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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Triumph New Energy Company** you should at once hand this circular to the purchaser(s) or the transferee(s), or to the bank, licensed securities dealer or registered institution in securities or other agent through whom the sale or the transfer was effected for transmission to the purchaser(s) or the transferee(s).

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凯盛新能源股份有限公司

Triumph New Energy Company Limited

*(Formerly known as “LUOYANG GLASS COMPANY LIMITED 洛陽玻璃股份有限公司”
(a joint stock limited company incorporated in the People’s Republic of China with limited liability))*

(Stock code: 01108)

(1) ELECTION OF DR. PAN JINGONG AS A NON-EXECUTIVE DIRECTOR OF THE TENTH SESSION OF THE BOARD (2) BY-ELECTION OF MR. LI YANG AS A SUPERVISOR OF THE TENTH SESSION OF THE SUPERVISORY COMMITTEE

Unless the context requires otherwise, capitalised terms used herein shall have the same meanings as those set out in the section headed “Definitions” of this circular.

A letter from the Board is set out on pages 1 to 6 of this circular.

A notice convening the EGM to be held at the conference room of the Company on 3rd Floor, No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC at 9 a.m. on Tuesday, 5 September 2023 is set out on pages EGM-1 to EGM-3 of this circular. A proxy form for use at the EGM is also enclosed. Such proxy form is also published on the websites of the Stock Exchange (www.hkexnews.hk) and the Company (www.zhglb.com).

The proxy form for use at the EGM was despatched to the Shareholders and published on the website of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>) on 16 August 2023. Whether or not you are able to attend the EGM in person, you are requested to complete and return the proxy form in accordance with the instructions printed thereon to the Company’s H share registrar in Hong Kong, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, or to the Company’s registered address at No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC as soon as possible and in any event not less than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

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DEFINITIONS

In this circular, unless otherwise specified, the following expressions shall have the following meanings:

“A Share(s)”	the domestic ordinary share(s) of RMB1.00 each in the share capital of the Company, which are listed on the Shanghai Stock Exchange and subscribed and traded in RMB
“EGM”	the extraordinary general meeting of the Company to be held at 9 a.m. on Tuesday, 5 September 2023 for Shareholders to consider and, if thought fit, approve, among other things, (1) the election of Dr. Pan Jingong as a non-executive Director of the tenth session of the Board and (2) the by-election of Mr. Li Yang as a supervisor of the tenth session of the supervisory committee
“Articles of Association”	the articles of association of the Company
“Board”	the board of Directors of the Company
“Company”	Triumph New Energy Company Limited, a joint stock limited company incorporated in the PRC with limited liability, the H Shares and A Shares of which are listed on the main board of the Stock Exchange (stock code: 1108) and the Shanghai Stock Exchange (stock code: 600876) respectively
“Director(s)”	director(s) of the Company, including the independent non-executive director(s) of the Company
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign share(s) of RMB1.00 each in the share capital of the Company, listed on the main board of the Stock Exchange and traded in HK\$
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Latest Practicable Date”	11 August 2023, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication

DEFINITIONS

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

LETTER FROM THE BOARD



凯盛新能源股份有限公司

Triumph New Energy Company Limited

(Formerly known as “LUOYANG GLASS COMPANY LIMITED 洛陽玻璃股份有限公司”
(a joint stock limited company incorporated in the People’s Republic of China with limited liability))

(Stock code: 01108)

Executive Directors:

Mr. Xie Jun
Mr. Zhang Rong
Mr. He Qingbo
Ms. Wang Leilei

Registered Office:

No. 9 Tang Gong Zhong Lu
Xigong District
Luoyang Municipal
Henan Province
The PRC

Non-executive Directors:

Mr. Zhang Chong
Mr. Sun Shizhong

Independent non-executive Directors:

Ms. Zhang Yajuan
Mr. Chen Qisuo
Mr. Zhao Hulin
Mr. Fan Baoqun

**(1) ELECTION OF DR. PAN JINGONG AS A NON-EXECUTIVE DIRECTOR OF
THE TENTH SESSION OF THE BOARD**

**(2) BY-ELECTION OF MR. LI YANG AS A SUPERVISOR OF THE TENTH
SESSION OF THE SUPERVISORY COMMITTEE**

References are made to the announcements of the Company dated 21 July 2023 in relation to the (1) nomination of non-executive Director and (2) resignation of a supervisor and by-election of a supervisor (the “**Announcements**”).

The purpose of this circular is to set forth:

- (1) details about the election of Dr. Pan Jingong as a non-executive Director of the tenth session of the Board;

LETTER FROM THE BOARD

- (2) details about the by-election of Mr. Li Yang as a supervisor of the tenth session of the supervisory committee; and
- (3) the notice of EGM.
- (1) **ELECTION OF DR. PAN JINGONG AS A NON-EXECUTIVE DIRECTOR OF THE TENTH SESSION OF THE BOARD**

Reference is made to the announcement of the Company dated 21 July 2023 in relation to the nomination of non-executive Director. The Board has considered and passed the resolution in relation to the nomination of Dr. Pan Jingong as a candidate for non-executive Director of the tenth session of the Board and the resolution is submitted to the EGM for consideration and approval.

Dr. Pan Jingong (“**Dr. Pan**”) is recommended as a candidate for non-executive Director of the tenth session of the Board of the Company based on the nomination by Triumph Technology Group Co., Ltd.* (凱盛科技集團有限公司), the indirect controlling shareholder of the Company. Considering that Dr. Pan meets the qualifications for directorship, the Board considered and passed the resolution to nominate Dr. Pan as a candidate for non-executive Director at the sixteenth meeting of the tenth session of the Board convened on 21 July 2023. Biographical details of Dr. Pan are set out as follows:

Dr. Pan Jingong, male, aged 58, holds a doctoral degree. He is a professor-grade senior engineer and the founder of the Cadmium Telluride Materials Research Center of New Jersey Institute of Technology (美國新澤西理工大學碲化鎘材料研究中心). Dr. Pan currently serves as the general manager of CNBM (Chengdu) Optoelectronic Materials Co., Ltd.* (成都中建材光電材料有限公司), the general manager of CNBM (Ruichang) Optoelectronic Materials Co., Ltd.* (瑞昌中建材光電材料有限公司), the general manager of Sichuan Apollo Solar Science & Technology Co., Ltd.* (四川阿波羅太陽能科技有限公司), the vice president of Sichuan QR Program Friendship Association* (四川省 QR 計劃聯誼會), an expert of “Hundred Talents Program” (「百人計劃」) and “Chengdu Talents Program” (「成都人才計劃」) of Sichuan Province, a special expert of the National Conferences of Returned Overseas Chinese, a talent expert of the Ministry of Industry and Information Technology, and a leader of top innovation team in Sichuan Province. Dr. Pan has published 22 papers in English, obtained 55 authorized invention patents, participated in the formulation of 9 national and industrial standards, and undertaken 15 national and provinces, cities and regions research projects.

Dr. Pan did not hold any directorship in any other public companies (the securities of which are listed on any securities market in Hong Kong or overseas) in the last three years.

LETTER FROM THE BOARD

Term of Service and Remuneration

The appointment of Dr. Pan is subject to the approval by the Shareholders of the Company at the EGM, with a term from the date of consideration and approval at the EGM until the expiry of the term of the tenth session of the Board. Dr. Pan, as a non-executive Director of the Company, will not receive any director's emolument or remuneration from the Company and will not be appointed under a separate service contract.

Relationships

Save as disclosed above, Dr. Pan does not have any relationship with any other Directors, senior management or substantial shareholders or controlling shareholders (each as defined in the Listing Rules) of the Company and does not hold any position with the Company or its subsidiaries.

Interests in Shares

So far as the Board is aware, as at the Latest Practicable Date, Dr. Pan does not have or is not deemed to have any interests in any shares or underlying shares of the Company or its associated corporations within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Matters that Need to be Brought to the Attention of the Shareholders

Save as disclosed above, so far as the Board is aware, there are no other matters or information relating to the election of Dr. Pan as a non-executive Director that need to be brought to the attention of the Shareholders of the Company or to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The appointment of the above candidate for non-executive Director is subject to the approval by the Shareholders by adopting cumulative voting at the EGM. Ordinary resolution in relation to the above proposed appointment of Dr. Pan Jingong as a non-executive Director will be proposed to be approved by the Shareholders at the EGM.

LETTER FROM THE BOARD

(2) **BY-ELECTION OF MR. LI YANG AS A SUPERVISOR OF THE TENTH SESSION OF THE SUPERVISORY COMMITTEE**

Reference is made to the announcement of the Company dated 21 July 2023 in relation to the resignation of a supervisor and by-election of a supervisor. The Board has considered and passed the resolution in relation to the by-election of Mr. Li Yang as a candidate for supervisor of the tenth session of the supervisory committee and the resolution is submitted to the EGM for consideration and approval.

In view of the resignation of Ms. Jiao Jiajia as a supervisor of the Company on 21 July 2023, Mr. Li Yang (“**Mr. Li**”) is recommended as a candidate for supervisor of the tenth session of the supervisory committee of the Company based on the nomination by Triumph Technology Group Co., Ltd.* (凱盛科技集團有限公司), the indirect controlling shareholder of the Company. Biographical details of Mr. Li are set out as follows:

Mr. Li Yang, male, aged 40, holding a master degree of management, a senior accountant, currently serves as the head of finance department of Triumph Technology Group Co., Ltd.* (凱盛科技集團有限公司). His previous appointments include the chairman of Kaisheng (Zigong) New Energy Co., Ltd.* (凱盛(自貢)新能源有限公司), the chief financial officer of Triumph New Energy Company Limited, the chief financial officer of the southwest area of Triumph Technology Group Co., Ltd.* (凱盛科技集團有限公司) and assistant to the head of finance department of CNBM New Material Research Institute Group Co., Ltd.* (中建材玻璃新材料研究院集團有限公司).

Mr. Li did not hold any directorship in any other public companies (the securities of which are listed on any securities market in Hong Kong or overseas) in the last three years.

Term of Service and Remuneration

The appointment of Mr. Li is subject to the approval by the Shareholders of the Company at the EGM, with a term from the date of consideration and approval at the EGM until the expiry of the term of the tenth session of the supervisory committee. Mr. Li, as a supervisor of the Company, will not receive any supervisory allowance or remuneration from the Company and will not be appointed under a separate service contract.

Relationships

Save as disclosed above, Mr. Li does not have any relationship with any other Directors, senior management or substantial shareholders or controlling shareholders (each as defined in the Listing Rules) of the Company and does not hold any position with the Company or its subsidiaries.

LETTER FROM THE BOARD

Interests in Shares

As at the Latest Practicable Date, Mr. Li holds 2,000 A shares of the Company and there are no outstanding commitments that should have been fulfilled.

Matters that Need to be Brought to the Attention of the Shareholders

Save as disclosed above, so far as the Board is aware, there are no other matters or information relating to the by-election of Mr. Li as a supervisor that need to be brought to the attention of the Shareholders of the Company or to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

The appointment of the above candidate for supervisor is subject to the approval by the Shareholders by adopting cumulative voting at the EGM. Ordinary resolution in relation to the above proposed appointment of Mr. Li Yang as a supervisor will be proposed to be approved by the Shareholders at the EGM.

(3) EGM

The EGM will be convened by the Company for the purposes of the Shareholders of the Company to consider and, if thought fit, approve, among other things, the ordinary resolutions in relation to (1) the election of Dr. Pan Jingong as a non-executive Director of the tenth session of the Board and (2) the by-election of Mr. Li Yang as a supervisor of the tenth session of the supervisory committee.

A notice convening the EGM to be held at 9 a.m. on Tuesday, 5 September 2023 at the conference room of the Company on 3rd Floor, No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC is published by the Company on 16 August 2023 and is set out on pages EGM-1 to EGM-3 of this circular.

The proxy form for use at the EGM was despatched on 16 August 2023 and published on the website of the Stock Exchange (<http://www.hkexnews.hk>). Whether or not you are able to attend the EGM in person, you are requested to complete and return the proxy form in accordance with the instructions printed thereon to the Company's H share registrar in Hong Kong, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, or to the Company's registered address at No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC as soon as possible and in any event not less than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish.

LETTER FROM THE BOARD

RECOMMENDATIONS

The Directors are of the view that (1) the election of Dr. Pan Jingong as a non-executive Director of the tenth session of the Board and (2) the by-election of Mr. Li Yang as a supervisor of the tenth session of the supervisory committee are in the best interests of the Company and all its Shareholders as a whole. Therefore, the Board recommended the Shareholders to vote in favour of the ordinary resolutions in relation to (1) the election of Dr. Pan Jingong as a non-executive Director of the tenth session of the Board and (2) the by-election of Mr. Li Yang as a supervisor of the tenth session of the supervisory committee to be proposed at the EGM.

RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

Yours faithfully,

By order of the Board

Triumph New Energy Company Limited

Xie Jun

Chairman

16 August 2023

NOTICE OF EGM



凯盛新能源股份有限公司

Triumph New Energy Company Limited

*(Formerly known as “LUOYANG GLASS COMPANY LIMITED 洛陽玻璃股份有限公司”
(a joint stock limited company incorporated in the People’s Republic of China with limited liability))*

(Stock code: 01108)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING 2023

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting 2023 (the “**EGM**”) of Triumph New Energy Company Limited (the “**Company**”) will be held at the conference room of the Company on 3rd Floor, No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the People’s Republic of China (the “**PRC**”) at 9 a.m. on Tuesday, 5 September 2023 for the purposes of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the appointment of Dr. Pan Jingong as a non-executive Director of the tenth session of the Board of the Company
2. To consider and approve the appointment of Mr. Li Yang as a supervisor of the tenth session of the supervisory committee of the Company

and **THAT** any Director and the company secretary of the Company be and are hereby authorised to do all such acts and things and to execute all such documents as they may in their absolute discretion deem fit and necessary in order to effect and implement the above resolutions.

NOTICE OF EGM

(For details of the above resolutions, please refer to the announcements of the Company dated 21 July 2023 in relation to the (i) nomination of non-executive Director and (2) resignation of a supervisor and by-election of a supervisor (the “**Announcements**”). Unless otherwise specified, terms used herein shall have the same meanings as those defined in the Announcements.)

By order of the Board
Triumph New Energy Company Limited
Xie Jun
Chairman

Luoyang, the PRC
16 August 2023

As at the date of this notice, the Board comprises four executive Directors: Mr. Xie Jun, Mr. Zhang Rong, Mr. He Qingbo and Ms. Wang Leilei; two non-executive Directors: Mr. Zhang Chong and Mr. Sun Shizhong; and four independent non-executive Directors: Ms. Zhang Yajuan, Mr. Chen Qisuo, Mr. Zhao Hulin and Mr. Fan Baoqun.

NOTICE OF EGM

Notes:

1. Holders of the Company's H Shares, whose names appear on the register of members maintained by Hong Kong Registrars Limited at the close of trading at 4:30 p.m. on 30 August 2023, are entitled to attend and vote at the EGM. The register of members of the Company's H Shares will be closed from 31 August 2023 to 5 September 2023 (both days inclusive), during which period no transfer of H Shares will be effected in order to determine the list of holders of H Shares eligible to attend the EGM. Holders of H Shares of the Company who wish to attend the EGM must lodge all share transfer forms accompanied by the relevant H share certificates with the registrar of the Company's H Shares, namely Hong Kong Registrars Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. on 30 August 2023.
2. Any Shareholder entitled to attend and vote at the EGM may appoint a proxy or proxies (who need not be a Shareholder of the Company) to attend and vote at the EGM on his/her behalf. A proxy of a Shareholder who has appointed more than one proxy may only vote on a poll.
3. The principal Shareholder may appoint a proxy in written form (i.e. through the enclosed proxy form). The proxy form shall be signed by the principal or his attorney as authorised. In case that the proxy form is signed by the attorney of the principal, the power of attorney or other authorisation documents must be notarised by the notary public. The proxy form together with such power of attorney or other authorisation documents as notarised by the notary public must be lodged at the Company's share registrar in Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or to the Company at No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC not less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof.
4. Shareholders or their proxies shall produce their proofs of identity when attending the EGM. A proxy of Shareholder who is appointed to attend the EGM shall produce the proxy form at the same time.
5. The EGM is expected to last for no more than one day. Shareholders and their proxies attending the EGM should be responsible for their own traveling and accommodation expenses.
6. The Company's registered address is as follows:

No. 9 Tang Gong Zhong Lu, Xigong District
Luoyang Municipal, Henan Province
the People's Republic of China
Postal Code: 471009
Tel: 86-379-6390 8961
Fax: 86-379-6325 1984
7. Completion and return of the proxy form will not preclude Shareholders of the Company from attending and voting in person at the EGM or any adjournment thereof should he/she so wish.