CHINA GLASS HOLDINGS LIMITED
中 國 玻 璃 控 股 有 限 公 司*

(Incorporated in Bermuda with limited liability)
(Stock Code: 3300)

ANNUAL RESULTS ANNOUNCEMENT FOR THE YEAR ENDED 31 DECEMBER 2024

The board of directors (the "**Directors**" and the "**Board**", respectively) of China Glass Holdings Limited (the "**Company**") hereby announces the audited consolidated annual results of the Company and its subsidiaries (collectively referred to as the "**Group**") for the year ended 31 December 2024 together with the comparative figures for the corresponding year in 2023.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS
For the year ended 31 December 2024
*(Expressed in Renminbi ("**RMB**"))*

	Note	**2024** *RMB'000*	2023 *RMB'000*
Revenue	5	**5,737,612**	5,307,924
Cost of sales		**(5,426,667)**	(5,008,413)
Gross profit	5	**310,945**	299,511
Other income	6	**132,764**	188,604
Distribution costs		**(128,231)**	(114,049)
Administrative expenses		**(389,012)**	(394,344)
Impairment losses on receivables and contract assets		**(17,503)**	(953)
Other operating expenses	7(c)	**(436,995)**	(141,875)
Loss from operations		**(528,032)**	(163,106)
Finance costs	7(a)	**(473,737)**	(389,964)
Net gain on acquisition of interests in a joint venture		**–**	33,628
Net (loss)/gain on disposal of interests in a joint venture		**(238)**	98
Share of profits less losses of joint ventures		**(3,935)**	(31,280)
Loss before taxation	7	**(1,005,942)**	(550,624)
Income tax	8	**41,966**	63,216
Loss for the year		**(963,976)**	(487,408)
Attributable to:			
Equity shareholders of the Company		**(876,579)**	(409,756)
Non-controlling interests		**(87,397)**	(77,652)
Loss for the year		**(963,976)**	(487,408)
Loss per share (RMB yuan)			
Basic and diluted	9	**(0.52)**	(0.24)

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended 31 December 2024

(Expressed in RMB)

	2024	2023
	RMB'000	*RMB'000*
Loss for the year	**(963,976)**	(487,408)
Other comprehensive income for the year (after tax and reclassification adjustments):		
Items that will not be reclassified to profit or loss:		
– equity securities designated at fair value through other comprehensive income ("**FVOCI**") – net movement in fair value reserve (non–recycling)	**417**	(948)
Items that may be reclassified subsequently to profit or loss:		
– exchange differences on translation of financial statements into presentation currency	**(377,086)**	(628,475)
Total comprehensive income for the year	**(1,340,645)**	(1,116,831)
Attributable to:		
Equity shareholders of the Company	**(1,253,274)**	(1,039,121)
Non-controlling interests	**(87,371)**	(77,710)
Total comprehensive income for the year	**(1,340,645)**	(1,116,831)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 31 December 2024

(Expressed in RMB)

	Note	**2024** **RMB'000**	2023 RMB'000
Non-current assets			
Property, plant and equipment		**8,691,331**	9,935,816
Other non-current assets		**181,620**	151,936
Investment property		**31,096**	33,944
Right-of-use assets		**633,791**	616,615
Intangible assets		**206,900**	203,668
Goodwill		**264,574**	305,679
Interests in joint ventures		**47,545**	51,718
Equity securities designated at FVOCI		**803**	247
Deferred tax assets		**404,456**	323,068
		10,462,116	11,622,691
Current assets			
Inventories		**1,220,776**	982,623
Contract assets		**37,063**	26,428
Trade and bills receivables	10	**334,396**	416,257
Other receivables		**457,293**	499,537
Prepayments		**216,288**	197,739
Prepaid income tax		**4,104**	4,122
Assets held for sale		**188,643**	–
Cash at bank and on hand		**1,302,086**	1,210,846
		3,760,649	3,337,552

	Note	2024 *RMB'000*	2023 *RMB'000*
Current liabilities			
Trade and bills payables	11	**1,122,161**	622,186
Accrued charges and other payables		**1,687,856**	2,034,611
Contract liabilities		**304,760**	321,221
Bank loans and other borrowings		**7,320,923**	6,311,498
Lease liabilities		**11,993**	13,356
Income tax payable		**113,032**	130,927
		10,560,725	9,433,799
Net current liabilities		**(6,800,076)**	(6,096,247)
Total assets less current liabilities		**3,662,040**	5,526,444
Non-current liabilities			
Bank loans and other borrowings		**2,596,017**	3,111,152
Lease liabilities		**65,188**	73,090
Other non-current liabilities		**4,974**	10,263
Deferred tax liabilities		**111,835**	107,335
		2,778,014	3,301,840
NET ASSETS		**884,026**	2,224,604
CAPITAL AND RESERVES			
Share capital		**85,951**	85,951
Reserves		**179,101**	1,432,375
Total equity attributable to equity shareholders of the Company		**265,052**	1,518,326
Non-controlling interests		**618,974**	706,278
TOTAL EQUITY		**884,026**	2,224,604

1 CORPORATE INFORMATION

The Company was incorporated in Bermuda on 27 October 2004 as an exempted company with limited liability under the Bermuda Companies Act 1981. The shares of the Company were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 23 June 2005. The Group is principally involved in the production, marketing and distribution of glass and glass products, designing and installation of glass production lines, and the development of glass production technology.

2 STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA") and the disclosure requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange (the "Listing Rules").

The HKICPA has issued certain amendments to HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. Note 4 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current accounting periods reflected in these financial statements.

3 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

The consolidated financial statements of the Company for the year ended 31 December 2024 comprise the Group and the Group's interests in joint ventures.

The measurement basis used in the preparation of the financial statements is the historical cost basis except for investments in equity securities which are stated at their fair value.

Non-current assets and disposal groups held for sale are stated at the lower of carrying amount and fair value less costs to sell.

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of HKFRSs that have significant effect on the financial statements and major sources of estimation uncertainty are disclosed in Note 3 to the full set of the consolidated financial statements.

For the year ended 31 December 2024, the Group incurred net loss of RMB963,976,000 (2023: net loss of RMB487,408,000). As at 31 December 2024, the Group had net current liabilities of RMB6,800,076,000 (31 December 2023: RMB6,096,247,000). Notwithstanding the above conditions, the directors of the Company consider that there are no material uncertainties related to events or conditions which, individually or collectively, may cast significant doubt on the Group's ability to continue as a going concern. Management of the Group had prepared a cash flow forecast of the Group for at least the next twelve months from 1 January 2025, which has taken into account the following:

- the Group has unutilised bank facilities of RMB1,751,836,000 as at 31 December 2024;

- in addition to the above unutilized banking facilities, the Group has newly drawn-down and refinanced bank loans and other borrowings of RMB1,389,317,000 subsequent to 31 December 2024 and up to date of issue of these financial statements;

- the Group has secured and/or guaranteed short-term bank loans amounting to RMB1,287,461,000 as at 31 December 2024. Considering the long-term and strong business relationships with those banks, the directors of the Company are of the opinion that the renewals of these bank loans are highly probable when they fall due during the next twelve months; and

- the Group has been actively discussing with two banks for new facilities amounting to RMB1,500,000,000 to replace the syndicated loan with original due date of August 2025, the directors of the Company are of the opinion that these new bank loans are highly probable to be obtained before the original due date of the syndicated loan; and

- the Group has obtained financial assistance from its largest shareholder, namely Triumph Science Technology Group Co., Ltd. ("凱盛科技集團有限公司", the "**Triumph Group**"), which in turn is a wholly-owned subsidiary of China National Building Materials Group Co., Ltd.[1] ("中國建材集團有限公司"), a central state-owned enterprise, in the form of loans of RMB1,184,269,000 as at 31 December 2024, and in the form of trade and other payables due to the Triumph Group and its related parties of RMB1,239,735,000 as at 31 December 2024. The directors of the Company are of the opinion that such assistance will continue to be available for the next twelve months and the amounts will not be required for immediate repayment based on the results of the discussions with those companies.

Based on the aforementioned cash flow forecast, the directors of the Company are of the opinion that the Group will have adequate funds to meet its liabilities as and when they fall due for at least twelve months from the end of the reporting period. Accordingly, the directors of the Company consider it is appropriate to prepare the consolidated financial statements on a going concern basis.

4 CHANGES IN ACCOUNTING POLICIES

The Group has applied the following amendments to HKFRSs issued by the HKICPA to these financial statements for the current accounting period:

- Amendments to HKAS 1, *Presentation of financial statements: Classification of liabilities as current or non-current* ("2020 amendments")

- Amendments to HKAS 1, *Presentation of financial statements: Non-current liabilities with covenants* ("2022 amendments")

- Amendments to HKFRS 16, *Leases: Lease liability in a sale and leaseback*

- Amendments to HKAS 7, *Statement of cash flows* and HKFRS 7, *Financial instruments: Disclosures – Supplier finance arrangements*

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period. Impacts of the adoption of the amended HKFRSs are discussed below:

Amendments to HKAS 1, *Presentation of financial statements* ("2020 and 2022 amendments", or collectively the "HKAS 1 amendments")

The HKAS 1 amendments impact the classification of a liability as current or non-current, and are applied retrospectively as a package.

The 2020 amendments primarily clarify the classification of a liability that can be settled in its own equity instruments. If the terms of a liability could, at the option of the counterparty, result in its settlement by the transfer of the entity's own equity instruments and that conversion option is accounted for as an equity instrument, these terms do not affect the classification of the liability as current or non-current. Otherwise, the transfer of equity instruments would constitute settlement of the liability and impact classification.

The 2022 amendments specify that conditions with which an entity must comply after the reporting date do not affect the classification of a liability as current or non-current. However, the entity is required to disclose information about non-current liabilities subject to such conditions.

Upon the adoption of the amendments, the Group has reassessed the classification of its liabilities as current or non-current and did not identify any reclassification to be made.

Amendments to HKFRS 16, *Leases: Lease liability in a sale and leaseback*

The amendments clarify how an entity accounts for a sale and leaseback after the date of the transaction. The amendments require the seller-lessee to apply the general requirements for subsequent accounting of the liability in such a way that it does not recognise any gain or loss relating to the right of use it retains. A seller-lessee is required to apply the amendments retrospectively to sale and leaseback transactions entered into after the date of initial application. The amendments do not have a material impact on these financial statements.

Amendments to HKAS 7, *Statement of cash flows and HKFRS 7, Financial instruments: Disclosures – Supplier finance arrangements*

The amendments introduce new disclosure requirements to enhance transparency of supplier finance arrangements and their effects on an entity's liabilities, cash flows and exposure to liquidity risk. The Group has provided the new disclosures in Note 28 to the full set of the consolidated financial statements.

5 REVENUE AND SEGMENT REPORTING

(a) Revenue

The principal activities of the Group are the production, marketing and distribution of glass and glass products, the development of glass production technology, and the provision of services related to the design and installation of glass production lines. Further details regarding the Group's principal activities are disclosed in Note 5(b).

(i) Disaggregation of revenue

Disaggregation of revenue from contracts with customers by major products or service lines is as follows:

	2024	2023
	RMB'000	*RMB'000*
Revenue from contracts with customers within the scope of HKFRS 15		
Disaggregated by major products or service lines		
– Sales of glass products	**5,365,609**	4,950,767
– Revenue from service contracts	**306,604**	292,377
– Sales of spare parts	**65,399**	64,780
	5,737,612	5,307,924

Disaggregation of revenue from contracts with customers by the timing of revenue recognition and by geographic markets is disclosed in Notes 5(b)(i) and 5(b)(ii) respectively.

The Group's customer base is diversified and no customer with whom transactions have exceeded 10% of the Group's revenue for the year ended 31 December 2024 (2023: Nil customer).

(ii) Revenue expected to be recognised in the future arising from contracts with customers in existence at the reporting date

As at 31 December 2024, the aggregated amount of the transaction price allocated to the remaining performance obligations under the Group's existing contracts is Euro ("**EUR**") 38,418,000 (approximately RMB289,122,000) (2023: EUR54,553,000, approximately RMB428,743,000). This amount represents revenue expected to be recognised in the future from the design and installation service contracts entered into by the customers with the Group. The Group will recognise the expected revenue in future when or as the work is completed, which is expected to occur over the next 12 to 24 months (2023: next 12 to 24 months).

(b) Segment reporting

The Group manages its businesses by products and services. In a manner consistent with the way in which the information is reported internally to the Group's most senior executive management for the purposes of resource allocation and performance assessment, the Group has presented the following five reportable segments. No operating segments have been aggregated to form the following reportable segments:

- Clear glass products: this segment produces, markets and distributes clear glass products.

- Painted glass products: this segment produces, markets and distributes painted glass products.

- Coated glass products: this segment produces, markets and distributes coated glass products.

- Energy saving and new energy glass products: this segment produces, processes, markets and distributes energy saving and new energy glass products, such as low-emission coated glass, solar reflector, photovoltaic glass and photovoltaic battery module products.

- Design and installation related service: this segment provides design, purchasing parts and installation services of glass production lines and upgrading and transformation services of glass production process.

(i) Segment results

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior executive management monitors the results attributable to each reportable segment on the following bases:

Revenue and expenses are allocated to the reportable segments with reference to sales generated by those segments and the expenses incurred by those segments. The measure used for reporting segment profit is gross profit/(loss). No intersegment sales have occurred for the years ended 31 December 2024 and 2023. The Group's other operating expenses, such as distribution costs, administrative expenses and other expenses, and assets and liabilities, including the sharing of technical-know-how, are not measured under individual segments. Accordingly, neither information on segment assets and liabilities nor information concerning capital expenditure, interest income and interest expenses is presented. Disaggregation of revenue from contracts with customers by timing of revenue recognition, as well as information regarding the Group's reportable segments as provided to the Group's most senior executive management for the purposes of resource allocation and assessment of segment performance for the years ended 31 December 2024 and 2023 is set out below.

	Clear glass products		Painted glass products		Coated glass products		Energy saving and new energy glass products		Design and installation related service		Total	
	2024	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023	**2024**	2023
	RMB'000	*RMB'000*	***RMB'000***	*RMB'000*	***RMB'000***	*RMB'000*	***RMB'000***	*RMB'000*	***RMB'000***	*RMB'000*	***RMB'000***	*RMB'000*
Disaggregated by timing of revenue recognition												
– Point in time	**2,218,851**	2,819,703	**971,296**	604,071	**1,014,842**	823,632	**1,160,620**	703,361	**65,399**	64,780	**5,431,008**	5,015,547
– Over time	**–**	–	**–**	–	**–**	–	**–**	–	**306,604**	292,377	**306,604**	292,377
Revenue from external customers and reportable segment revenue	**2,218,851**	2,819,703	**971,296**	604,071	**1,014,842**	823,632	**1,160,620**	703,361	**372,003**	357,157	**5,737,612**	5,307,924
Reportable segment gross (loss)/profit	**(165,154)**	4,988	**95,322**	51,847	**262,187**	154,973	**31,908**	4,116	**86,682**	83,587	**310,945**	299,511

(ii) Geographic information

The following table sets out information about the geographical location of (i) the Group's revenue from external customers and (ii) the Group's property, plant and equipment, investment properties, right-of-use assets, intangible assets, other non-current assets, goodwill and interest in joint ventures (together as the "specified non-current assets"). The geographical location of the specified non-current assets is determined based on the physical location of the assets, in the case of property, plant and equipment, investment properties, right-of-use assets and other non-current assets, the location of the operation to which they are allocated, in the case of intangible assets and goodwill, and the location of operations, in the case of interest in joint ventures.

	Revenue from external customers		**Specified non-current assets**	
	2024	2023	**2024**	2023
	RMB'000	*RMB'000*	***RMB'000***	*RMB'000*
The Chinese Mainland and Hong Kong (place of domicile)	**3,909,528**	3,940,790	**8,880,392**	9,709,574
Nigeria	**402,913**	402,420	**127,015**	303,768
Middle East	**360,918**	181,336	**–**	–
Italy	**12,633**	–	**175,678**	184,688
Kazakhstan	**146,950**	92,585	**873,772**	1,101,346
Other countries	**904,670**	690,793	**–**	–
	1,828,084	1,367,134	**1,176,465**	1,589,802
	5,737,612	5,307,924	**10,056,857**	11,299,376

6 OTHER INCOME

	2024	2023
	RMB'000	*RMB'000*
Government grants	**39,752**	91,147
Insurance claims income	**13,592**	58,935
Interest income	**44,873**	25,192
Net gain on sale of scrap materials	**25,764**	4,555
Net gain on disposal of property, plant and equipment	**2,579**	3,147
Rental income from investment properties	**2,364**	1,956
Others	**3,840**	3,672
	132,764	188,604

7 LOSS BEFORE TAXATION

Loss before taxation is arrived at after charging/(crediting):

(a) Finance costs:

	2024	2023
	RMB'000	*RMB'000*
Interest on bank loans and other borrowings	**410,602**	317,025
Interest on lease liabilities	**5,147**	5,357
Bank charges and other finance costs	**111,471**	88,787
Total borrowing costs	**527,220**	411,169
Less: amounts capitalised into property, plant and equipment*	**(38,647)**	(23,941)
Net borrowing costs	**488,573**	387,228
Net foreign exchange (gain)/loss	**(14,836)**	2,736
	473,737	389,964

* The borrowing costs have been capitalised at 5.91% per annum for the year ended 31 December 2024 (2023: 4.13% per annum).

(b) Staff costs:

	2024	2023
	RMB'000	*RMB'000*
Salaries, wages and other benefits	**541,013**	525,980
Contributions to defined contribution retirement plans	**46,750**	45,026
	587,763	571,006

(c) Other operating expenses

	2024 *RMB'000*	2023 *RMB'000*
Impairment losses on property, plant and equipment	**400,060**	141,875
Impairment losses on goodwill	**36,935**	–
	436,995	141,875

(d) Other items:

	2024 *RMB'000*	2023 *RMB'000*
Cost of inventories #	**5,426,667**	5,008,413
Depreciation and amortisation charge #		
– property, plant and equipment	**591,196**	451,345
– investment properties	**2,848**	2,864
– right-of-use assets	**28,257**	26,354
– intangible assets	**18,510**	17,831
Research and development costs # (other than capitalised costs and related amortisation)	**43,932**	30,476
Auditors' remuneration – audit services	**9,395**	9,220

Cost of inventories includes RMB962,652,000 (2023: RMB769,051,000) for the year ended 31 December 2024, relating to staff costs, research and development costs and depreciation and amortisation charges, which amount is also included in the respective total amounts disclosed separately above or in Note 7(b) for each of these types of expenses.

8 INCOME TAX IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS

(a) Income tax in the consolidated statement of profit or loss represents:

	2024	2023
	RMB'000	*RMB'000*
Current taxation		
The Chinese Mainland		
– Provision for the year	**23,059**	17,138
– Over-provision in respect of prior years	**(958)**	(490)
	22,101	16,648
Oversea		
– Provision for the year	**11,978**	16,222
	34,079	32,870
Deferred taxation		
– Origination and reversal of temporary differences	**(76,045)**	(96,086)
	(41,966)	(63,216)

(b) Reconciliation between tax expense and accounting loss at applicable tax rates:

	2024 *RMB'000*	2023 *RMB'000*
Loss before taxation	**(1,005,942)**	(550,624)
Expected tax on loss before tax, calculated at the rates applicable to profits in the tax jurisdictions concerned (Notes (i), (ii), (iii), (v), (vi) and (vii))	**(204,460)**	(93,005)
Tax effect of non-deductible expenses	**22,350**	27,653
Tax effect of unused tax losses and temporary differences not recognised	**105,640**	14,500
Derecognition of tax losses and temporary differences previously recognised	**79,001**	23,201
Tax concessions (Notes (iv), (v) and (vi))	**(43,539)**	(44,958)
Tax effect on change of tax rate	**–**	9,883
Over-provision in respect of prior years	**(958)**	(490)
Income tax	**(41,966)**	(63,216)

Notes:

(i) The subsidiaries of the Group incorporated in Hong Kong are subject to the Hong Kong Profits Tax rate of 16.5% (2023: 16.5%).

(ii) The subsidiaries of the Group incorporated in the Cayman Islands and British Virgin Islands are not subject to any income tax pursuant to the rules and regulations of their respective countries of incorporation.

(iii) The subsidiaries of the Group established in the Chinese Mainland are subject to the People's Republic of China (the "PRC") Corporate Income Tax rate of 25% (2023: 25%).

(iv) Certain subsidiaries of the Group established in the Chinese Mainland obtained approval from the tax bureau to be taxed as enterprises with advanced and new technologies, and therefore enjoy a preferential PRC Corporate Income Tax rate of 15% for a period of three years, commencing in either 2022 or 2023. These subsidiaries are also entitled to an additional tax deductible allowance amounting to 100% of the qualified research and development costs incurred for the years ended 31 December 2024 and 2023.

(v) Subsidiaries of the Group incorporated in Nigeria are subject to Nigeria corporate income tax rate of 30% for the year ended 31 December 2024 (2023: 30%). One of the Nigerian subsidiaries of the Group is established in the Nigerian Export Processing Zone and is exempted from all corporate income taxes.

(vi) A subsidiary of the Group incorporated in Kazakhstan is subject to Kazakhstan corporate income tax rate of 20%. This subsidiary obtained approval from the Kazakhstan's government in the exemption for corporate income tax for the period from 2016 to 2025 as a preferential tax arrangement for foreign investments.

(vii) A subsidiary of the Group incorporate in Italy is subject to Italy corporate income tax rate of 27.9% (2023: 27.9%).

9 LOSS PER SHARE

(a) Basic loss per share

The calculation of basic loss per share for the year ended 31 December 2024 is based on the loss attributable to ordinary equity shareholders of the Company of RMB876,579,000 (2023: the loss attributable to ordinary equity shareholders of RMB409,756,000) and the weighted average of 1,684,218,000 ordinary shares (after taken into account the ordinary shares held under the Share Award Scheme as defined in Note 12(b)) (2023: 1,684,218,000 ordinary shares (after taken into account the ordinary shares held under the Share Award Scheme)) in issue during the year ended 31 December 2024, which are the same as ordinary shares issued at 1 January 2024 and 2023.

(b) Diluted loss per share

There are no dilutive potential shares outstanding during the years ended 31 December 2024 and 2023. Hence, the diluted loss per share is the same as basic loss per share for the years ended 31 December 2024 and 2023.

10 TRADE AND BILLS RECEIVABLES

	2024	2023
	RMB'000	*RMB'000*
Trade receivables due from:		
– third parties	**430,374**	380,572
– the Triumph Group and its related parties	**1,371**	6,188
	431,745	386,760
Less: loss allowance	**(139,636)**	(131,805)
Financial assets measured at amortised cost	**292,109**	254,955
Bills receivables	**42,287**	161,302
	334,396	416,257

Credit terms of three to six months from the date of billing or separately negotiated repayment schedules may be granted to certain customers with good credit rating, depending on credit assessment carried out by management on an individual customer basis.

All of the trade receivables are expected to be recovered within one year.

(a) Ageing analysis

Trade and bills receivables (net of loss allowance) with the following ageing analysis (based on the invoice date) as of the end of the reporting period:

	2024	2023
	RMB'000	*RMB'000*
Within 1 month	**151,871**	198,517
More than 1 month but less than 3 months	**97,562**	143,008
More than 3 months but less than 6 months	**60,161**	43,869
More than 6 months but less than 1 year	**6,768**	5,688
Over 1 year	**18,034**	25,175
	334,396	416,257

11 TRADE AND BILLS PAYABLES

	2024	2023
	RMB'000	*RMB'000*
Trade payables due to:		
– third parties	**716,531**	361,360
– the Triumph Group and its related parties	**214,172**	112,650
	930,703	474,010
Bills payables	**191,458**	148,176
Financial liabilities measured at amortised cost	**1,122,161**	622,186

Trade and bills payables with the following ageing analysis (based on the maturity date) as of the end of the reporting period:

	2024	2023
	RMB'000	*RMB'000*
Due within 1 month or on demand	**955,897**	476,808
Due after 1 month but within 6 months	**166,264**	144,878
Due after 6 months	**–**	500
	1,122,161	622,186

12 EQUITY SETTLED SHARE-BASED TRANSACTIONS

(a) Share option scheme

The Company has a share option scheme (the "Share Option Scheme") which was adopted on 30 May 2005 whereby the directors of the Company are authorised, at their discretion, to invite (i) any executive director or employee (whether full time or part time) of the Company, any member of the Group or any entity in which any member of the Group holds an equity interest ("Invested Entity"); (ii) any non-executive directors (including independent non-executive directors) of the Company, any member of the Group or any Invested Entity; (iii) any supplier of goods or services to the Company, any member of the Group or any Invested Entity; (iv) any customer of the Company, any member of the Group or any Invested Entity; and (v) any person or entity that provides research, development or technological support to the Company, any member of the Group or any Invested Entity, to take up share options at HK$1.00 as consideration to subscribe for shares in the Company. The Share Option Scheme had expired on 22 June 2015, and a new share option scheme (the "**New Share Option Scheme**") with the same terms and conditions has been approved in a special general meeting of the shareholders of the Company on 19 February 2016, where the New Share Option Scheme which will expire on 19 February 2026.

No share options were granted under the New Share Option Scheme during the years ended 31 December 2024 and 2023.

(b) Share award scheme

On 12 December 2011 (the "Adoption Date"), the directors of the Company adopted a share award scheme (the "Share Award Scheme") as a mean of rewarding and retaining employees of the Group and to attract suitable personnel for further development with the Group. A trust (the "Trust") has been set up for the purpose of administering the Share Award Scheme.

Pursuant to the Share Award Scheme, the trust may purchase shares of the Company from the Stock Exchange with cash contributed by the Group, and to hold such shares until they are vested.

The directors of the Company may, from time to time, at their discretion select any employee of the Group for participation in the Share Award Scheme and grant such number of awarded shares to any selected employee of the Group at nil consideration. The directors of the Company are entitled to impose any conditions (including a period of continued service within the Group after the award) with respect to the vesting of the awarded shares. In addition, the selected employee shall not transfer or dispose of more than 50% of the awarded shares during the period of one year after the date of vesting of such awarded shares.

On 8 December 2021, the directors of the Company extend the term of the Share Award Scheme (the "Extension"). The Extension of the Share Award Scheme came into effect on the Adoption Date, and shall terminate on the earlier of (i) the twentieth anniversary date of the Adoption Date (the tenth anniversary date of the Adoption Date before the Extension), which is 12 December 2031; and (ii) such date of early termination as determined by the directors of the Company.

Details of the shares held under the Share Award Scheme are set out below:

	No. of ordinary shares held *'000*
At 1 January 2023, 31 December 2023, 1 January 2024 and 31 December 2024	152,000

No ordinary shares were purchased for the Share Award Scheme during the years ended 31 December 2023 and 2024. No shares have been awarded to any selected employee as at the date of these financial statements.

13 CAPITAL AND DIVIDENDS/DISTRIBUTIONS

(a) Dividends/distributions

(i) Dividends payable to equity shareholders of the Company attributable to the year

The directors of the Company do not propose a final dividend for the year ended 31 December 2024 (2023: HK$Nil).

(ii) Dividends payable to equity shareholders of the Company attributable to the previous financial year, approved and paid during the year

No final dividend in respect of the previous financial year has been approved during the year (2023: HK$Nil).

(iii) Distributions approved and paid to equity shareholders of the Company during the year

	2024 ***RMB'000***	2023 *RMB'000*
Distributions approved and paid of HK$Nil per ordinary share (2023: HK$0.018 per ordinary share)	–	30,408

(b) Share capital

Authorised and issued share capital

	2024		2023	
	No. of shares	***HK$'000***	*No. of shares*	*HK$'000*
Authorised:				
At 1 January and 31 December, at HK$0.05 each	**3,600,000,000**	**180,000**	3,600,000,000	180,000

	2024		2023	
	No. of shares	***RMB'000***	*No. of shares*	*RMB'000*
Ordinary shares, issued and fully paid:				
At 1 January and 31 December	**1,836,218,258**	**85,951**	1,836,218,258	85,951

MANAGEMENT DISCUSSION AND ANALYSIS

MARKET REVIEW

In 2024, the global economy navigated through multiple risks and challenges with twists and turns, experiencing a slow recovery process. Regional conflict risks escalated, trade fragmentation deepened, global industrial chains and supply chains underwent significant adjustments, and there was a noticeable differentiation in economic growth among different regions and countries. Faced with the increasingly complex and severe situation of mounting external pressures and growing internal difficulties, China's economy maintained overall stability with steady progress. The Chinese government placed importance on and intensified macroeconomic regulation efforts, solidly promoting high-quality economic development.

In 2024, the overall situation of the glass industry in China was characterized by "struggling against headwinds". In terms of float glass, the Chinese real estate industry continued to face pressure, with limited demand for architectural glass leading to a decline in float glass prices. Although demand for automotive glass, household appliance glass, and other sectors continued to grow steadily with stable prices and profit margins, the sluggishness in the construction sector dragged down the overall float glass market. In terms of new energy glass, the rapid development of the photovoltaic power generation industry in recent years led to a sharp increase in production capacity. However, the market demand growth rate did not match the pace of supply expansion, resulting in a temporary mismatch between supply and demand, which squeezed the profit margins of the entire photovoltaic power generation industry chain. Benefiting from national energy storage policies, the solar photothermal power generation industry exhibited broad market development prospects, and photothermal glass faced technical barriers, maintaining a favorable market condition throughout the year.

BUSINESS REVIEW

Overview

The Group currently has 16 float glass production lines, with a daily melting capacity of 8,600 tonnes. As at 31 December 2024, the Group had 12 float glass production lines in actual operation, and the unoperated production lines included a high-quality float glass production line under construction and 3 float glass production lines in the stage of cold repair technical modification or relocation. The main products of the Group's float glass production lines are clear glass, painted glass, coated glass, energy saving and new energy glass applied in the fields of construction, automotive, solar power generation, home renovation and home appliances.

The Group currently has 2 photovoltaic rolled glass production lines, the main products of which are photovoltaic glass; 3 offline low-emission (“**Low-E**”) coated glass production lines, the main products of which are energy-saving architectural glass; 5 solar reflector production lines, mainly for concentrating reflectors; and a glass equipment and technology supplier, providing equipment, designing and installation consultation services for the production lines of downstream enterprises.

The Group actively implemented the “going global” strategy, followed the path of international development, explored the growth potential in overseas markets, and successively established glass manufacturing and equipment supply industries in Nigeria, Kazakhstan and Italy. In 2024, in response to the “Belt and Road” initiative, the Group initiated the construction of a float glass production line in Egypt, further deepening the implementation of the Group’s global industrial layout.

Production, sales and selling price

In 2024, the Group produced an aggregate amount of 68.42 million weight cases of various types of glass, representing an increase of approximately 29% as compared with the same period last year, and its sales volume was 59.24 million weight cases, representing an increase of approximately 14% as compared with the same period last year. In 2024, the consolidated average selling price was RMB91 per weight case, representing a decrease of approximately 5% as compared with the same period last year.

Prices of raw and fuel materials, and production costs

In terms of raw materials, in 2024, China’s soda ash production capacity increased while downstream demand from the glass industry remained weak, leading to a continuous accumulation of soda ash inventory and an overall trend of “fluctuating decline” in market prices. In terms of mineral raw materials, due to the impact of domestic government control measures such as environmental protection and safety, the price of placer fluctuated at high levels overall, but there was some differentiation in market prices for placer based on different qualities and specific segments.

In terms of fuel, in 2024, China’s clean energy supply capacity continued to be optimized and improved, and the domestic gas price was generally stable. The Chinese petroleum coke market was impacted by increased domestic production and weak downstream demand, resulting in price fluctuations trending downwards in the first three quarters. In the fourth quarter, factors such as policy restrictions and reduced imports caused a rebound in petroleum coke prices.

MAJOR WORKS IN 2024

Affected by both domestic and international economic conditions, the demand for glass in the domestic market is under pressure, and industry competition has intensified. The Group remains committed to technological innovation, empowering the transformation and upgrading of traditional industries through new quality productivity, and driving improvements in the efficiency of all production factors with intelligent and digital transformation. At the same time, the Group continues to implement its three medium-to-long-term development strategies: "organic growth, acquisition growth, and going global" to diversify and enhance profitability. The Group is primarily focused on the following areas of work:

1. **The Group adheres to technological innovation, leveraging new quality productivity to empower the transformation and upgrading of traditional industries**

   The Group is committed to technological innovation and places a high priority on product technology research and development. By cultivating new quality productivity, it facilitates the transformation and upgrading of industries, and enhances profitability through high value-added products. In 2024, the Group's Yumen base successfully achieved mass production of solar thermal ultra clear float glass using its self-developed "full oxygen combustion process", marking a breakthrough in overcoming critical technological challenges. The 4mm glass product, tested by China Building Material Test & Certification Group (CTC), achieved a transmittance rate of 90.91% and a reflector reflectivity of 94.70%. This accomplishment has positioned the Group as the only domestic manufacturer to integrate the solar thermal glass and reflector production chains, thereby improving the supply landscape of solar thermal glass both domestically and internationally. This breakthrough creates favorable conditions for the sustainable development of China's solar thermal power industry and the Group's industrial transformation and upgrading.

   The Group's Dongtai base utilizes a complete set of independently developed intellectual property to produce Transparent Conductive Oxides ("**TCO**") glass for perovskite solar cells. This glass meets the dual requirements of high conductivity and high light transmittance, while also achieving uniform color through microstructural control, catering to architectural aesthetics. It is primarily used in perovskite thin-film solar cells and the BIPV (Building Integrated Photovoltaics) sector. Additionally, the Group has developed a range of new energy-efficient glass products, including online Low-E Ford Blue and online Low-E Zhongbo Gray, which combine sun shading and low-emissivity functions with decorative aesthetic appeal. The Group has also introduced black glass products, which feature ultra-low visible light transmittance, effectively block ultraviolet rays, and provide privacy protection functionalities.

2. **The Group is committed to implementing an "internationalization" strategy and deepening the "going global" development plan.**

   The Group adheres to the "going global" development strategy, actively exploring growth opportunities in overseas markets. It has successfully established a presence in the glass manufacturing and equipment supply industries in Nigeria, Kazakhstan, and Italy. In 2024, the Group actively responded to the Belt and Road Initiative, forming strategic partnerships with the Suez Canal Economic Zone Authority of Egypt and the investor of China-Africa TEDA Investment. The Group initiated the construction of a float glass production line within the China-Egypt TEDA Suez Economic and Trade Cooperation Zone. In November of the same year, a grand groundbreaking ceremony was held in the China-Egypt TEDA Suez Economic and Trade Cooperation Zone, marking the official commencement of the project's construction phase.

   In 2024, the Group's Nigeria base continued to deliver impressive operational performance, achieving a gross profit margin of approximately 40%, significantly surpassing the profitability levels of domestic peers. The Kazakhstan base strictly adhered to the strategic goal of "high quality and differentiation". The first offline Low-E coated glass production line in Central Asia, constructed by the base, officially commenced operations in the second half of the year, substantially enhancing the company's profitability.

3. **Proactively responding to market changes and effectively optimizing corporate management**

   The Group continues to tap into internal potential, vigorously implementing the strategies of "cost reduction and efficiency enhancement" and "differentiated operation" to actively respond to market changes. It further strengthens the "five-in-one" management, intensifies performance evaluations, fully leverages the motivating role of performance incentives, optimizes personnel structure, and reduces operational costs. The Group also continues to advance compliance management to standardize corporate operations and promotes corporate culture management to enhance employee cohesion and unity.

4. **Accelerating the process of intelligent and digital transformation**

The Group has engaged professional teams to, based on its own actual production and operation, rely on advanced industrial internet technologies to build a digital intelligent operation control platform. This platform successfully optimizes and integrates data resources both inside and outside the Group, effectively achieving data interconnectivity, business synergy, and management integration. Throughout the entire lifecycle of production and manufacturing, the platform not only stimulates innovation in product research and design but also further enhances production efficiency and controllability, effectively reducing manual intervention in the production process, laying a solid foundation for building an energy-efficient intelligent factory. Meanwhile, in the full-process management of operational decision-making, the platform provides comprehensive and detailed data coordination and analysis support for the five major systems of procurement, production, sales, finance, and investment, offering strong evidence for scientific decision-making by management and business personnel.

Market outlook

In 2025, global inflation is expected to slow down, trade protectionism prevails, and geopolitical conflicts continue, increasing uncertainties in global economic growth. China continues to adhere to the general principle of "seeking progress while maintaining stability", implementing more proactive macroeconomic policies, expanding domestic demand, promoting the integration of technological and industrial innovation, ensuring the stability of the property and stock markets, and solidly advancing high-quality economic development.

In 2025, the domestic real estate industry is expected to undergo continuous deep adjustments, with weak demand for ordinary architectural glass, driving the downstream float glass industry to gradually alleviate supply-demand contradictions through capacity control, structural adjustments, and going global. The demand for high-end glass products in fields such as new energy vehicles, smart furniture, and energy-saving building renovations continues to rise, pushing the glass industry towards "intelligent, green, and high-end" development. Additionally, the booming development of emerging industries such as clean energy power generation and energy storage brings opportunities for explosive demand in photovoltaic, solar thermal, and conductive coated glass.

Forecast of raw and fuel material prices and production costs

In terms of raw materials, in 2025, the Chinese soda ash market is expected to continue in a "strong supply and weak demand"(供強需弱) situation, with soda ash prices generally weak, and the market prices of mineral raw materials such as quartz sand expected to be stable with a weak trend. In terms of fuel, in 2025, the increase in China's natural gas supply is expected to slow down, and the government may continue to promote the large-scale integration of urban pipeline gas to improve the industry's competitive landscape and maintain low market price fluctuations. Affected by crude oil price fluctuations, geopolitical conflicts, and demand recovery, the market price of Chinese petroleum coke may experience slight fluctuations and upward trends.

WORK PLANS FOR 2025

1. **To prioritize performance growth, grasp the industry development trends and enhance the market competitiveness of the products**

   The Group will dynamically study and determine changes in internal and external environments, closely keep on track with market trends and accurately apply for favorable policies. By focusing on the principal business of float glass segment, and capitalizing on the geographical, resource and production advantages of each manufacturing base, the Group will earnestly implement the "One Policy for One Line" approach to promote the upgrading of product structure towards specialization, construct differentiated competition barriers and enhance the market competitiveness of the products.

2. **To deepen the implementation of the "going global" long-term development strategy and expand the contribution from overseas performance**

   Under the premise of ensuring the safety of overseas investments, the Group will continue to seek high-quality international capacity cooperation opportunities, adhering to our "internationalization" development path. In 2025, we will expedite the construction of the Egypt New Energy Glass Project, ensuring effective on-site management for its successful operation. The Group's bases in Nigeria, Kazakhstan, and Italy will focus on stable operations, transitioning from "going global" to "integrating locally". The Group will uphold the principles of mutual benefit, emphasize local talent development, and integrates its culture, attitude and concept for symbiotic growth with host countries and partners. By integrating local resources and participating in the "Belt and Road" initiative, the Group aims to share in the benefits of global economic growth.

3. **To increase the efforts in expanding new energy and deep-processed glass segments and build new core competitiveness of the enterprise**

   Relying on its own R&D platform, the Group will optimize the production process of its new energy and deep-processed glass segments, and continue to promote the upgrading of product structure towards high added value. In 2025, the Group will focus on four core areas, such as energy-efficient architectural deep processing, automotive coated glass, solar thermal reflectors and TCO coatings, and strengthen its in-depth technological research to accurately apply for market demand, firmly supporting the Group's future development.

4. **To continue strengthening internal management and enhancing overall management proficiency**

   The Group will continue to reinforce crisis awareness, vigorously pursue cost reduction and efficiency enhancement, explore internal potential, and enhance organizational resilience and management efficiency. We will continue to strengthen the "five-in-one" management approach, capitalize on system-wide synergies, and drive breakthroughs in operational efficiency through management innovation. By maintaining a performance-oriented culture, we will bolster talent development, closely link performance evaluations with compensation, and fully leverage performance incentives. Additionally, we will advance the construction of corporate culture system to reinforce organizational cohesion and strategic synergy through the dual-track approach of value leadership and employee development, accelerate the process of digital and intelligent transformations, and establish a decision-making hub driven by data and an agile operation ecosystem capable of rapid response, comprehensively solidifying the foundation of sustainable development.

5. **To expand and deepen the dimension and depth of communication and interaction with the capital market to promote the healthy development of the market value of the Company**

   The Group will actively leverage the Company's information transmission role in the capital market, actively build a diversified and effective information sharing and publicity platform, and promote the development of a long-term stable and benign interactive relationship between the Company and the investors.

FINANCIAL REVIEW

Revenue

The Group's revenue increased by approximately 8% from RMB5.308 billion for the year ended 31 December 2023 to RMB5.738 billion for the year ended 31 December 2024. The increase in revenue was mainly attributable to the combined effect of a decrease of 5% in the annual average sales price compared to last year, and an increase of sales volume of 14% compared to last year.

The Group's revenue by the segments of products and services is listed below:

	2024		2023		Change
	RMB'000	***Proportion %***	*RMB'000*	*Proportion %*	*%*
Clear glass	**2,218,851**	**38.7**	2,819,703	53.1	-21.3
Painted glass	**971,296**	**16.9**	604,071	11.4	60.8
Coated glass	**1,014,842**	**17.7**	823,632	15.5	23.2
Energy saving and new energy glass	**1,160,620**	**20.2**	703,361	13.3	65.0
Designing and installation related services	**372,003**	**6.5**	357,157	6.7	4.2
	5,737,612	**100**	5,307,924	100	8.1

In 2024, amid intensifying competition in the domestic flat glass market and complex geopolitical and economic conditions overseas, the Group achieved tangible results through its strategic initiatives of "industrial structure upgrading", "cost reduction and efficiency enhancement", and "product differentiation", as outlined below:

The Group's clear glass products are primarily used in the construction sector. To address the prolonged downturn in China's real estate industry, the Group accelerated its "industrial structure upgrading", yielding significant progress. For the full year of 2024, the Group's revenue from other business segments, excluding revenue from clear glass, accounted for 61.3% of total revenue (2023: 46.9%), marking a year-on-year increase of 14.4 percentage points.

The Group's glass product sales volume increased by approximately 14% compared to the previous year, driven by: (a) enhanced production efficiency at the Suqian photovoltaic glass production line and the Dongtai offline Low-E coated glass production line, coupled with increased sales of photothermal ultra-clear glass and solar reflector glass products from Gansu Daming, resulting in a 50% rise in sales of energy saving and new energy glass; (b) leveraging proprietary intellectual property in float-process online coated glass technology, the Group shifted partial production capacity to higher-margin coated glass products, leading to a 30% increase in coated glass sales; (c) proactive adjustments to product mix, including higher proportions of painted glass tailored to local market demand, alongside expanded sales channels, which boosted sales of distinctive "CNG" branded painted glass by 79%; and (d) The Kazakhstan base's aggressive expansion of sales channels, driving a 42% increase in clear glass sales.

The average unit selling price (ASP) of the Group's glass products decreased by approximately 5% year-on-year, mainly attributable to the combined effect of the following factors: (a) higher ASPs for energy-saving and new energy glass products (e.g., photothermal ultra-clear glass and solar reflectors), whose increased sales proportion partially offset the overall ASP decline; (b) a 15% drop in domestic ASPs for clear glass due to persistent weakness in China's real estate sector; and (c) despite the temporary depreciation of the Nigerian Naira, overseas ASPs denominated in RMB remained stable. Excluding currency effects, ASPs for the Nigerian subsidiary in Naira terms surged by 78% year-on-year.

Revenue from the Group's design and installation related services grew by 4% year-on-year, primarily contributed by the engineering equipment and technical services business of its Italian subsidiary. By capitalizing on its leading expertise in automated glassware production and tubing technologies, the subsidiary achieved higher sales revenue and improved gross margins compared to the prior year.

Cost of sales

The Group's cost of sales increased by approximately 8% from RMB5.008 billion for the year ended 31 December 2023 to RMB5.427 billion for the year ended 31 December 2024, which was mainly attributable to the effect of the significant increase in amount of the glass products sold, while the Group adopted a series of procurement measures to strictly control costs, resulting in a decrease by approximately 7% in the unit cost of the Group's glass products.

Gross profit

The Group's gross profit increased from RMB300 million for the year ended 31 December 2023 to RMB311 million for the year ended 31 December 2024. Gross profit margin decreased from 5.6% in 2023 to 5.4% in 2024, mainly attributable to the effect of a decrease in the average selling price of glass products.

Other income

The Group's other income decreased from RMB189 million for the year ended 31 December 2023 to RMB133 million for the year ended 31 December 2024, which was mainly due to a decrease in government grants and insurance claims income.

Administrative expenses

For the year ended 31 December 2024, the administrative expenses of the Group decreased by 1% to RMB389 million as compared to RMB394 million for the year ended 31 December 2023, which was mainly due to the fact that the Group streamlined cost structures, enhanced operational efficiency, and optimized management processes.

Impairment losses on the receivables and contract assets

For the year ended 31 December 2024, the impairment losses on the receivables and contract assets of the Group increased to approximately RMB18 million as compared to a loss of RMB1.0 million for the year ended 31 December 2023, which was mainly due to the increase in the ageing of certain other receivables, resulting in an increase in the provision for impairment.

Finance costs

For the year ended 31 December 2024, the finance costs of the Group increased by 21% to RMB474 million as compared to RMB390 million for the year ended 31 December 2023, mainly due to the increase in the scale of borrowings, despite the decrease in the weighted average interest rate of bank loans.

Other operating expenses

Other operating expenses incurred by the Group for the year ended 31 December 2024 amounted to approximately RMB437 million, increased significantly as compared to approximately RMB142 million for the year ended 31 December 2023, mainly due to the significant increase in the asset impairment provision made by the Group after comprehensive assessment of the status of the production line.

Loss for the year

For the year ended 31 December 2024, the Group recorded a loss of approximately RMB964 million, compared to the net loss of approximately RMB487 million for the year ended 31 December 2023, with the scale of losses further expanding. Such loss was mainly attributable to the combined effect of the following factors: (1) the prolonged downturn in China's real estate sector and the acute supply-demand imbalance in the short-term photovoltaic (PV) and renewable energy industries have collectively kept market prices for architectural glass and PV glass at persistently low levels; (2) geopolitical instability, escalating trade protectionism, and heightened currency exchange rate volatility have diminished the contribution of overseas production bases' strong annual performance to the Group's net profit; and (3) following a comprehensive assessment of production line conditions, impairment provisions were recognized for certain production lines.

Current assets

The Group's current assets increased by approximately 13% from RMB3.338 billion as at 31 December 2023 to RMB3.761 billion as at 31 December 2024, which was mainly due to the increase in inventories, assets held for sale and cash on hand and at bank.

Current liabilities

The Group's current liabilities increased by approximately 12% from RMB9.434 billion as at 31 December 2023 to RMB10.561 billion as at 31 December 2024, which was mainly due to the increase in accrued charges and other payables, and short-term bank loans.

Non-current liabilities

The Group's non-current liabilities decreased by approximately 16% from RMB3.302 billion as at 31 December 2023 to RMB2.778 billion as at 31 December 2024, which was mainly due to the decrease in the long-term bank loans and other borrowings.

CAPITAL STRUCTURE, LIQUIDITY, FINANCIAL RESOURCES AND ASSETS-LIABILITIES RATIO

As at 31 December 2024, the Group's cash on hand and at bank were RMB1.302 billion (31 December 2023: RMB1.211 billion), of which 61% (31 December 2023: 53%) were denominated in RMB, 9% (31 December 2023: 6%) were denominated in United States Dollars ("**USD**"), 8% (31 December 2023: 14%) were denominated in Euro ("**EUR**"), 20% (31 December 2023: 26%) were denominated in Nigerian Naira, and 2% (31 December 2023: 1%) were denominated in Hong Kong dollars ("**HKD**"). Outstanding bank loans and other borrowings were RMB9.917 billion (31 December 2023: RMB9.423 billion), of which 89.1% (31 December 2023: 80.6%) were denominated in RMB, 10.5% (31 December 2023: 18.9%) were denominated in USD, and 0.4% (31 December 2023: 0.5%) were denominated in EUR. As at 31 December 2024, 62% (31 December 2023: 57%) of the outstanding bank loans and other borrowings bear interest at fixed rates while approximately 38% (31 December 2023: approximately 43%) bear interest at variable rates.

As at 31 December 2024, the gearing ratio (total interest-bearing debts divided by total assets) was 0.70 (31 December 2023: 0.64). As at 31 December 2024, the Group's current ratio (current assets divided by current liabilities) was 0.36 (31 December 2023: 0.35). The Group recorded net current liabilities amounting to RMB6.800 billion as at 31 December 2024 (31 December 2023: RMB6.096 billion). The assets-liabilities ratio (total liabilities divided by total assets) of the Group was 0.94 as at 31 December 2024 (31 December 2023: 0.85).

CHARGED ASSETS

As at 31 December 2024, certain properties, plants and equipment and construction in progress and inventories and land use rights of the Group with a carrying amount of approximately RMB3.000 billion (31 December 2023: approximately RMB2.004 billion), and certain trade and bills receivables of the Group with a carrying amount of approximately RMB627 million (31 December 2023: approximately RMB489 million) were pledged against certain bank loans with a total amount of approximately RMB2.972 billion (2023: approximately RMB2.890 billion).

CONTINGENT LIABILITIES

In June 2024, an overseas subsidiary of the Group, Orda Glass Ltd LLP ("**Orda Glass**"), received a notice from the Department of Ecology of the Kyzylorda Region in Kazakhstan (the "**Regional DOE**") claiming that the pollutant emissions arose from the production of Orda Glass in 2023 were higher than the 2023 emission limit approved by the Regional DOE, and accordingly imposed a fine to this alleged non-compliance. Upon receipt of the above notice, Orda Glass and the management of the Group revisited the emission reports, which were performed and carried out by independent consultants, previously submitted to the Regional DOE in relation to the 2023 production, and concluded that Orda Glass's pollutant emissions in 2023 were within the approved 2023 emission limit. Based on these reports, Orda Glass and the management of the Group consider the alleged non-compliance stipulated in the notice was without reasonable grounds, and continue to deny the alleged non-compliance and hence the imposed fine. Orda Glass, with the support of management of the Group, has undertaken actions through various channels, including administrative submissions to various government agencies in appealing the notice and application of injunctions against the imposed fine, initiated lawsuit against the notice issued by the Regional DOE in a court of law, and in the process of continuous discussions with various regional, state and national government authorities of Kazakhstan in resolution of the matter. Based on discussion with the lawyer of Orda Glass and various government agencies, management of the Group consider the outcome of the matter is highly uncertain, and the final imposed fine or settlement, if any, cannot be reliably estimated as of the date of issue of these financial statements. No provision has therefore been made in these financial statements with respect to this matter.

MATERIAL ACQUISITIONS AND DISPOSALS, SIGNIFICANT INVESTMENTS AND FUTURE PLANS FOR MATERIAL INVESTMENTS OR ACQUISITIONS OF CAPITAL ASSETS

During the year ended 31 December 2024, the Group did not have any material investments or acquisitions of capital assets, or material acquisitions or disposals of subsidiaries and associated companies, or had any significant investments.

As at the date of this announcement, the Group has no plan to make any material investments or acquisitions of capital assets.

HUMAN RESOURCES AND EMPLOYEES' REMUNERATION

As at 31 December 2024, the Group employed a total of 4,589 employees within and outside the PRC (31 December 2023: 4,774 employees). Compared to 31 December 2023, the Group experienced a reduction in its workforce as of 31 December 2024, primarily due to the prudent decision by management to gradually phase out less profitable production lines in mainland China amid persistent pressures from the challenging industry landscape. The Company methodically planned and executed the workforce reduction process by formulating a detailed downsizing plan and compensation packages, providing training and reemployment resources, and tracking post-employment outcomes for affected employees, resolutely safeguarding employees' rights and interests throughout the transition.

The Group ensures that the remuneration levels of its employees are competitive and employees are rewarded on a performance related basis, together with reference to the profitability of the Group, remuneration benchmarks in the industry, and prevailing market conditions within the general framework of the Group's salary and bonus system.

The employees of the companies in the Group which were established in the PRC and overseas participate in benefit schemes in line with local labor laws and regulations, respectively. Details of staff costs and pension schemes are set out in Note 6(b) to the full set of the consolidated financial statements.

FINAL DIVIDEND

The Board does not recommend the payment of a final dividend for the year ended 31 December 2024 (31 December 2023: Nil).

IMPORTANT EVENTS AFTER THE REPORTING PERIOD

There have been no important events affecting the Group that have occurred since the end of the reporting period.

EXCHANGE RATE RISK AND RELATED HEDGING

The Group's transactions and monetary assets were primarily denominated in RMB, EUR, USD, Nigerian Naira and Kazakhstani Tenge. Operating expenses and domestic sales of the Group's PRC subsidiaries were primarily denominated in RMB, operating expenses and sales of subsidiaries incorporated in Nigeria and Kazakhstan were primarily denominated in Nigerian Naira and Kazakhstani Tenge, and certain borrowings of the Group were denominated in RMB and USD. The Group was of the opinion that the future fluctuation of monetary assets would be closely associated with the development of the local economy. The Group's net assets, profits and dividends may be affected by the fluctuation of the exchange rate of RMB, USD, EUR, Nigerian Naira and Kazakhstani Tenge. As at 31 December 2024, the Group has not used any financial instrument for hedging.

MAJOR CUSTOMERS AND SUPPLIERS

During the year, the Group's revenue from sales of goods or rendering of services attributable to the Group's five largest customers accounted for 13% of the Group's total sales for the year; and 26% of the Group's purchases were attributable to the Group's five largest suppliers with the largest supplier accounted for 8% of the Group's total purchases for the year.

CNBM Triumph Mineral Resources Group Co. Ltd.* (中建材凱盛礦產資源集團有限公司) ("**Triumph Mineral**"), one of the Group's five largest suppliers for the year ended 31 December 2024, is a direct wholly-owned subsidiary of Triumph Science & Technology Group Co., Ltd.* (凱盛科技集團有限公司), which is a substantial shareholder of the Company. Apart from Triumph Mineral, for the year ended 31 December 2024, none of the Directors, their close associates or any shareholders of the Company (which, to the best knowledge of the Directors, own more than 5% of the number of issued shares in the share capital of the Company) has any interest in the Group's five largest suppliers.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the "**Share Option Scheme**") at its special general meeting held on 19 February 2016 in order to provide an incentive for the qualified participants to work with commitment towards enhancing the value of the Company and its shares (being the ordinary shares of par value HK$0.05 each in the issued share capital of the Company, the "**Shares**"), for the benefit of its Shareholders, and to maintain or attract business relationship with the qualified participants whose contributions are or may be beneficial to the growth of the Group. Since the date of adoption of the Share Option Scheme, no share options have been granted, exercised, cancelled or lapsed under the Share Option Scheme.

SHARE AWARD SCHEME

The Board approved the adoption of the share award scheme of the Company (the "**Share Award Scheme**") on 12 December 2011 in order to recognise the contributions made by certain employees and to provide them with incentives in order to retain them for the continual operation and development of the Group, and to attract suitable personnel for further development of the Group. The Share Award Scheme would operate in parallel with the Share Option Scheme.

Subject to the provisions of the Share Award Scheme, the Board may, from time to time, at its absolute discretion select any employee (including any employee (including without limitation any executive director) of any member of the Group, but other than any excluded employee pursuant to the Share Award Scheme) for participation in the Share Award Scheme as a selected employee, and grant such number of awarded Shares to any selected employee at no consideration on and subject to such terms and conditions as it may in its absolute discretion determine. The Board is entitled to impose any conditions (including a period of continued service within the Group after the award), as it deems appropriate in its absolute discretion with respect to the vesting of the awarded Shares on the selected employee. In addition to such vesting conditions as may be imposed by the Board, it is also a condition for the grant of awarded Shares that any selected employee shall not transfer or dispose of more than 50 per cent. of the awarded Shares during the period of one (1) year after the date of vesting of such awarded Shares.

In connection with the implementation of the Share Award Scheme, the trustee of the Share Award Scheme will purchase the existing Shares on the market out of cash contributed by the Group and be held in trust for the selected employees until such Shares are vested with the relevant selected employees in accordance with the provisions of the Share Award Scheme.

Pursuant to the Share Award Scheme, the Board shall not make any further award of awarded Shares which will result in the aggregate nominal value of the Shares awarded by the Board under the Share Award Scheme exceeding ten (10) per cent. of the issued share capital of the Company at the time of such award. As at 31 December 2024 and the date of this announcement, the total number of issued Shares is 1,836,218,258, therefore, the limit on the grant of awarded Shares under the Share Award Scheme as at such dates were 183,621,825 Shares. The maximum aggregate nominal value of awarded Shares which may be awarded to a selected employee under the Share Award Scheme shall not exceed two (2) per cent. of the issued share capital of the Company at the time of such award.

The Share Award Scheme was originally set to expire on 12 December 2021. On 8 December 2021, the Board resolved to extend the term of the Share Award Scheme for another ten (10) years expiring on 12 December 2031, subject to any early termination as may be determined by the Board by a resolution of the Board. Save as the aforesaid, all other material terms of the Share Award Scheme remain unchanged and valid.

As at 1 January 2024 and 31 December 2024, there were no outstanding unvested awards granted to any selected employees under the Share Award Scheme. During the year ended 31 December 2024, no shares were awarded or vested to directors and employees of the Group under the Share Award Scheme.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the year ended 31 December 2024, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities (including sale of treasury shares, if any).

SHARE CAPITAL

As at 31 December 2024, the issued share capital of the Company was 1,836,218,258 ordinary shares of par value HK$0.05 each. During the year ended 31 December 2024, there were no changes to the total number of Shares or the share capital structure of the Company.

SUFFICIENCY OF PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors, the Company has maintained a public float of not less than 25% of the issued share capital of the Company as required under the Listing Rules during the year and up to the latest practicable date prior to the issue of this announcement.

AUDIT COMMITTEE

The audit committee of the Board, comprising Mr. Chen Huachen as chairman as well as Mr. Peng Shou, Mr. Zhang Baiheng and Ms. Lan Haiqing as members, has reviewed, together with the participation of the Company's management and the external auditors, KPMG, the accounting principles and practices adopted by the Group, and has discussed auditing (including audit matters of the Group and reviewed their findings, recommendations and representations), operational, risk management and internal control, and financial reporting matters and systems of the Group, including the review of the annual results of the Group for the year ended 31 December 2024.

SCOPE OF WORK OF THE AUDITORS

The figures in respect of the annual results announcement of the Group for the year ended 31 December 2024 (the "**Annual Results Announcement**") have been agreed by the external auditors of the Company, KPMG, Certified Public Accountants, to the amounts set out in the Group's audited consolidated financial statements for the year. The work performed by KPMG in this respect did not constitute an assurance engagement and consequently no opinion or assurance conclusion has been expressed by KPMG on the Annual Results Announcement.

INVESTOR RELATIONS AND COMMUNICATIONS

The Company adopts a proactive policy in promoting investor relations and communications. Regular meetings are held with institutional investors and financial analysts to ensure two-way communications on the Group's performance and development.

COMPLIANCE WITH CORPORATE GOVERNANCE CODE

For the year ended 31 December 2024, the Company applied the principles and complied with the applicable code provisions of the Corporate Governance Code (the "**CG Code**") as set out in Appendix C1 to the Listing Rules, except for the deviation set out in the CG Code C.2.7.

CG Code provision C.2.7 requires the chairman of the Board (the "**Chairman**") to at least annually hold meetings with the independent non-executive Directors without the presence of other Directors. During the year 2024, save as certain Directors abstained from voting on the resolutions of the Board approving the continuing connected transactions entered into by the Group for better corporate governance practice, all major decisions of the Company were made by the entire Board, and there were no special circumstances requiring independent discussions with the independent non-executive Directors in the absence of other Directors as the entire Board demonstrates a diversity of skills, expertise, experience and qualifications for the requirements of the Company's business which are necessary to enhance the effectiveness of the Board and the quality of its performance, and to maintain high standards of corporate governance. Therefore, no such meeting with the independent non-executive Directors was held. Notwithstanding that, the Company has internal policies and arrangements to allow all Directors (including the non-executive Directors) to express their views and raise their concerns in relation to the business and corporate governance of the Company with the Chairman; and the then company secretary of the Company had played an important role in supporting the independent non-executive Directors by ensuring good information flow between the independent non-executive Directors and the Chairman.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "**Model Code**") as set out in Appendix C3 to the Listing Rules as the code of conduct in respect of transactions in securities of the Company by the Directors. Confirmation has been received from all Directors that they have complied with the required standards as set out in the Model Code during the financial year ended 31 December 2024.

ANNUAL GENERAL MEETING

The forthcoming annual general meeting of the Company (the "**2025 AGM**") will be held on Monday, 23 June 2025 and the notice of 2025 AGM will be published and issued to the shareholders of the Company (the "**Shareholders**") in the manner as required by the Listing Rules in due course.

CLOSURE OF REGISTER OF MEMBERS

The Register of Members of the Company will be closed from Wednesday, 18 June 2025 to Monday, 23 June 2025, both days inclusive, for the purpose of ascertaining Shareholders' entitlement to attend and vote at the 2025 AGM which is scheduled on Monday, 23 June 2025. In order to be eligible to attend and vote at the 2025 AGM, all completed transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Tuesday, 17 June 2025.

PUBLICATION OF ANNUAL RESULTS ANNOUNCEMENT AND ANNUAL REPORT

The Annual Results Announcement is published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Company (www.chinaglassholdings.com). The annual report of the Company for the year ended 31 December 2024 containing all the information required by the Listing Rules will be issued to the Shareholders and available on the above-mentioned websites in due course.

By Order of the Board
China Glass Holdings Limited
Lyu Guo
Executive Director

Hong Kong, 28 March 2025

As at the date of this announcement, the directors of the Company are as follows:

Executive Director:
Mr. Lyu Guo

Non-executive Directors:
Mr. Peng Shou *(Chairman)*; Mr. Zhao John Huan; and Mr. Zhang Jinshu

Independent Non-executive Directors:
Mr. Zhang Baiheng; Mr. Chen Huachen; and Ms. Lan Haiqing

* *For identification purpose only*