illegible] d [illegible]

Chapter 6 Supplementary Provisions

Article 29 An[illegible] [illegible]r, ndf nd n[illegible]re or n on [illegible]n [illegible]h re n , d n [illegible]r [illegible]eg on , nor [illegible]e do [illegible]n , g ors re of [illegible] e [illegible]r [illegible] Co [illegible] n' h e e d nd [illegible] Ar e of A o [illegible]on, [illegible] n , d n [illegible]r [illegible]eg on , nor [illegible]e do [illegible]n , [illegible] g ors re of [illegible] e [illegible]r [illegible] Co [illegible] n' h e e d nd [illegible] Ar e of A o [illegible]on h [illegible] f r [illegible].

Article 30 [illegible]r [illegible] oe , ndr [illegible]re r e n e, he e d ng e [illegible].

Article 31 e Bo rd of [illegible] Co [illegible] n e on e for n [illegible]r [illegible]ng [illegible]re r e . [illegible]re r e [illegible] e [illegible]fe [illegible] e e d nd [illegible]roe d [illegible] Bo rd, n [illegible] d ng [illegible] on e on.

Article 32 f [illegible]r n on [illegible]n [illegible] e [illegible]n [illegible] Eng h nd C h [illegible]e e r on of [illegible]re r e , [illegible] C h [illegible]e e r on h [illegible] .