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Ganfeng Lithium Co., Ltd.

江西赣锋锂业股份有限公司

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

(Stock Code: 1772)

**(1) PROPOSED AMENDMENTS TO THE ARTICLES OF
ASSOCIATION; AND
(2) PROPOSED AMENDMENTS TO THE RULES OF
PROCEDURES OF THE GENERAL MEETING AND
THE RULES OF PROCEDURES OF THE BOARD OF
SUPERVISORS**

This announcement is made by Ganfeng Lithium Co., Ltd. (the “**Company**”) pursuant to Rule 13.51(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

On March 25, 2022, the Company convened the 38th meeting of the fifth session of the board of directors of the Company (the “**Board**”), to consider and approve, among other things, the resolutions regarding the proposed amendments to the articles of association, the Rules of Procedures of the General Meeting Rules and the Rules of Procedures of the Board of Supervisors, and approved that a special resolution will be proposed at the forthcoming extraordinary general meeting (the “**EGM**”) to consider and approve the proposed amendments to the articles of association and two ordinary resolutions will be proposed at the EGM to consider and approve the proposed amendments to the Rules of Procedures of the General Meeting Rules and the Rules of Procedures of the Board of Supervisors, respectively.

(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board announces that the Board has proposed to make the following amendments to the articles of association of the Company (the “**Articles of Association**”):

No.	Original Articles	Amended Articles
1	Article 35	Article 35
	<p>Any gains from sale of the held shares in the Company by any directors, supervisors, senior management officers or shareholders holding 5% or more of the domestic shares of the Company within six months after purchase thereof, or any gains from purchase within six months after sale thereof, shall be owned by the Company, and will be recovered by the board of directors of the Company. However, if a securities company holds 5% or more shares by taking up the remaining shares not subscribed pursuant to an underwriting arrangement, sale of such shares will not be subject to the six months limitation.</p> <p>Where the board of directors of the Company fails to observe the preceding paragraph, the shareholders shall be entitled to require the board of directors to do so within thirty days. If the board of directors of the Company fails to do so within the aforesaid time limit, the shareholders shall be entitled to for the benefit of the Company directly lodge a lawsuit before the People’s Court in their own name.</p>	<p>Any gains from sale of the held shares in the Company or other securities with an equity nature by any directors, supervisors, senior management officers or shareholders holding 5% or more of the domestic shares of the Company within six months after purchase thereof, or any gains from purchase within six months after sale thereof, shall be owned by the Company, and will be recovered by the board of directors of the Company. However, a securities company which holds 5% or more shares by taking up the remaining shares not subscribed pursuant to an underwriting arrangement and other circumstances stipulated by the China Securities Regulatory Commission are excluded.</p> <p>Shares or other securities with an equity nature held by directors, supervisors, senior management officers and natural person shareholders referred to in the preceding paragraph include shares or other securities with an equity nature held by their spouses, parents and children and held under others’ accounts.</p>

No.	Original Articles	Amended Articles
	<p>Where the board of directors of the Company fails to comply with the requirements set out in the first paragraph, the responsible directors shall assume joint and several liabilities in accordance with the law.</p>	<p>Where the board of directors of the Company fails to comply with the requirements set out in the first paragraph of this Article, the shareholders shall be entitled to require the board of directors to do so within thirty days. If the board of directors of the Company fails to do so within the aforesaid time limit, the shareholders shall be entitled to for the benefit of the Company directly lodge a lawsuit before the People’s Court in their own name.</p> <p>Where the board of directors of the Company fails to comply with the requirements set out in the first paragraph of this Article, the responsible directors shall assume joint and several liabilities in accordance with the law.</p>
2	Article 46	Article 46
	<p>Where laws, administrative regulations, rules, normative documents and relevant requirements of relevant stock exchange or regulatory authorities at the place where the shares of the Company are listed contain provisions which stipulate on the period of closure of the register of shareholders prior to a shareholders’ general meeting or prior to the reference date set by the Company for the purpose of distribution of dividends, such provisions shall prevail.</p>	<p>Where laws, administrative regulations, rules, normative documents and relevant requirements of relevant stock exchange or regulatory authorities at the place where the shares of the Company are listed contain provisions which stipulate on the period of closure of the register of shareholders prior to a shareholders’ general meeting or prior to the reference date set by the Company for the purpose of distribution of dividends, such provisions shall prevail. In addition, the Hong Kong branch register of the register of shareholders, in accordance with Hong Kong laws in force from time to time, may be closed to transfer of shares during the time when the board of directors may determine.</p>

No.	Original Articles	Amended Articles
3	Article 53	Article 53
	<p>The ordinary shareholders of the Company shall have the following rights:</p> <p>.....</p> <p>(v) to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <p>.....</p> <p>2. to inspect and copy after payment of a reasonable cost:</p> <p>(1) copies of the register of all shareholders;</p> <p>.....</p>	<p>The ordinary shareholders of the Company shall have the following rights:</p> <p>.....</p> <p>(v) to obtain relevant information in accordance with the provisions of the Articles of Association, including:</p> <p>.....</p> <p>2. to inspect and copy after payment of a reasonable cost:</p> <p>(1) the register of all shareholders;</p> <p>.....</p>
4	Article 61	Article 61
	<p>The shareholders' general meeting shall exercise the following powers:</p> <p>.....</p> <p>(x) to decide on the Company's appointment, removal or non-reappointment of accounting firms;</p> <p>.....</p> <p>(xvi) to examine the Company's share incentive schemes;</p> <p>.....</p>	<p>The shareholders' general meeting shall exercise the following powers:</p> <p>.....</p> <p>(x) to decide on the Company's appointment, removal or non-reappointment and remuneration of accounting firms;</p> <p>(xvi) to examine the Company's share incentive schemes and employee share ownership schemes;</p> <p>.....</p>

No.	Original Articles	Amended Articles
5	Article 64	Article 64
	<p>The following external guarantees of the Company shall be subject to consideration and approval by the shareholders' general meeting:</p> <p>(i) any guarantee provided after the total amount of external guarantee provided to third parties by the Company and its controlled subsidiaries has reached or exceeded 50% of the latest audited net assets;</p> <p>(ii) any guarantee provided after the total amount of external guarantee provided to third parties by the Company has reached or exceeded 30% of latest audited total assets;</p> <p>.....</p>	<p>The following external guarantees of the Company shall be subject to consideration and approval by the shareholders' general meeting:</p> <p>(i) any guarantee provided after the total amount of external guarantee provided to third parties by the Company and its controlled subsidiaries has exceeded 50% of the latest audited net assets;</p> <p>(ii) any guarantee provided after the total amount of external guarantee provided to third parties by the Company has exceeded 30% of latest audited total assets;</p> <p>.....</p>
6	Article 66	Article 66
	<p>Shareholders' General meetings include annual general meetings and extraordinary general meetings. The shareholders' general meeting shall be convened by the board of directors. The annual general meeting shall be held once every year within six months after the end of the previous accounting year.</p> <p>.....</p> <p>(iii) shareholders individually or in the aggregate holding 10% or more of the Company's issued voting shares request in writing to hold an extraordinary general meeting;</p> <p>.....</p>	<p>Shareholders' General meetings include annual general meetings and extraordinary general meetings. The shareholders' general meeting shall be convened by the board of directors. The annual general meeting shall be held once every accounting year within six months after the end of the previous accounting year.</p> <p>.....</p> <p>(iii) shareholders individually or in the aggregate holding 10% or more of the Company's issued voting shares request in writing to hold an extraordinary general meeting, the requester(s) may add a resolution to the agenda of an extraordinary general meeting convened in accordance with this subarticle;</p> <p>.....</p>

No.	Original Articles	Amended Articles
7	Article 76	Article 76
	<p>All ordinary shareholders (including the preference shareholders with voting rights resumed) registered on the date of registration shall have the right to attend and vote at the general meeting in accordance with relevant laws, regulations, the listing rules of the place where the shares of the Company are listed and the Company’s Articles of Association.</p> <p>Any shareholder who is entitled to attend and vote at a general meeting shall be entitled to appoint one or more persons (whether such person is a shareholder or not) as his proxy to attend and vote on his behalf, and a proxy so appointed shall be entitled to exercise the following rights according to the authorizations from that shareholder:</p> <ul style="list-style-type: none"> (i) the shareholder’s right to speak at the meeting; (ii) the right to demand or join in demand for a poll; and (iii) unless otherwise prescribed by applicable listing rules or other securities laws and regulations, the right to vote by hands or on a poll, but a proxy of a shareholder who has appointed more than one (1) proxy may only vote on a poll. 	<p>All ordinary shareholders (including the preference shareholders with voting rights resumed) registered on the date of registration shall have the right to attend, speak and vote at the general meeting in accordance with relevant laws, regulations, the listing rules of the place where the shares of the Company are listed and the Company’s Articles of Association.</p> <p>Any shareholder who is entitled to attend and vote at a general meeting shall be entitled to appoint one or more persons (whether such person is a shareholder or not) as his proxy to attend and vote on his behalf. If a shareholder is a legal person, it may appoint a proxy to attend and vote at the general meeting of the Company. If the legal person does so, it should be regarded as attendance in-person. The appointed proxy shall be entitled to exercise the following rights according to the authorizations from that shareholder:</p> <ul style="list-style-type: none"> (i) the shareholder’s right to speak at the meeting; (ii) the right to demand or join in demand for a poll; and (iii) unless otherwise prescribed by applicable listing rules or other securities laws and regulations, the right to vote by hands or on a poll, but a proxy of a shareholder who has appointed more than one (1) proxy may only vote on a poll.

No.	Original Articles	Amended Articles
	<p>If the shareholder is an accredited clearing house (or its proxy), it may, as it thinks fit, appoint one or more persons as its proxies to attend and vote at any shareholders' general meeting or class meeting. However, if more than one person is appointed, the instrument of proxy shall specify the number and class of the shares relating to each such proxy. The proxy may be signed by the authorized person of the accredited clearing house. Such person so appointed may attend the meeting and exercise the rights on behalf of the accredited clearing house (or its proxy) (not requiring presence of the shareholding voucher, notarized authorization and/or further evidences to prove the duly authorization) as if such person is an individual shareholder of the Company.</p>	<p>If the shareholder is an accredited clearing house (or its proxy), it may, as it thinks fit, appoint one or more persons as its proxies to attend and vote at any shareholders' general meeting, class meeting or creditors' meeting. However, if more than one person is appointed, the instrument of proxy shall specify the number and class of the shares relating to each such proxy. The proxy may be signed by the authorized person of the accredited clearing house. Such person so appointed may attend the meeting and exercise the rights on behalf of the accredited clearing house (or its proxy) (not requiring presence of the shareholding voucher, notarized authorization and/or further evidences to prove the duly authorization) as if such person is an individual shareholder of the Company.</p>
8	Article 86	Article 86
	<p>.....</p> <p>The shares held by the Company have no voting rights, and that part of the shareholding is not counted as the total number of shares with voting rights held by shareholders attending the meeting.</p>	<p>.....</p> <p>The shares held by the Company have no voting rights, and that part of the shareholding is not counted as the total number of shares with voting rights held by shareholders attending the meeting.</p>

No.	Original Articles	Amended Articles
	<p>The board of directors, independent directors and shareholders who are qualified under the relevant conditions may make public solicitation of the shareholders' right to vote. Such information as the specific vote intention shall be sufficiently disclosed to the solicited persons in respect of solicitation of the shareholders' right to vote. It is not permitted to solicit the shareholders' right to vote in a chargeable or disguised chargeable manner. The Company shall not require the minimum shareholding limitation on the solicitation of the right to vote.</p> <p>.....</p>	<p>The voting shares of the Company purchased by the shareholders in the violation of first and second paragraphs of Article 63 of the Securities Law shall not exercise the voting right of the shares that exceed the prescribed ratio within 36 months after purchasing the relevant shares, and shall not be included in the total number of voting shares present at a shareholders' general meeting.</p> <p>The board of directors of the Company, independent directors, shareholders holding more than one percent of the shares with voting rights or investor protection institutions established according to laws, administrative regulations or provisions of the CSRC may publicly solicit voting rights from the shareholders. Such information as the specific vote intention shall be sufficiently disclosed to the solicited persons in respect of solicitation of the shareholders' right to vote. It is not permitted to solicit the shareholders' right to vote in a chargeable or disguised chargeable manner. The Company shall not require the minimum shareholding limitation on the solicitation of the right to vote.</p> <p>.....</p>
9	Article 92	Article 92
	<p>The following matters shall be resolved by a special resolution at a shareholders' general meeting:</p> <p>.....</p> <p>(iii) division, merger, dissolution, liquidation or change of the corporate form of the Company;</p> <p>.....</p>	<p>The following matters shall be resolved by a special resolution at a shareholders' general meeting:</p> <p>.....</p> <p>(iii) division, spin-off, merger, dissolution, liquidation or change of the corporate form of the Company;</p> <p>.....</p>

No.	Original Articles	Amended Articles
10	Article 93	Article 93
	<p>.....</p> <p>If the board of supervisors or the shareholders decide to convene the shareholders' general meeting on their own initiative, they shall notify the board of directors in writing and file with the agency of China Securities Regulatory Commission and the stock exchanges at the place where the Company is domiciled. The board of supervisors and the shareholders convening the shareholders' general meeting shall at the time when a notice of the shareholders' general meeting is issued and the resolution of the shareholders' general meeting is announced, submit relevant supporting documents to the agency of China Securities Regulatory Commission and the stock exchanges at the place where the Company is domiciled.</p> <p>.....</p>	<p>.....</p> <p>If the board of supervisors or the shareholders decide to convene the shareholders' general meeting on their own initiative, they shall notify the board of directors in writing and file with the Shenzhen Stock Exchange. The board of supervisors and the shareholders convening the shareholders' general meeting shall at the time when a notice of the shareholders' general meeting is issued and the resolution of the shareholders' general meeting is announced, submit relevant supporting documents to the Shenzhen Stock Exchange.</p> <p>.....</p>
11	Article 106	Article 106
	<p>Before the shareholders' general meeting votes on proposals, it shall elect two shareholder representatives to count the votes and scrutinize the voting. If any shareholder is interested in the matter to be discussed, the relevant shareholder and his proxy shall not participate in vote counting or scrutinize the voting.</p> <p>.....</p>	<p>Before the shareholders' general meeting votes on proposals, it shall elect two shareholder representatives to count the votes and scrutinize the voting. If any shareholder is related in the matter to be discussed, the relevant shareholder and his proxy shall not participate in vote counting or scrutinize the voting.</p> <p>.....</p>

No.	Original Articles	Amended Articles
12	Article 121	Article 121
	<p>.....</p> <p>If the number of the directors of the Company is less than the quorum due to a director's resignation, the resignation report of such director shall take effect only after the successor director fills up the vacancy arising from his resignation. Subject to the relevant laws and regulations and regulatory rules of the place where the share of the Company are listed, if the board of directors (to the extent permitted by applicable laws and regulations) appoints a new director to fill up the temporary vacancy of the board of director or add the number of directors, the term of office of the director so appointed shall end only upon the next shareholders' meeting of the Company, and the said director shall be qualified for reelection and renewal. All directors appointed to fill up the temporary vacancy shall accept the election by shareholders at the first general meeting after acceptance of appointment.</p>	<p>.....</p> <p>If the number of the directors of the Company is less than the quorum due to a director's resignation, the resignation report of such director shall take effect only after the successor director fills up the vacancy arising from his resignation. Subject to the relevant laws and regulations and regulatory rules of the place where the share of the Company are listed, if the board of directors (to the extent permitted by applicable laws and regulations) appoints a new director to fill up the temporary vacancy of the board of director or add the number of directors, the term of office of the director so appointed shall end only upon the first annual general meeting of the Company after his/her appointment, and the said director shall be qualified for reelection and renewal. All directors appointed to fill up the temporary vacancy shall accept the election by shareholders at the first annual general meeting after acceptance of appointment.</p>
13	Article 136	Article 136
	<p>The board of directors shall be accountable to the shareholders' meeting, and shall exercise the following powers:</p> <p>.....</p> <p>(viii) to determine, to the extent authorized by the shareholders' meeting, on such matters as the external investments, purchase or sale of assets, assets pledge, external guarantee, entrusted financing and related transactions of the Company;</p> <p>.....</p>	<p>The board of directors shall be accountable to the shareholders' meeting, and shall exercise the following powers:</p> <p>.....</p> <p>(viii) to determine, to the extent authorized by the shareholders' meeting, on such matters as the external investments, purchase or sale of assets, assets pledge, external guarantee, entrusted financing, related transactions and external donation of the Company;</p> <p>.....</p>

No.	Original Articles	Amended Articles
14	Article 139	Article 139
	The board of directors shall determine the extent of authority for external investments, purchase or sale of assets, assets pledge, external guarantee, entrusted financing and related transactions of the Company, establish strict examination and decision-making procedures, organize related experts and professionals to make assessment in case of significant investment projects and report to the shareholders' meeting for approval.	The board of directors shall determine the extent of authority for external investments, purchase or sale of assets, assets pledge, external guarantee, entrusted financing, related transactions and external donation of the Company, establish strict examination and decision-making procedures, organize related experts and professionals to make assessment in case of significant investment projects and report to the shareholders' meeting for approval.
15	Article 157	Article 157
	<p>.....</p> <p>Any persons working in the controlling shareholder or actual controller of the Company other than as a director shall not serve as senior management officers of the Company.</p>	<p>.....</p> <p>Any persons working in the controlling shareholder or actual controller of the Company other than as a director shall not serve as senior management officers of the Company. A senior management officer shall only receive remuneration from the Company instead of being paid by the controlling shareholder.</p>
16	Article 164	Article 164
	If a senior management officer violates laws, administrative regulations, departmental rules or the Articles of Association when performing his duties in the Company, such senior management officer shall indemnify the Company against any losses arising from such violation.	If a senior management officer violates laws, administrative regulations, departmental rules or the Articles of Association when performing his duties in the Company, such senior management officer shall indemnify the Company against any losses arising from such violation. A senior management officer shall faithfully fulfill his/her duties, and safeguard the best interests of the Company and all shareholders. If a senior management officer fails to faithfully fulfill his/her duties or acts against duty of good faith and to the detriment of the Company and interests of public shareholder, such senior management officer shall assume liability for compensation according to the law.

No.	Original Articles	Amended Articles
17	Article 170	Article 170
	<p>.....</p> <p>A supervisor shall ensure that the information disclosed by the Company is true, accurate and complete.</p>	<p>.....</p> <p>A supervisor shall ensure that the information disclosed by the Company is true, accurate and complete, and sign written confirmation opinions on the regular reports.</p>
18	Article 185	Article 185
	<p>.....</p> <p>Subject to the exceptions under Note 1 to Appendix 3 to the HK Listing Rules or as approved by the Hong Kong Stock Exchange, no director shall vote for any resolutions of the board of directors regarding any contracts, transactions or arrangements in which he or any of his close associates (as defined by the applicable listing rules effective from time to time) is approved to have significant interests or regarding any other relevant suggestions, and shall not be counted towards the quorum of the meeting. If any contract, transaction, arrangement or suggestion relates to any related party transaction as provided by the HK Listing Rules, the “close associates” as mentioned in this paragraph shall be changed to “associates” (as defined by the applicable HK listing rules effective from time to time).</p> <p>.....</p>	<p>.....</p> <p>Subject to the exceptions under the HK Listing Rules, no director shall vote for any resolutions of the board of directors regarding any contracts, transactions or arrangements in which he or any of his close associates (as defined by the applicable listing rules effective from time to time) is approved to have significant interests or regarding any other relevant suggestions, and shall not be counted towards the quorum of the meeting. If any contract, transaction, arrangement or suggestion relates to any related party transaction as provided by the HK Listing Rules, the “close associates” as mentioned in this paragraph shall be changed to “associates” (as defined by the applicable HK listing rules effective from time to time).</p> <p>.....</p>
19	Article 214	Article 214
	<p>If there is a vacancy in the position of accounting firm of the Company, the board of directors may engage an accounting firm to fill such vacancy before the convening of the shareholders’ meeting. Any other accounting firm which has been engaged by the Company may continue to act during the period during which a vacancy exists.</p>	<p>If there is a vacancy in the position of accounting firm of the Company, the board of directors may engage an accounting firm to fill such vacancy, the accounting firm filling vacancy shall hold office until the immediately following annual general meeting. Any other accounting firm which has been engaged by the Company may continue to act during the period during which a vacancy exists.</p>

No.	Original Articles	Amended Articles
20	Article 217	Article 217
	<p>The remuneration of an accounting firm or the manner in which such firm is to be remunerated shall be determined by the shareholders' meeting. The remuneration of the accounting firm engaged by the board of directors shall be determined by the board of directors.</p>	<p>The remuneration of an accounting firm shall be determined by the shareholders' meeting or the board of supervisors. The remuneration of the accounting firm engaged by the board of directors to fill vacancy shall be determined by the board of directors.</p>
21	Article 218	Article 218
	<p>The Company's engagement, removal or discontinuance of engagement of an accounting firm shall be resolved by the shareholders' meeting. Such resolution shall be filed with the securities regulatory authority under the State Council.</p> <p>Where a resolution is adopted at the shareholders' meeting to appoint an accounting firm other than an incumbent accounting firm, to fill any vacancy in the office of the accounting firm, or reappoint an accounting firm which is appointed by the board of directors to fill the vacancy or to remove an accounting firm before the expiration of its term of office, the following provisions shall apply :</p> <p>.....</p> <p>(iii) If the Company fails to send out the accounting firm's representations in the manner set out in Item (ii) above, the respective accounting firm may require that the representations be read out at the shareholders' meeting and may make further complaint.</p>	<p>The Company's engagement, removal or discontinuance of engagement of an accounting firm shall be resolved by the shareholders' meeting by ordinary resolution. Such resolution shall be filed with the securities regulatory authority under the State Council.</p> <p>Where a resolution is adopted at the shareholders' meeting to appoint an accounting firm other than an incumbent accounting firm, to fill any vacancy in the office of the accounting firm, or reappoint an accounting firm which is appointed by the board of directors to fill the vacancy or to remove an accounting firm before the expiration of its term of office, the following provisions shall apply :</p> <p>.....</p> <p>(iii) If the Company fails to send out the accounting firm's representations in the manner set out in Article (ii) above, the respective accounting firm may require that the representations be read out at the shareholders' meeting and may make further complaint.</p>

The numbering of original chapters, articles and cross-referenced articles will be renumbered and adjusted accordingly upon the proposed amendments to the above provisions of the Articles of Association. The English version of the proposed amendments to the Articles of Association are unofficial translation of their respective Chinese version. In the event of any inconsistency, the Chinese version shall prevail.

The proposed amendments to the Articles of Association is subject to the approval of the shareholders of the Company (the “Shareholders”) at the EGM by way of special resolution.

(2) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURES OF THE GENERAL MEETING AND THE RULES OF PROCEDURES OF THE BOARD OF SUPERVISORS

According to relevant regulations in the Company Law of the PRC, terms of the proposed amendments to the Articles of Association and the actual situation of the Company, the Board considered and approved the proposed amendments to the existing Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors.

Details of the proposed amendments to the Rules of Procedures of the General Meeting are set out below:

No.	Original version	Revised version
1	Article 9	Article 9
	<p>The authorization of external investment, disposal and acquisition of assets and external borrowings granted by the Board through the Company’s asset:</p> <p>(I) The authorization of (medium to long-term) external investment</p> <p>1. One or more years medium to long-term investment and equity transfer: the amount of funds or the net book value of physical assets used in a single external investment or equity transfer accounts for 20% or less of the latest audited net assets of the Company (consolidated financial statement, same hereinafter), and the total amount of external investment accumulated within one year shall not exceed 40% of the net assets and 20% of the total assets of the Company.</p>	<p>(Article 9 shall be deleted in its entirety)</p>

No.	Original version	Revised version
	<p data-bbox="408 219 871 383">2 The authorization of short-term external investment within one year (including entrusted wealth management);</p> <p data-bbox="483 434 871 808">The amount of funds used in a single external short-term investment shall not exceed 10% of the net assets, and the total amount of external short-term investment within one year shall not exceed 20% of the net assets and 15% of the total assets of the Company.</p> <p data-bbox="333 860 871 976">(II) The authorization of financial institutions such as banks and credit unions</p> <p data-bbox="408 1028 871 1485">The authorization is: loan in an individual borrowing amount not exceeding RMB20 million (or foreign currency equivalents calculated based on median discount price of the foreign exchange to RMB, same hereinafter) or accumulated amounts of borrowings within consecutive 12 months shall not exceed 50% of total assets in the latest audited consolidate financial statement.</p>	

No.	Original version	Revised version
	<p data-bbox="333 219 869 331">(III) The authorization of guarantees (including mortgage loans, pledged loans)</p> <ol style="list-style-type: none"> <li data-bbox="411 376 869 969">1. The amounts of single external guarantees shall not exceed 10% of the net assets in the latest audited consolidated financial statement; and the total amounts of external guarantees of the Company and its controlled subsidiaries shall not exceed 50% of the provision of guarantees form the net assets in the latest audited consolidated financial statement of the Company (excluding the guarantees from the related parties). <li data-bbox="411 1014 869 2123">2. However, the following external guarantees shall be submitted to consideration and approval as special resolution by the shareholders' general meeting <ol style="list-style-type: none"> <li data-bbox="483 1261 869 1686">a) any guarantee provided after the total amount of external guarantee provided to third parties by the Company and its controlled subsidiaries has reached or exceeded 50% of the latest audited net assets of the consolidated statements of the Company; <li data-bbox="483 1731 869 2123">b) any guarantee provided after the total amount of external guarantee provided to third parties by the Company has reached or exceeded 30% of latest audited total assets of the consolidated statements of the Company; 	

No.	Original version	Revised version
	<p>c) any guarantee to be provided to a party which has an asset-liability ratio in excess of 70%;</p> <p>d) a single guarantee for amount in excess of 10% of the latest audited net assets of the consolidated statements of the Company;</p> <p>e) any guarantee to be provided to shareholders, de facto controllers and their related parties.</p> <p>(IV) The authorization to dispose and acquire assets</p> <p>1. The authorization to dispose of assets:</p> <p>The net book value of assets disposed of in a single transaction represents 10% or less of the net assets of the Company, and the accumulated net book value of assets disposed of in 12 consecutive months represents 30% or less of the total assets of the Company.</p> <p>2. The authorization to acquire assets:</p> <p>The amount of funds used in a single acquisition of assets accounts for less than 10% of the Company's net assets, and the accumulated amount of funds used in the acquisition of assets in 12 consecutive months does not exceed 30% of the Company's total assets.</p>	

No.	Original version	Revised version
	<p>(V) Authorisation of related party transaction</p> <p>A related party transaction with an aggregate amount of less than RMB20 million or less than 5% of the absolute value of the latest audited net assets of the Company entered into between the Company (including its controlled subsidiaries) and a related party for the same subject or between the Company (including its controlled subsidiaries) and the same related party for 12 consecutive months.</p>	
2	Article 17	Article 16
	<p>Prior forty-five days notice in writing informing all the registered shareholders of the matters to be examined at the meeting as well as the date and place of such meeting.</p>	<p>When the Company convenes an annual general meeting, a notice to notify shareholders shall be given no later than twenty business days prior to the date of the meeting; when the Company convenes an extraordinary general meeting, a notice to notify shareholders shall be given no later than ten business days or fifteen days, whichever is longer, prior to the date of the meeting, specifying the matters to be examined as well as the date and place of such meetings.</p> <p>The date of such notice and the date of the meeting shall be excluded in the calculation of the aforesaid notice period. A “business day” shall mean a day on which the Hong Kong Stock Exchange is open for business for dealing in securities.</p>

No.	Original version	Revised version
3	Article 18	Article 17
	<p>.....</p> <p>The public announcement referred to in the preceding Article shall be published in one or more newspapers or periodicals designated by the competent securities department under the State Council during the period between 45 and 50 days before the meeting is held. Once the announcement is made, all shareholders of the Domestic Shares shall be deemed to have received the notice of the relevant shareholder's meeting.</p> <p>.....</p>	<p>.....</p> <p>The public announcement referred to in the preceding Article shall be published in one or more newspapers or periodicals designated by the competent securities department under the State Council before the meeting is held. Once the announcement is made, all shareholders of the Domestic Shares shall be deemed to have received the notice of the relevant shareholder's meeting.</p> <p>.....</p>
4	Article 22	Article 21
	<p>.....</p> <p>Shareholders that intend to attend the shareholders' general meeting shall, within 20 days prior to the day of the meeting, deliver a written reply to the Company on meeting attendance.</p> <p>.....</p>	<p>.....</p> <p>Shareholders that intend to attend the shareholders' general meeting shall, before the day of the meeting, deliver a written reply to the Company on meeting attendance.</p> <p>.....</p>
5	Article 26	Article 25
	<p>The Company shall, based on the written replies received from the shareholders 20 days before the date of the general meeting, calculate the number of voting shares represented by the shareholders who intend to attend the meeting. If the number of voting shares represented by the shareholders who intend to attend the meeting amounts to half or above of the total voting shares, the Company may hold the meeting; if not, the Company shall, within five days, notify the shareholders again by way of public announcement the matters to be considered at, and the place, date and time for, the meeting. The Company may hold the meeting after publication of such announcement.</p> <p>.....</p>	<p>(The paragraph shall be delated in its entirety)</p> <p>.....</p>

No.	Original version	Revised version
6	Article 45	Article 44
	<p>The board of directors, independent directors and shareholders who are qualified under the relevant conditions may make public solicitation of the shareholders' right to vote. Such information as the specific vote intention shall be sufficiently disclosed to the solicited persons in respect of solicitation of the shareholders' right to vote. It is not permitted to solicit the shareholders' right to vote in a chargeable or disguised chargeable manner. The Company shall not require the minimum shareholding limitation on the solicitation of the right to vote.</p>	<p>The board of directors, independent directors, shareholders holding more than 1% of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the securities regulatory authority under the State Council may act as proxy solicitors and, by themselves or through their appointed securities companies or securities service institutions, publicly invite the shareholders of the Company to entrust them to attend the general meetings and exercise the rights of shareholders, such as to propose and vote on resolutions, on their behalf ' but it is not permitted to solicit the right of shareholders in a chargeable or disguised chargeable manner.</p> <p>If the rights of shareholders are solicited in accordance with the preceding paragraph, the solicitors shall disclose the solicitation documents and the Company shall cooperate.</p>

Details of the proposed amendments to the Rules of Procedures of the Board of Supervisors are set out below:

No.	Original Articles	Amended Articles
1	Article 12	Article 12
	<p>.....</p> <p>A resolution of the board of supervisors must be passed by two thirds or more of the members of the board of supervisors.</p>	<p>.....</p> <p>A resolution of the board of supervisors must be passed by two thirds or more of the members of the board of supervisors.</p> <p>The board of supervisors shall review the securities offering documents and regular reports prepared by the board of directors and express its comments in writing. Supervisors shall provide written confirmation. Supervisors shall ensure that the Company discloses information in a timely and fair manner, and the information disclosed is true, accurate and complete. In the event that the supervisors cannot assure the truthfulness, accuracy and completeness of contents of the securities offering documents and regular reports or disagree with such contents, they shall express their opinions and state the reason in the written opinions for confirmation, which shall be disclosed by the Company. In the event that the Company fails to disclose it, the supervisors may directly apply for disclosure.</p>

The numbering of original chapters, articles and cross-referenced articles of the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors will be renumbered and adjusted accordingly upon the proposed amendments to the above provisions of the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors. The English version of the proposed amendments to the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors are unofficial translation of their respective Chinese version. In the event of any inconsistency, the Chinese version shall prevail.

The respective proposed amendments to the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors are subject to the approval of the Shareholders at the EGM by way of ordinary resolution.

GENERAL

The EGM will be convened for the purpose of, among other things, seeking for the Shareholders' approval for the amendments to the Articles of Association, the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors. Votes at the EGM will be taken by poll. The details in relation to the proposed amendments to the Articles of Association, the Rules of Procedures of the General Meeting and the Rules of Procedures of the Board of Supervisors will be set out in a circular which will be despatched to the Shareholders as soon as practicable.

By order of the Board
GANFENG LITHIUM CO., LTD.
LI Liangbin
Chairman

Jiangxi, PRC
March 25, 2022

As at the date of this announcement, the Board comprises Mr. LI Liangbin, Mr. WANG Xiaoshen, Ms. DENG Zhaonan and Mr. SHEN Haibo as executive directors of the Company; Mr. YU Jianguo and Ms. YANG Juan as non-executive directors of the Company; and Mr. LIU Jun, Ms. WONG Sze Wing, Ms. XU Yixin and Mr. XU Guanghua as independent non-executive directors of the Company.