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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: 01108)

**UPDATE ON (1) VERY SUBSTANTIAL ACQUISITIONS AND
CONNECTED TRANSACTIONS;
(2) PROPOSED ISSUANCE AND PLACING OF A SHARES;
AND
(3) APPLICATION FOR WHITEWASH WAIVER**

Financial adviser to the Company

VEDA | CAPITAL
智 略 資 本

References are made to the announcements of Luoyang Glass Company Limited* (the “**Company**”) dated (i) 7 February 2017 in relation to its (a) very substantial acquisitions and connected transactions; (b) proposed issuance and placing of A shares (the “**Proposed A Share Placing**”, and together with the very substantial acquisitions and connected transactions, the “**Transactions**”); and (c) application for whitewash waiver (the “**Announcement**”); (ii) 24 February 2017 in relation to, among other things, the update of the Proposed A Share Placing; (iii) 28 February 2017 in relation to the delay in despatch of the circular; and (iv) 23 March 2017 and 25 April 2017 in relation to the update of the Transactions. Unless otherwise specified, capitalised terms used herein shall have the same meaning as those defined in the Announcement.

The Board wishes to inform the Shareholders and potential investors of the Company that the Company and the relevant parties are still in the process of preparing the financial and other information in relation to the Reorganisation to be included in the circular, including but not limited to, finalising the auditors' report(s) and valuation report(s) of the Target Companies and obtaining the relevant official approval(s). It is expected that such circular will be despatched to the Shareholders on or before 30 June 2017. The Company will make further announcement(s) in relation to the Proposed Acquisitions, the Proposed A Share Placing and the application for the Whitewash Waiver in accordance with the requirements of the Takeovers Code and the Listing Rules as and when appropriate.

Completion of the Proposed Acquisitions, the issue of the Consideration Shares and the Proposed A Share Placing is subject to the satisfaction of the conditions precedent of the Proposed Acquisitions Agreements and therefore, may or may not proceed. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the Shares.

By order of the Board
Luoyang Glass Company Limited*
Zhang Chong
Chairman

Luoyang, the PRC
24 May 2017

As at the date of this announcement, the Board comprises four executive Directors: Mr. Zhang Chong, Mr. Ni Zhisen, Mr. Wang Guoqiang and Mr. Ma Yan; three non-executive Directors: Mr. Zhang Chengong, Mr. Xie Jun and Mr. Tang Liwei; and four independent non-executive Directors: Mr. Jin Zhanping, Mr. Liu Tianni, Mr. Ye Shuhua and Mr. He Baofeng.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

* For identification purposes only