洛阳玻璃股份有限公司

LUOYANG GLASS COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 1108)

NOTICE OF ANNUAL GENERAL MEETING 2009

NOTICE IS HEREBY given that the Annual General Meeting 2009 (the "**AGM**") of Luoyang Glass Company Limited (the "**Company** ") will be held at the conference room of the Company on 1st Floor, No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the People's Republic of China (the "**PRC**") at 9:00 a.m. on 26 May 2010 for the purpose of considering and, if thought fit, passing the following resolutions:

I. ORDINARY RESOLUTIONS:

1. To consider and approve the report of the board (the "**Board**") of directors (the "**Directors**") of the Company for the year 2009;

2. To consider and approve the report of the supervisory committee of the Company (the "**Supervisory Committee**") for the year 2009;

3. To consider and approve the financial report of the Company for the year 2009;

4. To consider and approve the profit distribution plan of the Company for the year 2009;

   In accordance with the International Financial Reporting Standards, the net loss attributable to the shareholders of the Company amounted to RMB166.23 million for 2009, adding undistributed loss of RMB796.31 million at the beginning of the year and other transfer of RMB-26.93 million for the period, the accumulated loss amounted to RMB989.47 million. As a result, the Company does not recommend profit distribution for 2009 or any transfer of capital reserve to share capital.

   In accordance with the PRC accounting standards, the net loss attributable to the shareholders of the Company amounted to RMB167.46 million for 2009, adding the undistributed loss of RMB1,249.97 million at the beginning of the year and other transfer of RMB3.21 million for the period, the accumulated loss amounted to RMB1,414.22 million. As a result, the Company does not recommend profit distribution for 2009 or any transfer of capital reserve to share capital.

5. To consider and approve the proposal for reappointment of Daxin Certified Public Accountants and PKF Certified Public Accountants as the domestic and international auditors of the Company for the year 2010 respectively and authorization to the Board for determining their remunerations;

6. To consider and approve the proposal for amendments to the Rules of Procedures of General Meetings;

   To further regulate the behaviour of listed companies and ensure that the powers of the general meetings can be exercised in accordance with the laws, China Securities Regulatory Commission amended the "Opinions on Standardizing the Shareholders' General Meetings of Listed Companies (2000 Amendment)" which was issued in April 2006, and required the listed companies to comply with it. The Company amended the Rules of Procedures of General Meetings in accordance with the relevant requirements.

7. To consider and approve the proposal for amendments to the Rules of Procedures of the Supervisory Committee.

As required by the Company Law, the Guidelines on Articles of Association of Listed Companies and other laws, rules and regulations in the PRC, the supervisory committee of a listed company shall comprise an appropriate proportion of representatives of the company's staff and the proportion of staff representatives shall not be less than one-third. As set out in the original Articles of Association of the Company, the supervisory committee consists of five supervisors, including one staff representative, which is less than one-third. Therefore, the Company amended the relevant provisions of the Articles of Association and submitted the proposal to the AGM for approval. Therefore, the Company made the following amendments to the Rules of Procedures of the Supervisory Committee:

Article 2 of the original Rules of Procedures of the Supervisory Committee which reads "The supervisory committee comprises five supervisors including one chairman, who is elected by the supervisory committee." shall be amended to read as:

"The supervisory committee comprises six supervisors, including more than two independent supervisors. The term of office for independent supervisors is renewable with a cap limit of six years. The supervisory committee shall be headed by a chairman, whose appointment and dismissal shall be subject to the approval of more than two thirds of its members by voting."

II. SPECIAL RESOLUTION:

1. To consider and approve the proposal for amendments to certain articles of the Articles of Association of the Company.

   As required by the Company Law, the Guidelines on Articles of Association of Listed Companies and other laws, rules and regulations in the PRC, the supervisory committee of a listed Company shall comprise an appropriate proportion of representatives of the company's staff and the proportion of staff representatives shall not be less than one-third. As set out in the original Articles of Association of the Company, the supervisory committee consists of five supervisors, including one staff representative, which is less than one-third. Therefore, the Company amended the relevant provisions of the Articles of Association as follows:

   a. Article 166 of the original Articles of Association which reads "The supervisory committee comprises five supervisors, with external supervisors accounting for more than half of the members of the supervisory committee. More than two supervisors shall be independent supervisors. The term of office of the supervisors shall be three years, renewable upon re-election and re-appointment. The term of office for independent supervisors is renewable with a cap limit of six years. The supervisory committee shall be headed by a chairman, whose appointment and dismissal shall be subject to the approval of more than two thirds of its members by voting." shall be amended to read as:

      "The supervisory committee comprises six supervisors, with staff representatives accounting for not less than one-third. More than two supervisors shall be independent supervisors. The term of office of the supervisors shall be three years, renewable upon re-election and re-appointment. The term of office for independent supervisors is renewable with a cap limit of six years. The supervisory committee shall be headed by a chairman, whose appointment and dismissal shall be subject to the approval of more than two thirds of its members by voting."

b. The first paragraph of Article 167 of the original Articles of Association which reads "The supervisory committee shall comprise three to four shareholder representatives and one or two staff representatives. The shareholder representatives shall be elected and dismissed at the general meeting. Staff representatives shall be elected and dismissed through democratic means by the staff of the Company." shall be amended to read as:

"The supervisory committee shall comprise four shareholder representatives and two staff representatives. The shareholder representatives shall be elected and dismissed at the general meeting. Staff representatives shall be elected and dismissed through democratic means by the staff of the Company."

By order of the Board
Luoyang Glass Company Limited
Song Jianming
Chairman

Luoyang, the PRC
7 April 2010

As at the date of this notice, the Board comprises four executive Directors: Mr. Song Jianming, Ms. Song Fei, Mr. Ni Zhisen and Mr. Cheng Zonghui; three non-executive Directors: Mr. Shen Anqin, Mr. Bao Wenchun and Mr. Guo Yimin; and four independent non-executive Directors: Mr. Zhang Zhanying, Mr. Guo Aimin, Mr. Huang Ping and Mr. Dong Jiachun.

Notes:

1. Holders of the Company's A Shares who registered in the Shanghai Securities Central Clearing and Registration Corporation, and whose names appear on the register of members maintained by Shanghai Securities Central Clearing and Registration Corporation at the close of trading at 3:00 p.m. on 23 April 2010, are entitled to attend the AGM by presenting their identity cards, share account cards as well as power of attorney and identity cards of proxy(ies) (if applicable) during 8:00 a.m. to 12:00 noon and 2:00 p.m. to 5:30 p.m. on 5 May 2010 at the Secretarial Office of the Board, No. 9 Tang Gong Zhong Lu, Xigong District, Luoyang Municipal, Henan Province, the PRC for registration in relation to attending the AGM; overseas shareholders may fax the copy of the same to the registered address of the Company on or before 5 May 2010.

2. 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 4:00 p.m. on 23 April 2010, are entitled to attend and vote at the AGM. The Register of Members of the Company's H Shares will be closed from 24 April 2010 to 26 May 2010 (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 AGM. Holders of H shares of the Company who wish to attend the AGM 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 Rooms 1901-5, Hopewell Centre, 183 Queen's Road East, Hong Kong by 4:00 p.m. on 23 April 2010.

3. Any shareholder entitled to attend and vote at the AGM may appoint a proxy or proxies (who need not be a shareholder of the Company) to attend and vote at the AGM on his/her behalf. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll. A proxy needs not be a Shareholder.

4. The principal 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 notarially certified. To be valid, the proxy form, together with a notarially certified copy of the power of attorney or other authorisation documents must be lodged at the Company's share registrar in Hong Kong, Hong Kong Registrars Limited, at Rooms 1901-5, Hopewell Centre, 183 Queen's Road East, 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 AGM or any adjournment thereof.

5. Shareholders who intend to attend the AGM in person or by proxy should complete and return the signed reply slip for attending the meeting to the registered address of the Company on or before 5 May 2010 personally or by mail or fax.

6. Shareholders or their proxies shall produce their proofs of identity when attending the AGM. A proxy who is appointed to attend the AGM shall produce the proxy form at the same time.

7. The AGM is expected to last for one day. Shareholders and proxies attending the AGM should be responsible for their own traveling and accommodation expenses.

8. 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 8588
   Fax: 86-379-6325 1984

9. Completion and return of the proxy form will not preclude shareholders of the Company from subsequently attending and voting in person at the AGM or any adjourned meetings should you so wish.