

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE ANNUAL GENERAL MEETING 2023 AND CHANGES IN COMPOSITION OF BOARD COMMITTEES

The board (the “**Board**”) of directors (the “**Directors**”) of Triumph New Energy Company Limited (the “**Company**”) warrants that there is no false information, misleading statements or material omissions contained in this announcement, and accept several and joint responsibilities for the truthfulness, accuracy and completeness of the contents of this announcement.

Unless otherwise indicated, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 24 May 2024 in respect of the proposed amendments to the Articles of Association and the appointment of an independent non-executive Director of the tenth session of the Board (the “**Circular**”).

THE AGM

The Company held the 2023 annual general meeting (the “**AGM**”) at the conference room of the Company on the 3rd Floor, No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC on 25 June 2024. The procedures for convening the AGM were in compliance with the relevant requirements of the Company Law of the PRC and the Articles of Association of the Company.

A total of 10 shareholders and proxies, holding 255,757,449 shares, representing 39.61% of the total shares with voting rights of the Company, have attended the AGM, among which, 1 is H shareholder and his proxy, holding 5,604,130 shares, representing 2.24% of the total H shares with voting rights of the Company; 9 are A shareholders and proxies, holding 250,153,319 shares, representing 63.22% of the total A shares with voting rights of the Company.

As at the date of the AGM, the total number of issued shares of the Company was 645,674,963 shares, which comprised 395,674,963 A shares and 250,000,000 H shares. Accordingly, the total number of issued shares entitling the relevant Shareholders to attend and vote on all resolutions at the AGM was 645,674,963 shares, including 395,674,963 A shares and 250,000,000 H shares.

There were no shares of the Company (i) entitling the holder to attend and abstain from voting in favour of any resolutions at the AGM; or (ii) of which the holder was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited to abstain from voting on the resolutions at the AGM. No Shareholders have stated their intention in the Circular to vote against any resolutions or to abstain from voting at the AGM.

POLL RESULTS AT THE AGM

All resolutions at the AGM were duly passed by way of poll at the meeting and the poll results were as follows:

SPECIAL RESOLUTION		Number of votes cast <i>(% of total number of votes casted)</i>		
		For	Against	Abstain
1.	To consider and approve the proposed amendments to the Articles of Association	249,673,024 (97.62%)	6,084,425 (2.38%)	0 (0%)
As more than two-third (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.				

ORDINARY RESOLUTIONS		Number of votes cast <i>(% of total number of votes casted)</i>		
		For	Against	Abstain
2.	To consider and approve the working report of the Board of the Company for the year 2023	253,707,549 (99.20%)	2,049,900 (0.80%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
3.	To consider and approve the working report of the supervisory committee of the Company for the year 2023	253,707,549 (99.20%)	2,049,900 (0.80%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
4.	To consider and approve the final accounts report of the Company for the year 2023	253,707,549 (99.20%)	2,049,900 (0.80%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
5.	To consider and approve the Company's annual report 2023 and its summary	253,707,549 (99.20%)	2,049,900 (0.80%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
6.	To consider and approve the profit distribution plan of the Company for the year 2023	253,688,749 (99.19%)	2,068,700 (0.81%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
7.	To consider and approve the financial budget report of the Company for the year 2024	250,313,529 (97.87%)	5,443,920 (2.13%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				

ORDINARY RESOLUTIONS		Number of votes cast (% of total number of votes casted)		
		For	Against	Abstain
8.	To consider and approve the reappointment of Grant Thornton LLP* (致同會計師事務所(特殊普通合夥)) as the auditor of the Company for the year 2024 with an auditing fee of RMB1.6 million in aggregate and, in case of material changes in volume of audit work for the year 2024, authorization to the Board of the Company for determining its remuneration according to the actual audit workload by then	253,697,717 (99.19%)	2,059,732 (0.81%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
9.	To consider and approve the proposed amendment to the Rules of Procedure for General Meetings	249,163,219 (97.42%)	6,594,230 (2.58%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
10.	To consider and approve the proposed amendment to the Procedural Rules of the Board	250,317,957 (97.87%)	5,439,492 (2.13%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
11.	To consider and approve the proposed amendment to the Rules of Procedure for the Supervisory Committee	253,707,549 (99.20%)	2,049,900 (0.80%)	0 (0%)
As more than half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.				
Resolution on the election of independent non-executive Director				
12.	To consider and approve the appointment of Ms. Yuan Jian as an independent non-executive Director of the tenth session of the Board of the Company	209,591,843 affirmative votes (81.95%)		
The resolution was passed as an ordinary resolution by the Shareholders and proxies present at the meeting through the cumulative voting system.				

Grant Thornton LLP, the auditor of the Company, was the scrutineer for the vote-taking at the AGM.

The Company's PRC lawyer, Beijing Dentons Law Offices, LLP (北京大成律師事務所), and a supervisor of the Company were appointed as the counters and scrutineers for the vote-taking at the AGM.

The AGM was chaired by Mr. Xie Jun, the Chairman of the Company. Other Directors who attended the AGM in person include: executive Directors Mr. Zhang Rong, Mr. He Qingbo and Ms. Wang Leilei; and independent non-executive Directors Ms. Zhang Yajuan, Mr. Chen Qisuo, Mr. Zhao Hulin and Mr. Fan Baoqun.

WITNESS BY SOLICITORS

The solicitors, Chen Yang and Chen Yaru, from Beijing Dentons Law Offices, LLP (北京大成律師事務所) have witnessed the AGM and issued the legal opinions that the convening and holding of and voting procedures of the AGM were in compliance with the relevant laws, regulations and normative documents and the provisions of the Articles of Association of the Company and that the poll results of the AGM were legitimate and valid.

DOCUMENTS FOR INSPECTION

1. Resolutions of the AGM.
2. Legal opinions issued by Beijing Dentons Law Offices, LLP (北京大成律師事務所).

CHANGES IN COMPOSITION OF BOARD COMMITTEES AND NON-COMPLIANCE WITH THE LISTING RULES

Reference is made to the announcement of the Company dated 22 December 2023 in respect of the resignation of Mr. Zhao Hulin as independent non-executive Director (the "**Resignation**").

The Board hereby announces that, following the passing of the resolution on the appointment of Ms. Yuan Jian as an independent non-executive Director of the tenth session of the Board at the AGM, the Resignation took effect from the date of the AGM.

Following the Resignation, the audit committee of the Company will comprise less than three members as required by Rule 3.21 of the Listing Rules, and the remuneration committee of the Company will no longer be chaired by an independent non-executive Director as required by Rule 3.25 of the Listing Rules. The Company is in the course of identifying suitable candidate(s) to fill the abovementioned vacancies as soon as practicable within three months from the date of the Resignation and will make further announcement as and when appropriate.

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

Luoyang, the PRC
25 June 2024

As at the date of this announcement, the Board comprises four executive Directors: Mr. Xie Jun, Mr. Zhang Rong, Mr. He Qingbo and Ms. Wang Leilei; three non-executive Directors: Mr. Zhang Chong, Mr. Sun Shizhong and Dr. Pan Jingong; and four independent non-executive Directors: Ms. Zhang Yajuan, Mr. Chen Qisuo, Mr. Fan Baoqun and Ms. Yuan Jian.