

1. FURTHER INFORMATION ABOUT OUR COMPANY**A. Incorporation**

Our Company was established as a state-owned enterprise under the name of our predecessor Shehong Lithium on October 16, 1995 and converted into a joint stock limited company in the PRC on December 25, 2007 with a registered capital of RMB72 million.

The registered address of our Company is Taihe Town North, Shehong County, Sichuan Province, the PRC. Our Company has established a principal place of business in Hong Kong at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong, and has been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Hong Kong Companies Ordinance on August 16, 2018. Ms. Wong Hoi Ting has been appointed as our authorized representative for the acceptance of service of process in Hong Kong. The address for service of process on the Company in Hong Kong is the same as the Company's principal place of business in Hong Kong.

As we are incorporated in the PRC, our corporate structure and Articles of Association are subject to the relevant laws and regulations of the PRC. A summary of the relevant provisions of our Articles of Association is set out in Appendix VII. A summary of certain relevant aspects of the laws and regulations of the PRC is set out in Appendix VI.

B. Changes in share capital

As at the date of incorporation of the predecessor of our Company, Shehong Lithium, being October 16, 1995, the initial registered capital of our Company was RMB20 million. Immediately before the predecessor of our Company was converted into our Company, the registered capital was RMB50 million.

- (a) On December 25, 2007, the predecessor of our Company converted into a joint stock limited company (first known as Sichuan Tianqi Lithium Industries, Inc. and later changed its name to Tianqi Lithium Industries, Inc. and Tianqi Lithium Corporation respectively) and the registered capital of our Company increased to RMB72 million divided into 72,000,000 Shares, all of which had been fully paid up.
- (b) On March 15, 2008, our Company allotted and issued 1,230,000 and 270,000 fully paid Shares to Shenzhen Qianyuan Investment Co., Ltd. and Tianqi Group Company for a cash consideration of RMB12.48 million and RMB2.74 million, respectively. Upon completion of the issuance, the registered capital of our Company increased to RMB73.5 million divided into 73,500,000 Shares.
- (c) On August 9, 2010, the CSRC approved our Company to issue no more than 24,500,000 A Shares in connection with our listing on the Shenzhen Stock Exchange. On August 30, 2010, our Company allotted and issued 24,500,000 fully paid A Shares to the public investors on for an aggregate cash consideration of RMB735 million. Upon completion of the issuance, the registered capital of our Company increased to RMB98 million divided into 98,000,000 A Shares.
- (d) On May 24, 2011, our Company allotted and issued 49,000,000 fully paid A Shares to all then existing Shareholders on a pro-rata basis at nil consideration by converting our capital reserve into share capital. Upon completion of the issuance, the registered capital of our Company increased to RMB147 million divided into 147,000,000 A Shares.

- (e) On January 24, 2014, the CSRC approved our Company to issue not more than 135,000,000 A Shares. On March 12, 2014, our Company allotted and issued 111,760,000 fully paid A Shares to eight institutional investors on for an aggregate cash consideration of RMB3.13 billion. Upon completion of the issuance, the registered capital of our Company increased to RMB258.76 million divided into 258,760,000 A Shares.
- (f) On August 28, 2015, our Company allotted and issued 2,709,000 fully paid A Shares to 72 employees of our Group for an aggregate cash consideration of RMB84.20 million. Upon completion of the issuance, the registered capital of our Company increased to RMB261.47 million divided into 261,469,000 A Shares.
- (g) On May 27, 2016, our Company allotted and issued 732,113,200 fully paid A Shares to all then existing Shareholders on a pro-rata basis at nil consideration by converting our capital reserve into share capital. Upon completion of the issuance, the registered capital of our Company increased to RMB993.58 million divided into 993,582,200 A Shares.
- (h) On June 28, 2016, our Company allotted and issued 688,000 fully paid A Shares to 28 employees of our Group for an aggregate cash consideration of RMB15.34 million. Upon completion of the issuance, the registered capital of our Company increased to RMB994.27 million divided into 994,270,200 A Shares.
- (i) On August 25, 2016, our Company allotted and issued 152,000 fully paid A Shares to one employee of our Group for an aggregate cash consideration of RMB2.98 million. Upon completion of the issuance, the registered capital of our Company increased to RMB994.42 million divided into 994,422,200 A Shares.
- (j) On June 20, 2017, our Company repurchased and canceled 65,550 fully paid A Shares for a cash consideration of RMB536,130. Upon completion of the cancellation, the registered capital of our Company decreased to RMB994.36 million divided into 994,356,650 A Shares.
- (k) On December 5, 2017, the CSRC approved our Company to issue not more than 149,153,497 A Shares. On December 26, 2017, our Company allotted and issued 147,696,201 fully paid A Shares to the then existing Shareholders for an aggregate cash consideration of RMB1.63 billion. Upon completion of the issuance, the registered capital of our Company increased to RMB1.14 billion divided into 1,142,052,851 A Shares.
- (l) On March 29, 2019, our Company repurchased and canceled 64,906 fully paid A Shares for a cash consideration of RMB1,152,803.33. Upon completion of the cancellation, the registered capital of our Company decreased to RMB1.14 billion divided into 1,141,987,945 A Shares.
- (m) On December 26, 2019, our Company allotted and issued 335,111,438 A Shares to the original shareholders at a price of RMB8.75 per Share. Upon completion of the issuance, the registered capital of our Company increased to RMB1.48 billion divided into 1,477,099,383 A Shares.

Upon completion of the Global Offering, the registered capital of our Company will increase to RMB1,641,221,583 (assuming the Over-allotment Option is not exercised), consisting of 1,477,099,383 A Shares and 164,122,200 H Shares, or RMB1,665,839,783 (assuming the Over-Allotment Option is exercised in full), consisting of 1,477,099,383 A Shares and 188,740,400 H Shares.

Save as disclosed in the prospectus, there has been no alteration in the share capital of our Company (or its predecessor) since the incorporation of the predecessor of our Company.

C. Resolutions of our Shareholders

At the third interim shareholders' general meeting for the year 2021 of our Company held on September 29, 2021, among other things, the following resolutions were passed by the Shareholders of our Company:

Pursuant to the third interim shareholders' general meeting for the year 2021 held on September 29, 2021, our holders of A Shares resolved that, for a period of 18 months from September 29, 2021:

- (i) the issue of the H Shares and the listing of such H Shares on the Stock Exchange be approved;
- (ii) the number of H Shares to be issued initially shall not be more than 20% of the total number of issued Shares as enlarged by the Global Offering, and the number of H Shares to be issued pursuant to the exercise of the Over-allotment Option shall not be more than 15% of the number of H Shares to be offered initially issued pursuant to the Global Offering;
- (iii) subject to the completion of the Global Offering, the Articles of Association be approved and adopted, which shall only become effective on the Listing Date and the Board be authorized to amend the Articles of Association in accordance with any comments from the Stock Exchange and the relevant PRC regulatory authorities; and
- (iv) the Board be authorized to handle all matters relating to, among other things, the Global Offering, the issue and listing of the H Shares.

D. Incentive plan for senior management and key employees

The following is a summary of the principal terms of the share incentive plan (the "**2015 Plan**") approved and adopted by our general meeting on August 28, 2015. The 2015 Plan is not subject to the provisions of Chapter 17 of the Listing Rules as the 2015 Plan does not involve the grant of options by our Company to subscribe for new Shares.

(i) Purpose of the 2015 Plan

The purpose of the 2015 Plan is to further establish and improve our Company's long-term incentive mechanism, attract and retain talents, and incentivize our Directors, senior management members and the key personnel of our Company so as to effectively align the interests of our Shareholders, our Company and the key personnel together and to bring the Company's long-term development to the attention of all parties.

(ii) Incentive Shares

Participants selected to take part in the 2015 Plan (the "**Incentive Targets**") may obtain restricted ordinary shares (the "**Incentive Shares**") according to the terms of the 2015 Plan. The Incentive Targets shall be rewarded for their contribution to the Company and the relevant Incentive Shares will be vested to the Incentive Targets on the vesting date (the "**Vesting Date**").

On August 28, 2015, the Company issued 2,709,000 Incentive Shares to the Incentive Targets at RMB31.08 per share. On June 28, 2016, the Company issued 688,000 Incentive Shares to the Incentive Targets at RMB22.30 per share. On August 25, 2016, the Company further issued 152,000 Incentive Shares to the Incentive Targets at RMB19.63 per share.

(iii) The Incentive Targets

The Incentive Targets of the 2015 Plan were determined based on the actual situation of the Company and pursuant to the Company Law, the Securities Law, the Measures for the Administration of Equity Incentives of Listed Companies (Trial) and other relevant laws, regulations, normative documents as well as our Articles of Association.

The Incentive Targets of the 2015 Plan include such directors, senior management members and key technical (business) personnel as deemed necessary by our Board to be incentivized.

According to the basis for determining the above-mentioned Incentive Targets, the initial Incentive Targets who are granted with Incentive Shares under the 2015 Plan include 72 persons in total, including six directors and senior management members and 66 key technical (business) personnel.

The number of Incentive Shares to be granted to each Incentive Target is determined at the discretion of the Board, taking into account, among other matters, the strategic value of the employee's position and contribution to the Company.

The list of specific Incentive Targets and their allocation proportion shall be examined and approved by the Board of Directors, verified by the Board of Supervisors, and explained at the general meeting of the Company. For details of the identities of, and the number of Incentive Shares granted to, our Directors and senior management under the 2015 Plan, please see "Directors, Supervisors, Senior Management and Employees—Incentive Plan for Senior Management and Key Employees".

The Board may adjust the list of intended Incentive Targets if: (i) such Incentive Target becomes ineligible according to the terms of the 2015 Plan, or (ii) such Incentive Target resigns, dies or experiences a change in duties.

(iv) Effective Term, Lock-up Period and Unlocking of the Incentive Shares

(1) *Effective Term of the 2015 Plan*

The 2015 Plan shall be valid from August 28, 2015, being the first Vesting Date, until 5 years after August 28, 2015 unless all the Incentive Shares granted have been unlocked or otherwise repurchased and canceled earlier.

(2) *Lock-up Period of the 2015 Plan*

All of the Incentive Shares granted to the Incentive Targets shall be subject to various lock-up periods ranging from 1 year to 4 years, immediately from the relevant Vesting Date.

The restrictions on the sale of Incentive Shares during the lock-up period are summarized as follows:

- (a) where the Incentive Target is a senior management member of the Company, the shares that can be transferred by the Incentive Target in each year during his/her term

of office shall not exceed 25% of the total number of shares of the Company held by the Incentive Target; in addition, the shares of the Company held by the Incentive Target shall not be transferred within six months after he/she leaves the Company;

- (b) where the Incentive Target is a senior management member of the Company, if the Incentive Target sells the shares of the Company held by him/her within six months after he/she bought such shares, or the Incentive Target buys the shares of the Company within six months after he/she sold such shares, the beneficial incomes obtained by the Incentive Target shall belong to the Company, and the Board of Directors of the Company will recover such beneficial incomes; and
- (c) during the validity period of the 2015 Plan, if the relevant provisions on the transfer of shares held by the Company's senior management members are revised in the Company Law, the Securities Law and other relevant laws, regulations, normative documents and the Articles of Association of the Company, then the transfer of the Company's shares held by those Incentive Targets shall comply with the such revised provisions of the Company Law, the Securities Law and other relevant laws, regulations, normative documents and the Articles of Association.

(3) *Unlocking of the Incentive Shares*

The Incentive Shares held by the Incentive Targets shall be unlocked (or repurchased and canceled) by the Company upon the expiry of each lock-up period. If the unlocking conditions are satisfied in the period specified under the 2015 Plan, the Incentive Targets may apply to unlock the corresponding proportion of Incentive Shares within the window period determined by the Board of Directors in the same period. The part of Incentive Shares that are not applied for unlocking as scheduled will not be unlocked and will be repurchased and canceled by the Company; if the unlocking conditions are not satisfied in the current period, the corresponding proportion of Incentive Shares that can be applied for unlocking in the current period shall not be unlocked and shall be repurchased and canceled by the Company. For details of the unlock periods and the conditions for unlocking each batch of the Incentive Shares issued under the 2015 Plan, please see "Appendix I—Accountants' Report—Note 32".

The Incentive Targets may freely transfer their Incentive Shares that are unlocked, but the transfer of unlocked shares held by the Company's Directors and senior management shall comply with the relevant laws, regulations and normative documents.

(v) *Change and Termination of the 2015 Plan*

(1) *Change of Control, Amalgamation and Demerger of the Company*

The terms of the 2015 Plan shall not be affected by any change of control, amalgamation and/or demerger of the Company.

(2) Change in the Circumstances of the Incentive Targets

(a) Regulatory Violations

During the validity period of the 2015 Plan, the Incentive Shares granted to an Incentive Target but yet to be unlocked shall not be unlocked, and shall be repurchased by the Company and canceled in the following situations:

- the Incentive Target has been reprimanded or declared unfit for his/her duties by the Shenzhen Stock Exchange within the 3 preceding years;
- the CSRC imposes administrative penalties on the 2015 Plan participant for material violations of the laws and regulations within the preceding three years; or
- the Incentive Target is prohibited from being a director, supervisor or senior management of a company under the Company Law.

(b) Change of Duties

The Incentive Shares granted to an Incentive Target but yet to be unlocked shall not be unlocked, and shall be repurchased by the Company and canceled in the following situations:

- the Incentive Target cannot perform his duties satisfactorily or does not pass the appraisal;
- the Incentive Target violates any laws or professional ethics, commits dereliction of duty or divulges secrets of the Company, which causes serious losses to the Company; or
- the Company terminates the employment with the Incentive Target for the reasons stated above.

In the situations above, the Board is entitled to seek from the Incentive Target all or any profits already made, if any, by unlocking the Incentive Shares prior to the repurchase and cancellation of the remaining Incentive Shares.

For the avoidance of doubt, in the event that the duties of the Incentive Target have been changed but the Incentive Target nonetheless remains working within our Company, such Incentive Target's Incentive Shares shall be awarded and vested to that Incentive Target according to relevant procedures stipulated in the 2015 Plan as if there had been no change of duties.

(c) Resignation by or Termination of Office of the Incentive Target

In the event that the Incentive Target resigned or his/her office has been terminated by our Company, the Incentive Shares granted to an Incentive Target but yet to be unlocked shall not be unlocked, and shall be repurchased by the Company and canceled.

(d) Retirement

In the event that the Incentive Target retires during the effective term of the 2015 Plan, such Incentive Target's Incentive Shares shall be awarded and vested to that Incentive Target according to relevant procedures stipulated in the 2015 Plan but the personal appraisal requirement shall no longer be a condition for the unlocking of the Incentive Shares.

(e) Death or Loss of Labor Capacity

In the event of death or loss of labor capacity of the Incentive Target:

- where the death or loss of labor capacity happened during or as a result of the performance of the Incentive Target's duties, such Incentive Target's Incentive Shares shall be awarded and vested to that Incentive Target (or his successor, in the event of death) according to relevant procedures stipulated in the 2015 Plan but the personal appraisal requirement shall no longer be a condition for the unlocking of the Incentive Shares; and
- in any other case, the Incentive Shares granted to an Incentive Target but yet to be unlocked shall not be unlocked, and shall be repurchased by the Company and canceled.

(3) *Termination of the 2015 Plan*

The 2015 Plan shall be terminated in the following events:

- (a) the auditors of the Company issue an adverse opinion or are unable to provide opinion to the accountants' report for the preceding financial year;
- (b) the CSRC imposes administrative penalties on the Company for material violations of the laws and regulations within the preceding year; and
- (c) other situations prescribed by the CSRC.

Upon termination of the 2015 Plan in the abovementioned manner, the Incentive Shares granted but yet to be unlocked shall not be unlocked, and shall be repurchased by the Company and canceled.

(4) *Miscellaneous*

Any matters not fully covered in the above may be dealt with at the discretion of the Board.

(vi) Repurchase and Cancellation of the Incentive Shares

If the Company repurchases the Incentive Shares in accordance with the provisions of the 2015 Plan, the repurchase price is the grant price, except for the adjustment of the repurchase price in accordance with the 2015 Plan.

(vii) Respective Rights and Obligations of the Company and the Incentive Targets

(1) *Rights and Obligations of the Company*

The Company has the explanation and the execution rights of the 2015 Plan and conducts performance appraisal to the Incentive Target in accordance with the provisions of the 2015 Plan. If the Incentive Target fails to meet the unlocking conditions determined by the Plan, the Company will repurchase and cancel the relevant Incentive Shares that have not been unlocked by the Incentive Target in accordance with the 2015 Plan.

The Company promises not to provide loans or any other kind of financial assistance to the Incentive Target in obtaining relevant stocks under the 2015 Plan, including providing guarantee for his loans.

According to the provisions of the national tax laws and regulations, the Company shall withhold the Incentive Target's payable individual income tax and other tax fees.

The Company shall promptly perform its disclosure, announcement and other obligations in accordance with the applicable provisions.

The Company shall actively cooperate with the Incentive Target who meets the unlocking conditions to unlock the Incentive Shares in accordance with the 2015 Plan and the relevant provisions of CSRC, the Shenzhen Stock Exchange and China Securities Depository and Clearing Corporation Co., Ltd. However, if the Incentive Target fails to unlock and are subject to losses due to any reasons of CSRC, the Shenzhen Stock Exchange and China Securities Depository and Clearing Co., Ltd, the Company assumes no liability.

The Company shall carry out other rights and obligations stipulated by the applicable laws and regulations.

(2) Rights and Obligations of the Incentive Targets

The Incentive Target shall be diligent and adhere to occupational ethics in accordance with the requirements of the position employed by the Company and contribute to the development of the Company.

The Incentive Target shall lock the granted Incentive Shares in accordance with the provisions of the 2015 Plan.

The Incentive Shares granted to the Incentive Target enjoys the due rights after being registered at the China Securities Depository and Clearing Co., Ltd., including but not limited to the rights to dividends, share options, voting rights, etc. The cash dividends obtained by the Incentive Target under the Incentive Shares granted to the Incentive Target are escrowed by the Company and the payable dividends are paid interest-free to the Incentive Target when the Incentive Shares are unlocked; the Company will recover the dividends if the Incentive Shares cannot be unlocked in accordance with the Plan. The shares obtained by an Incentive Target due to the capitalization of common reserves, bonus issues, stock split and other matters, by reason of his/her holding of the Incentive Shares, shall be locked for the same lock-up period as that of the Incentive Shares held by the Incentive Target. The Company will repurchase and cancel such shares obtained if they cannot be unlocked in accordance with the 2015 Plan.

The Incentive Target should self-finance the funds for the purchase of the Incentive Shares in accordance with the 2015 Plan.

The Incentive Target's Incentive Shares cannot be transferred or be used to repay loans during the Lock-up Period.

Profits obtained by the Incentive Target due to the 2015 Plan shall be subject to individual income tax and other tax charges in accordance with the national tax regulations.

The Incentive Target shall carry out other rights and obligations stipulated by applicable laws and regulations.

2. SUBSIDIARIES

The information pertaining to our subsidiaries are listed in the Accountants' Report set out in Appendix I to this Prospectus. The following alterations in the capital of our subsidiaries have taken place within the two years preceding the date of this Prospectus:

- (i) ITS: On July 5, 2021, the share capital of ITS increased from US\$1,023,801,000 to US\$2,151,026,368.
- (ii) Tianqi Australia Investments 1: On June 30, 2021, Tianqi Australia Investments 1 issued 76,325,444 fully paid ordinary shares to TLH for a non-cash consideration of US\$1,207,727,126. Upon the issuance, Tianqi Australia Investments 1's number of ordinary shares on issue increased to 781,114,592.
- (iii) TLA: On June 26, 2021, TLH transferred all of its shares in TLA (being 216,770,485 fully paid ordinary shares) to TLEA for a cash consideration of US\$696,461,036.
- (iv) TLEA:
 - (1) On June 30, 2021, TLEA issued 177,864,310 fully paid ordinary shares to IGO Lithium for a cash consideration of US\$1,395,294,577. Upon the issuance, TLEA's number of ordinary shares on issue increased to 362,988,388.
 - (2) On August 18, 2021, TLEA issued:
 - (a) 1,196,970 fully paid ordinary shares to TLC for a cash consideration of US\$11,969,700.00; and
 - (b) 1,150,030 fully paid ordinary shares to IGO Lithium for a cash consideration of US\$11,500,300.

Upon the issuance, TLEA's number of ordinary shares on issue increased to 365,335,388.

Save as disclosed above, there has been no alternation in the capital of any of the subsidiaries of our Company within the two years immediately preceding the date of this Prospectus.

3. JOINT VENTURE

We established a joint venture with our joint venture partner. Information on the joint venture is set out below:

Chile SALA

Parties and equity interest:	Chile SLI	50%
	San Antonio SpA	50%
Term of joint venture:	From November 28, 2008 with no end date	
Date of establishment:	November 28, 2008	
Scope of business:	The primary purpose is the discovery, exploration, development and operational mining concessions and properties	
Nature:	Limited liability company	
Registered and paid-up share capital:	1,281,275,000 Chilean pesos divided into 20,000 shares	

All sales, assignments or transfers of registered share capital in the above joint venture are subject to pre-emptive rights of the joint venture partners set out in the joint venture contract. The entitlements of joint venture partners to profits, dividends and other distributions of the above joint venture are proportionate to their capital contribution ratios.

Upon expiry of the joint venture, the joint venture partners shall be entitled to the distributable assets proportionate to their capital contribution ratios. The number of representatives of each joint venture partner at the board of the relevant joint venture is determined through negotiation between the joint venture partners with reference to their respective capital contribution.

4. FURTHER INFORMATION ABOUT OUR BUSINESS

A. Summary of our material contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within two years preceding the date of this Prospectus which are or may be material:

- (a) the cornerstone investment agreement dated June 28, 2022 entered into among our Company, CALB Co., Ltd. (中創新航科技股份有限公司), Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus;
- (b) the cornerstone investment agreement dated June 28, 2022 entered into among our Company, CPIC Investment Management (H.K.) Company Limited (中國太保投資管理(香港)有限公司), Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus;
- (c) the cornerstone investment agreement dated June 28, 2022 entered into among our Company, Gold Mountains (H.K.) International Mining Company Limited (金山(香港)國際礦業有限公司), Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus;
- (d) the cornerstone investment agreement dated June 27, 2022 entered into among our Company, LG Chem, Ltd., Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus;
- (e) the cornerstone investment agreement dated June 28, 2022 entered into among our Company, Pacific Asset Management Co., Limited (太平洋資產管理有限責任公司), Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus;
- (f) the cornerstone investment agreement dated June 28, 2022 entered into among our Company, Shenzhen Dynanonic Company Limited (深圳市德方納米科技股份有限公司),

Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus;

- (g) the cornerstone investment agreement dated June 28, 2022 entered into among our Company, Sichuan Energy Investment (Hong Kong) Holdings Limited (四川能投(香港)控股有限公司), Morgan Stanley Asia Limited, China International Capital Corporation Hong Kong Securities Limited and CMB International Capital Limited, details of which are included in the section headed “Our Cornerstone Investors” in this Prospectus; and
- (h) the Hong Kong Underwriting Agreement.

B. Our intellectual property rights

Patents

As at the Latest Practicable Date, we have registered the following patents in the PRC which we consider to be or may be material to our business:

	<u>Patent</u>	<u>Patentee</u>	<u>Patent No.</u>	<u>Patent type</u>	<u>Application Date</u>	<u>Registration Date</u>
1.	A fluid to remove impurities in the production of battery-grade anhydrous lithium chloride	Our Company	ZL200710050051.5	Invention	2007.9.18	2009.3.4
2.	Method to produce battery-grade monohydrate lithium hydroxide	Our Company	ZL200710051016.5	Invention	2007.12.28	2009.1.28
3.	Method to produce low magnesium battery-grade lithium carbonate using lithium sulfate solution	Our Company	ZL200710049813.X	Invention	2007.8.21	2009.3.18
4.	Method to produce battery-grade anhydrous lithium chloride	Our Company	ZL200710050050.0	Invention	2007.9.18	2009.3.18
5.	Method to produce battery-grade lithium dihydrogen phosphate	Shehong Tianqi	ZL200810044349.X	Invention	2008.5.6	2009.4.29
6.	Method to produce high purity lithium carbonate	Our Company	ZL201010600802.8	Invention	2010.12.22	2012.7.25
7.	Dust-free grade monohydrate lithium hydroxide and its preparation method	Our Company	ZL201010602894.3	Invention	2010.12.23	2012.4.25
8.	Method for producing lithium carbonate	Tianqi Lithium (Jiangsu)	ZL201080065025.X	Invention	2010.11.19	2015.4.22
9.	A method to produce lithium ferrous phosphate using lithium ore as lithium source	Shehong Tianqi	ZL201110320516.0	Invention	2011.10.20	2013.1.16
10.	Method for producing lithium iron phosphate with lithium ore as lithium source	Shehong Tianqi	ZL201110320501.4	Invention	2011.10.20	2013.6.19
11.	Lithium iron phosphate cathode material with specific morphological structure and lithium secondary battery	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201110320504.8	Invention	2011.10.20	2014.2.12
12.	A method for purifying lithium carbonate	Shehong Tianqi	ZL201110436996.7	Invention	2011.12.23	2013.8.14

APPENDIX VIII

STATUTORY AND GENERAL INFORMATION

	<u>Patent</u>	<u>Patentee</u>	<u>Patent No.</u>	<u>Patent type</u>	<u>Application Date</u>	<u>Registration Date</u>
13.	A type of medical glass using spodumene	Chengdu Tianqi	ZL201110376304.4	Invention	2011.11.23	2015.6.17
14.	Method to produce lithium hydroxide monohydrate of high purity	Our Company	ZL201210126529.9	Invention	2012.4.26	2014.2.12
15.	Method to produce dust-free grade monohydrate lithium hydroxide	Our Company	ZL201210329808.5	Invention	2012.9.7	2014.2.12
16.	Method for recovering lithium carbonate from lithium iron phosphate waste	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201210406015.9	Invention	2012.10.22	2014.9.24
17.	Comprehensive recycling method of lithium iron phosphate cathode material	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201210406034.1	Invention	2012.10.22	2014.7.2
18.	Recycling method using mother liquor from the preparation of lithium iron phosphate with liquid phase method	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201210405266.5	Invention	2012.10.22	2014.4.16
19.	Integrated recycling method of lithium iron phosphate positive electrode	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201210404843.9	Invention	2012.10.22	2014.7.16
20.	Method of recovering lithium hydroxide from lithium iron phosphate waste	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201210404862.1	Invention	2012.10.22	2014.6.25
21.	Method of recovering lithium chloride from lithium iron phosphate waste	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201210404254.0	Invention	2012.10.22	2014.7.16
22.	Method of recycling nickel-cobalt-manganese ternary cathode material	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201310104022.8	Invention	2013.3.28	2015.5.27

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STATUTORY AND GENERAL INFORMATION

	<u>Patent</u>	<u>Patentee</u>	<u>Patent No.</u>	<u>Patent type</u>	<u>Application Date</u>	<u>Registration Date</u>
23.	Method of recycling lithium manganese battery cathode material	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201310105266.8	Invention	2013.3.28	2015.8.19
24.	Method of producing grade 5N high purity lithium carbonate	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201410027993.1	Invention	2014.1.21	2015.12.30
25.	Recycling method of spodumene tailings	Shenghe Tianqi	ZL201410229351.X	Invention	2014.5.27	2015.9.30
26.	Lithium aluminum alloy, and its production method and usage	Shehong Tianqi	ZL201310220464.9	Invention	2013.6.5	2016.2.24
27.	Purification device of liquid metal	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201410342758.3	Invention	2014.7.18	2016.3.23
28.	Dust-free grade monohydrate lithium hydroxide and its production method	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201410384417.2	Invention	2014.8.6	2016.3.23
29.	Processing method of spherulite mineral	Shenghe Tianqi	ZL201410229354.3	Invention	2014.5.27	2016.6.29
30.	Vacuum synthesis method of lithium aluminum alloy	Our Company	ZL201410333523.8	Invention	2014.7.14	2017.1.11
31.	A device for cutting off lithium liquid	Chongqing Tianqi	ZL201010202789.0	Invention	2010.6.17	2012.6.27
32.	A method for preparing high purity lithium carbonate from digestive solution produced in lithium production	Chongqing Tianqi	ZL201010618163.8	Invention	2010.12.31	2012.7.18
33.	A vacuum distillation and purification furnace for metal lithium	Chongqing Tianqi	ZL201010202796.0	Invention	2010.6.17	2012.7.18
34.	A method for preparing metal lithium sand	Chongqing Tianqi	ZL200910191122.2	Invention	2009.10.14	2012.10.10
35.	A device for cutting lithium profile automatically	Chongqing Tianqi	ZL201010558269.3	Invention	2010.11.24	2013.1.23
36.	A method for preparing the production of lithium ferrous phosphate with lithium ore as lithium source in complete cycle	Shehong Tianqi	ZL201110320516.0	Invention	2011.10.20	2013.1.16
37.	A technology for preparing lithium ingot in glove compartment	Chongqing Tianqi	ZL201010605600.2	Invention	2010.12.23	2013.1.30
38.	A rolling compound machine for lithium electrode battery	Chongqing Tianqi	ZL201010605647.9	Invention	2010.12.23	2013.6.5
39.	A method for submerged arc welding for ultra low carbon stainless steel thick plate	Chongqing Tianqi	ZL201210145587.6	Invention	2012.5.11	2015.7.22
40.	A metal lithium electrolyte cell	Our Company	ZL201610212833.3	Invention	2016.4.7	2017.12.22

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	<u>Patent</u>	<u>Patentee</u>	<u>Patent No.</u>	<u>Patent type</u>	<u>Application Date</u>	<u>Registration Date</u>
41.	A method for recycling the leftover cathode in lithium ion battery	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201610416490.2	Invention	2016.6.14	2018.5.11
42.	A method for preparing spherical lithium carbonate	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201611174906.0	Invention	2016.12.19	2018.7.10
43.	A method for recovering negative electrode sheet of metal lithium battery	Our Company	ZL201610654999.0	Invention	2016.8.11	2018.8.3
44.	A method for reducing nitride in metal lithium or lithium alloy	Our Company	ZL201611177870.1	Invention	2016.12.19	2018.10.30
45.	A method for preparing lithium strip via continuous electrolytic deposition	Our Company	ZL201611176573.5	Invention	2016.12.19	2018.11.6
46.	A method to recover lithium from cathode of waste lithium battery	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201611186511.2	Invention	2016.12.20	2018.12.28
47.	A method for preparing modified salt absorbent and its application	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201610016401.5	Invention	2016.1.12	2019.1.29
48.	A method for reducing and removing nitrides in metal lithium or lithium alloy	Our Company	ZL201611176625.9	Invention	2016.12.19	2019.6.11
49.	A method for preparing metal lithium tape by 3D printing	Our Company	ZL201711328593.4	Invention	2017.12.13	2019.11.8
50.	A method for recovering and synthesizing zinc ternary material precursor from old lithium battery	Our Company	ZL201711391042.2	Invention	2017.12.21	2019.11.15
51.	A harmless method for treating metal lithium waste residue	Chongqing Tianqi	ZL201811236875.6	Invention	2018.10.23	2019.12.6
52.	A method for preparing ternary cathode material precursor using waste lithium battery material	Our Company	ZL201611177778.5	Invention	2016.12.19	2019.12.27
53.	A method and evaluation device for the ability of powder to agglomerate	Our Company	ZL201710233029.8	Invention	2017.4.11	2020.1.31
54.	An electrochemical method of recycling lithium from cathode materials of waste lithium batteries	Our Company	ZL201611177876.9	Invention	2016.12.19	2020.4.17
55.	A method for recovering and treating waste lithium iron phosphate cathode material by acid leaching	Our Company	ZL201611176572.0	Invention	2016.12.19	2020.4.21
56.	A method for preparing lithium strip by melting deposition	Our Company	ZL201711285261.2	Invention	2017.12.7	2020.5.12
57.	A method for treating lithium containing waste residue	Our Company	ZL201711329748.6	Invention	2017.12.13	2020.6.5

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	<u>Patent</u>	<u>Patentee</u>	<u>Patent No.</u>	<u>Patent type</u>	<u>Application Date</u>	<u>Registration Date</u>
58.	Process for the production of lithium carbonate	Our Company	CA2786317	Invention	2010.11.19	2020.7.7
59.	A method for recovering lithium from PPS catalyst waste residue	Our Company	ZL201611187261.4	Invention	2016.12.21	2020.7.14
60.	A method for recovering lithium from its waste liquid	Our Company	ZL201611187349.6	Invention	2016.12.21	2020.8.14
61.	A method for recovering lithium from slag produced by lithium battery using fire method	Our Company	ZL201711272420.5	Invention	2017.12.6	2020.9.22
62.	An efficient method for removing lithium hexafluorophosphate from battery cell powder	Tianqi Lithium (Jiangsu)	ZL201811226706.4	Invention	2018.10.22	2020.10.16
63.	A harmless method of treating metal lithium waste residue	Tianqi Lithium (Jiangsu)	ZL201811229973.7	Invention	2018.10.22	2020.12.29
64.	A method for recovering lithium from sodium sulfate, by-product of lithium extraction by the process of spodumene sulfuric acid	Shehong Tianqi	ZL201811226837.2	Invention	2018.10.22	2021.1.22
65.	A process for producing anhydrous lithium chloride by crystallization	Shehong Tianqi	ZL201811226901.7	Invention	2018.10.22	2021.1.22
66.	A method for defluorination of lithium ion battery powder by mixed acid distillation and synergistic leaching of valuable metals	Tianqi Lithium (Jiangsu)	ZL201910869732.7	Invention	2019.9.16	2021.1.22
67.	A method for recovering high purity favelen and lithium chloride from pharmaceutical lithium containing waste liquid	Tianqi Lithium (Jiangsu)	ZL201811226847.6	Invention	2018.10.22	2021.3.12
68.	A method for preparing three dimensional alloy lithium negative electrode and lithium secondary battery	Chongqing Tianqi	ZL201910001956.6	Invention	2019.1.2	2021.6.1
69.	A method for preparing deactivated lithium powder	Our Company	ZL201711267211.1	Invention	2017.12.5	2021.6.4
70.	A method for synthesizing novel carbon material adsorbent by using negative electrode active material of waste battery	Tianqi Resources	ZL201811305851.1	Invention	2018.11.5	2021.8.6
71.	A comprehensive method for recovering waste lithium ion battery	Tianqi Resources	ZL201811286786.2	Invention	2018.10.31	2021.9.10
72.	Double paddle drying device	Our Company	ZL201320254192.X	Utility model	2013.5.10	2013.10.23
73.	Microwave drying device	Our Company	ZL201320253713.X	Utility model	2013.5.10	2013.12.25
74.	Sprocket drive	Our Company	ZL201320256066.8	Utility model	2013.5.13	2013.10.23
75.	Metal lithium electrolyzer	Our Company	ZL201320262183.5	Utility model	2013.5.15	2013.10.23
76.	Chlorine absorption device	Our Company	ZL201320265352.0	Utility model	2013.5.16	2013.10.23
77.	Vacuum rapid dispersion reactor	Our Company	ZL201420517629.9	Utility model	2014.9.10	2015.1.7
78.	A device for separating refined lithium carbonate	Our Company	ZL201620217095.7	Utility model	2016.3.21	2016.8.17
79.	A device for producing granular lithium chloride	Our Company	ZL201620217094.2	Utility model	2016.3.21	2016.8.17
80.	A system for continuous freezing and crystallizing separation of mirabilite during production of lithium hydroxide	Our Company	ZL201620278885.6	Utility model	2016.4.6	2016.8.17

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	Patent	Patentee	Patent No.	Patent type	Application Date	Registration Date
81.	Packing bag (for preventing powder from agglomerating)	Our Company	ZL201621411265.1	Utility model	2016.12.21	2017.10.24
82.	A device for preparing lithium strip by continuous electrolytic deposition	Our Company	ZL201621393509.8	Utility model	2016.12.19	2017.12.12
83.	A fully automatic waste lithium ion battery recovery system	Our Company	ZL201721696996.X	Utility model	2017.12.8	2018.7.3
84.	A new rolling equipment for separating active material and collecting waste lithium ion battery	Our Company	ZL201721697829.7	Utility model	2017.12.8	2018.7.3
85.	A system for continuous recovery of old ternary lithium ion battery	Our Company	ZL201721696127.7	Utility model	2017.12.8	2018.7.10
86.	A device for preparing inactivated lithium powder	Our Company	ZL201721733935.6	Utility model	2017.12.13	2018.7.17
87.	A device for preparing metal lithium tape by 3D printing	Our Company	ZL201721738508.7	Utility model	2017.12.13	2018.7.27
88.	Label (3)	Our Company	ZL202030187148.7	Utility model	2020.4.29	2020.12.15
89.	An oil coating device for ultra-thin metal lithium band binding	Our Company	ZL202020009609.6	Utility model	2020.1.3	2021.1.22
90.	Packaging bag (high purity lithium carbonate 2)	Our Company	ZL201230448344.0	Design	2012.9.19	2012.12.19
91.	Packaging bag (battery grade lithium carbonate 1)	Our Company	ZL201230448687.7	Design	2012.9.19	2012.12.19
92.	Packaging bag (battery grade lithium carbonate 2)	Our Company	ZL201230448108.9	Design	2012.9.19	2012.12.19
93.	Packaging bag (industrial grade one lithium carbonate 1)	Our Company	ZL201230448333.2	Design	2012.9.19	2012.12.19
94.	Packaging bag (industrial grade two lithium carbonate 1)	Our Company	ZL201230448332.8	Design	2012.9.19	2012.12.19
95.	Packaging bag (industrial grade monohydrate lithium hydroxide 1)	Our Company	ZL201230448213.2	Design	2012.9.19	2012.12.19
96.	Packaging bag (industrial grade monohydrate lithium hydroxide 2)	Our Company	ZL201230448565.8	Design	2012.9.19	2012.12.19
97.	Packaging bag (granular anhydrous lithium chloride 2)	Our Company	ZL201230448531.9	Design	2012.9.19	2012.12.19
98.	A process for the production of lithium carbonate	Our Company	2010341402	Invention	2012.9.19	2012.12.19
99.	Packaging (2)	Our Company	ZL202030186866.2	Design	2020.4.29	2020.9.1
100.	Packaging (1)	Our Company	ZL202030186859.2	Design	2020.4.29	2020.9.8
101.	A method for preparing high-purity lithium carbonate	Our Company	CA2820112	Invention	2011.7.8	2016.9.6
102.	Dust free grade lithium hydroxide monohydrate and its preparation	Our Company	CA2822196	Invention	2011.7.8	2016.10.18
103.	A method for converting ruthenium in lithium sphalerite slag to soluble salt	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201510713769.2	Invention	2015.10.28	2017.3.29
104.	A method for continuously producing battery grade lithium carbonate	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201610023541.5	Invention	2016.1.14	2017.5.24

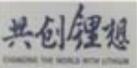
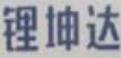
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	<u>Patent</u>	<u>Patentee</u>	<u>Patent No.</u>	<u>Patent type</u>	<u>Application Date</u>	<u>Registration Date</u>
105.	A method for preparing anhydrous lithium chloride by using waste liquid containing lithium	Our Company/ Tianqi Lithium (Jiangsu)/ Shehong Tianqi	ZL201610257026.3	Invention	2016.4.22	2017.10.31
106.	Winding shaft and winding device	Our Company/ Chongqing Tianqi	ZL202022082358.7	New model	2020.9.21	2021.4.27
107.	Cutting device suitable for cylindrical metal lithium ingot	Our Company/ Chongqing Tianqi	ZL202022080282.4	New model	2020.9.21	2021.4.20
108.	Controllable casting device for active metal or alloy	Our Company/ Chongqing Tianqi	ZL202022063829.X	New model	2020.9.18	2021.4.27
109.	Multistage calendaring device for ultra-thin lithium strip	Our Company/ Chongqing Tianqi	ZL202022080700.X	New model	2020.9.21	2021.5.18
110.	A utility model relating to a stirrer and a stirring device for high viscosity gas-solid	Our Company/ Chongqing Tianqi	ZL202022085262.6	New model	2020.9.21	2021.6.1

Trademarks

As at the Latest Practicable Date, we have registered the following trademarks which we consider to be or may be material to our business:

	<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration No.</u>	<u>Class</u>	<u>Date of expiry</u>
1.		Our Company	PRC	1088482	1	August 27, 2027
2.		Our Company	PRC	1026091	1	June 13, 2027
3.		Our Company	PRC	1098284	1	September 13, 2027
4.		Our Company	PRC	30381956	1	February 13, 2029
5.		Our Company	PRC	30387088	1	April 13, 2029
6.		Our Company	PRC	30947652	1	May 20, 2029
7.		Our Company	PRC	31211815	1	February 27, 2029
8.		Our Company	PRC	31218623	1	February 27, 2029

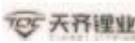
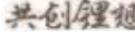
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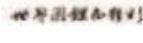
	Trademark	Registrant	Place of registration	Registration No.	Class	Date of expiry
9.		Our Company	PRC	6915111	9	July 27, 2030
10.	<i>Likunda</i>	Our Company	PRC	6915114	9	July 27, 2030
11.	锂坤	Our Company	PRC	6915118	1	July 13, 2030
12.	达坤锂	Our Company	PRC	6915119	1	July 27, 2030
13.	锂达坤	Our Company	PRC	6915120	1	July 27, 2030
14.	锂坤达	Our Company	PRC	6915121	1	July 27, 2030
15.	达锂坤	Our Company	PRC	6915122	1	July 13, 2030
16.	坤达锂	Our Company	PRC	6915123	1	July 13, 2030
17.		Our Company	PRC	6915124	1	July 13, 2030
18.	WORLD STAR	Our Company	PRC	6915125	1	July 13, 2030
19.	锂坤达	Our Company	PRC	6915126	1	July 13, 2030
20.	锂坤	Our Company	PRC	6915230	9	July 27, 2030
21.	达坤锂	Our Company	PRC	6915231	9	July 27, 2030
22.	锂达坤	Our Company	PRC	6915232	9	July 27, 2030
23.	坤锂达	Our Company	PRC	6915233	9	July 27, 2030
24.	达锂坤	Our Company	PRC	6915234	9	July 27, 2030
25.	坤达锂	Our Company	PRC	6915235	9	July 27, 2030
26.		Our Company	PRC	6915236	1	July 13, 2030
27.	<i>Likunda</i>	Our Company	PRC	6915237	1	July 13, 2030

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	<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration No.</u>	<u>Class</u>	<u>Date of expiry</u>
28.		Our Company	PRC	6915238	1	July 13, 2030
29.		Our Company	PRC	6298398	1	July 13, 2030
30.		Our Company	Hong Kong	304509711	1	April 29, 2028
31.	 	Our Company	Hong Kong	304520259	1	May 8, 2028
32.	 	Our Company	Hong Kong	304509694	1	April 29, 2028
33.	 	Our Company	Hong Kong	304509748	1	April 29, 2028
34.	 	Our Company	Hong Kong	304509676	1	April 29, 2028
35.		Our Company	Hong Kong	304509702	1	April 29, 2028

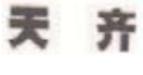
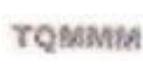
As at the Latest Practicable Date, we have been granted to use the following trademarks in the PRC by Tianqi Group Company and TQMMM we consider to be or may be material to our business:

	<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration No.</u>	<u>Class</u>	<u>Date of expiry</u>
1.	 	Tianqi Group Company	PRC	14511823	9	September 20, 2025
2.	 	Tianqi Group Company/ TQMMM	PRC	14511809	1	June 20, 2025
3.		Tianqi Group Company	PRC	13354315	37	March 20, 2026
4.		Tianqi Group Company	PRC	8786148	9	May 13, 2023

	<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration No.</u>	<u>Class</u>	<u>Date of expiry</u>
5.		Tianqi Group Company/ TQMMM	PRC	8670333	1	September 27, 2031
6.		Tianqi Group Company/ TQMMM	PRC	8548775	7	August 13, 2031
7.		Tianqi Group Company	PRC	8548742	42	September 27, 2031
8.		Tianqi Group Company	PRC	8548337	40	August 27, 2031
9.		Tianqi Group Company	PRC	8548321	39	August 13, 2031
10.		Tianqi Group Company	PRC	8548305	37	April 13, 2024
11.		Tianqi Group Company	PRC	8548289	36	September 27, 2031
12.		Tianqi Group Company	PRC	8548269	35	September 27, 2031
13.		Tianqi Group Company	PRC	8548252	19	November 20, 2031
14.		Tianqi Group Company	PRC	8548212	11	September 20, 2031
15.		Tianqi Group Company	PRC	8548200	8	August 13, 2031
16.		Tianqi Group Company	PRC	8548180	6	August 13, 2031
17.		Tianqi Group Company	PRC	8546140	1	October 20, 2031

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	<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration No.</u>	<u>Class</u>	<u>Date of expiry</u>
18.		Tianqi Group Company	PRC	6583427	1	May 27, 2030
19.		Tianqi Group Company	PRC	6583426	6	June 6, 2030
20.		Tianqi Group Company/ TQMMM	PRC	6583425	7	June 6, 2030
21.		Tianqi Group Company/ TQMMM	PRC	6583424	1	September 6, 2030
22.		Tianqi Group Company	PRC	6583423	6	July 27, 2030
23.		Tianqi Group Company/ TQMMM	PRC	6583422	7	August 20, 2030
24.		Tianqi Group Company	PRC	6583421	11	June 20, 2030
25.		Tianqi Group Company	PRC	6583419	36	April 6, 2030
26.		Tianqi Group Company	PRC	6583418	42	September 6, 2030
27.		Tianqi Group Company/ TQMMM	PRC	5182340	12	March 27, 2029
28.		Tianqi Group Company/ TQMMM	PRC	5182339	1	June 27, 2029
29.		Tianqi Group Company/ TQMMM	PRC	5182338	7	March 27, 2029
30.		Tianqi Group Company/ TQMMM	PRC	5182337	9	March 27, 2029
31.		Tianqi Group Company/ TQMMM	PRC	5182336	35	June 6, 2029
32.		Tianqi Group Company/ TQMMM	PRC	5182335	12	March 27, 2029

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	<u>Trademark</u>	<u>Registrant</u>	<u>Place of registration</u>	<u>Registration No.</u>	<u>Class</u>	<u>Date of expiry</u>
33.		Tianqi Group Company/ TQMMM	PRC	5182334	42	June 27, 2029
34.		Tianqi Group Company/ TQMMM	PRC	5182333	37	September 6, 2029
35.		Tianqi Group Company/ TQMMM	PRC	5182332	36	September 6, 2029
36.		Tianqi Group Company/ TQMMM	PRC	5182331	35	June 6, 2029
37.		Tianqi Group Company/ TQMMM	PRC	5182330	19	December 13, 2029
38.		Tianqi Group Company/ TQMMM	PRC	5182329	9	April 6, 2029
39.		Tianqi Group Company/ TQMMM	PRC	5182328	7	May 6, 2029
40.	金沙 JINSHA	Tianqi Group Company	PRC	4199318	39	January 6, 2028
41.	天齐实业 	Tianqi Group Company	PRC	4172936	6	November 13, 2026
42.		Tianqi Group Company	PRC	1673544	6	November 27, 2031
43.		Tianqi Group Company	PRC	33159084	40	September 6, 2029
44.		Tianqi Group Company	PRC	33160993	12	September 27, 2029
45.		Tianqi Group Company	PRC	36245539	40	October 13, 2029
46.		Tianqi Group Company/ TQMMM	PRC	36258374	7	December 13, 2029
47.		Tianqi Group Company	PRC	36256696	10	November 27, 2029

Domain

As at the Latest Practicable Date, we have registered the following domain which we consider to be or may be material to our business:

	Domain	Registrant	Place of registration	Registration No.	Class	Date of expiry
1.	tianqilithium.com	Our Company	PRC	13013404	1	April 19, 2027
2.	tianqilithium.com.au	TLA	Australia	D40740000001356489-AU	N/A	N/A (not currently eligible for renewal)
3.	adaralithium.com.au	TLEA	Australia	D407400000106248889-AU	N/A	N/A (not currently eligible for renewal)
4.	talison.com.au	Sons of Gwalia Ltd	Australia	D40740000002021980-AU	N/A	N/A (Not Currently Eligible For Renewal)
5.	talisonlithium.com.au	Talison Minerals	Australia	D40740000002038673-AU	N/A	N/A (not currently eligible for renewal)
6.	spodumene.com.au	Gwalia Spodumene	Australia	D40740000002803784-AU	N/A	N/A (not currently eligible for renewal)
7.	ontourwithtalison.com.au	Talison	Australia	D407400000108407659-AU	N/A	N/A (not currently eligible for renewal)

5. DISCLOSURE OF INTERESTS

A. Substantial Shareholders

Interests in our Company

So far as the Directors are aware, immediately following the completion of the Global Offering and assuming the Over-allotment Option is not exercised, each of the following persons will have an interest or short position in the shares or underlying shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who will be directly or indirectly, be interested in 10% or more of the issued voting shares of any other members of our Group:

<u>Name of Shareholder</u>	<u>Nature of interest</u>	<u>Class</u>	<u>Number of Shares directly or indirectly held</u>	<u>Approximate percentage of shareholding in the relevant class of Shares after the Global Offering⁽¹⁾</u>	<u>Approximate percentage of shareholding in the total share capital of the Company after the Global Offering⁽²⁾</u>
Mr. Jiang Weiping ⁽³⁾⁽⁴⁾	Interest of controlled corporations	A Shares	416,316,432 (Long position)	28.18%	25.37%
	Interest of spouse	A Shares	68,679,877 (Long position)	4.65%	4.18%
Tianqi Group Company ⁽³⁾	Beneficial owner	A Shares	416,316,432 (Long position)	28.18%	25.37%
Ms. Zhang Jing ⁽⁴⁾	Beneficial owner	A Shares	68,679,877 (Long position)	4.65%	4.18%
	Interest of spouse	A Shares	416,316,432 (Long position)	28.18%	25.37%

Notes:

- (1) The calculation is based on the percentage of shareholding in A Shares (as applicable) of the Company after the Global Offering.
- (2) The calculation is based on the total number of 1,641,221,583 Shares in issue after the Global Offering (assuming the Over-allotment Option is not exercised).
- (3) Tianqi Group Company, which is owned as to 90% by Mr. Jiang Weiping and 10% by Ms. Jiang Anqi, holds 416,316,432 A Shares. By virtue of the SFO, Mr. Jiang Weiping is deemed to be interested in all of the Shares held by Tianqi Group Company. As at November 4, 2021, Tianqi Group Company had pledged 108,600,000 A Shares in total to five financial institutions in the PRC, including Bank of Communications Co., Ltd. Chengdu High-tech Industrial Development Zone Branch (交通銀行股份有限公司成都高新區支行), China Zhesang Bank Co., Ltd. Chengdu Branch (浙商銀行股份有限公司成都分行), China CITIC Bank Corporation Limited Chengdu Branch (中信銀行股份有限公司成都分行), Industrial Bank Co., Ltd. Chengdu Branch (興業銀行股份有限公司成都分行) and China Everbright Bank Co., Ltd Chengdu Babao Street Sub-branch (中國光大銀行股份有限公司成都八寶街支行).
- (4) Mr. Jiang Weiping and his spouse, Ms. Zhang Jing, are deemed to be interested in the Shares held by each other under the SFO.

Save as disclosed above, as of the Latest Practicable Date, none of our Directors or Supervisors or their respective spouses and children under 18 years of age had been granted by our Company or had exercised any rights to subscribe for shares or debentures of our Company or any of its associated corporations.

Interests in shares of other member of our Group (other than our Company)

Save as disclosed below, so far as our Directors are aware, immediately following the completion of the Global Offering, no persons will, directly or indirectly, be interested in 10.0% or more of the issued voting shares of any member of our Group (other than our Company).

<u>Name of member of our Group</u>	<u>Person holding 10% or more interest</u>	<u>Approximate% of interest in the member of our Group</u>
Chongqing Tianqi	Chongqing Kunyu Lithium Co., Ltd. (重慶昆瑜鋰業有限公司)	13.62%
Windfield	RT Lithium	49%
TLEA	IGO Limited	49%

B. Disclosure of the Directors' and Supervisors' interests in the registered capital of associated corporations of the Company

Save as disclosed below, so far as is known to the Directors, immediately following completion of the Global Offering (assuming that the Over-allotment Option is not exercised), none of our Directors, Supervisors and chief executive of our Company will have interests or short positions in the shares, underlying shares and debentures of our Company or its associated corporation (within the meaning of Part XV of the SFO) which will have to be notified to us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of SFO), or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or will be required, pursuant to the Model Code for Securities Transactions by Directors and Listed Issuers to be notified to us and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Listing Rules, once the Shares are listed:

<u>Name of Director/ Supervisor</u>	<u>Nature of interest</u>	<u>Class</u>	<u>Number of Shares directly or indirectly held</u>	<u>Approximate percentage of shareholding in the relevant class of Shares after the Global Offering⁽¹⁾</u>	<u>Approximate percentage of shareholding in the total share capital of the Company after the Global Offering⁽²⁾</u>
Mr. Jiang Weiping ⁽³⁾⁽⁴⁾	Interest of controlled corporations	A Shares	416,316,432 (Long position)	28.18%	25.37%
	Interest of spouse	A Shares	68,679,877 (Long position)	4.65%	4.18%
Mr. Zou Jun	Beneficial owner	A Shares	643,637	0.04%	0.04%

Notes:

- (1) The calculation is based on the percentage of shareholding in A Shares (as applicable) of the Company after the Global Offering.
- (2) The calculation is based on the total number of 1,641,221,583 Shares in issue after the Global Offering (assuming the Over-allotment Option is not exercised).
- (3) Tianqi Group Company, which is owned as to 90% by Mr. Jiang Weiping and 10% by Ms. Jiang Anqi, holds 416,316,432 A Shares. By virtue of the SFO, Mr. Jiang Weiping is deemed interested in all of the Shares held by Tianqi Group Company. As at November 4, 2021, Tianqi Group Company had pledged 108,600,000 A Shares in total to five financial institutions in the PRC, including Bank of Communications Co., Ltd. Chengdu High-tech Industrial Development Zone Branch (交通銀行股份有限公司成都高新區支行), China Zhesang Bank Co., Ltd. Chengdu Branch (浙商銀行股份有限公司成都分行), China CITIC Bank Corporation Limited Chengdu Branch (中信銀行股份有限公司成都分行), Industrial Bank Co., Ltd. Chengdu Branch (興業銀行股份有限公司成都分行) and China Everbright Bank Co., Ltd Chengdu Babao Street Sub-branch (中國光大銀行股份有限公司成都八寶街支行).
- (4) Mr. Jiang Weiping is deemed to be interested in the Shares held by his spouse, Ms. Zhang Jing, under the SFO.

C. Particulars of service contracts

Pursuant to Rules 19A.54 and 19A.55 of the Listing Rules, each of our Directors and Supervisors has entered into a contract in respect of, among others, compliance of the relevant laws

and regulations, observations of the Articles of Association and applicable provisions on arbitration with our Company.

Save as disclosed above, none of the Directors or Supervisors has entered into any service contracts as a director or supervisor with any member of the Group (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)).

D. Directors' and Supervisors' remuneration

The aggregate remuneration paid and benefits in kind granted to the Directors in respect of each of the three years ended December 31, 2019, 2020 and 2021 were approximately RMB6.25 million, RMB5.06 million and RMB7.95 million, respectively. Save as disclosed under Note 9 to the financial statements in the Accountants' Report set out in Appendix I to this Prospectus, no Director or Supervisor received other remuneration or benefits in kind from the Company in respect of the three financial years ended December 31, 2019, 2020 and 2021.

The aggregate remuneration paid and benefits in kind granted to the Supervisors in respect of each of the three years ended December 31, 2019, 2020 and 2021 were approximately RMB0.75 million, RMB0.75 million and RMB0.81 million, respectively. Save as disclosed under Note 9 to the financial statements in the Accountants' Report set out in Appendix I to this Prospectus, no Director or Supervisor received other remuneration or benefits in kind from the Company in respect of the three financial years ended December 31, 2019, 2020 and 2021.

Under the current arrangements, the Directors will be entitled to receive compensation (including remuneration (excluding performance related bonuses) and benefits in kind) from our Company for the year ending December 31, 2022, which is estimated to be approximately RMB12.64 million in aggregate.

Under the current arrangements, the Supervisors will be entitled to receive compensation (including remuneration (excluding performance related bonuses) and benefits in kind) from our Company for the year ending December 31, 2022, which is estimated to be RMB1.11 million in aggregate.

None of our Directors and our Supervisors or any past Directors and any past Supervisors of any members of our Group has been paid any sum of money for the three years ended December 31, 2019, 2020 and 2021 (i) as an inducement to join or upon joining us or (ii) for loss of office as a Director and Supervisor of any member of our Group or of any other office in connection with the management of the affairs of any member of our Group.

There has been no arrangement under which a Director and Supervisor has waived or agreed to waive any remuneration or benefits in kind for the three years ended December 31, 2019, 2020 and 2021.

Save as disclosed in this Prospectus, none of our Directors and Supervisors has been or is interested in the promotion of, and no sum has been paid or agreed to be paid to any of them in cash or shares or otherwise by any person either to induce him to become, or to qualify him as, a Director or a Supervisor, or otherwise for services rendered by him in connection with the promotion or formation of our Company.

E. Other Information about Mr. JIANG Weiping

Mr. JIANG Weiping was one of the directors of Chengdu Tianqi Installation Engineering Co., Ltd (成都天齊安裝工程有限公司) (“**Tianqi Installation**”). The business license of Tianqi Installation had been revoked as the company was inactive with no substantial operation. Tianqi Installation was subsequently de-registered in November 16, 2007. To the best knowledge of Mr. JIANG Weiping, there has been no outstanding liabilities and unsatisfied judgments against the company.

F. Personal guarantees

Save as disclosed in the section headed “Relationship with Single Largest Group of Shareholders”, the Directors and Supervisors have not provided personal guarantees in favor of lenders in connection with banking facilities granted to us.

G. Agency fees or commissions received

Save as disclosed in the section headed “Underwriting” in this Prospectus, none of our Directors, Supervisors or any of the persons whose names are listed under the paragraph headed “6. Other Information—E. Qualification of Experts” in this Appendix had received commissions, discounts, brokerages or other special terms have been granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries within the two years preceding the date of this Prospectus.

H. Related party transactions

During the two years preceding the date of this Prospectus, we have entered into the material related party transactions as described in the section headed “Appendix I—Accountants’ Report—36. Material Related Party Transactions”.

I. Disclaimers

Save as disclosed in this Prospectus:

- (a) none of the Directors, Supervisors or chief executive of our Company has any interests and/or short positions in the shares, underlying shares and debentures of our Company or any associated corporation (within the meaning of Part XV of the SFO) which will have to be notified to us and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which he is taken or deemed to have under such provisions of SFO) or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or will be required, pursuant to the Model Code for Securities Transactions by Directors and Listed Issuers to be notified to us and the Stock Exchange, in each case once our H Shares are listed. For this purpose, the relevant provisions of the SFO will be interpreted as if they applied to the Supervisors;
- (b) none of the Directors or Supervisors nor any of the parties listed in the paragraph headed “6. Other Information—E. Qualification of experts” of this Appendix is interested in our promotion, or in any assets which have, within the two years immediately preceding the issue of this Prospectus, been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to our Company;
- (c) none of the Directors or Supervisors is a director or employee of a company which is expected to have an interest in the Shares and underlying Shares which would fall to be

disclosed to the Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO once the H Shares are listed on the Stock Exchange, or is directly or indirectly, interested in 10% or more of the issued voting shares of any other member of the Group;

- (d) save as disclosed in this Prospectus and in connection with the Underwriting Agreements, none of the Directors or Supervisors nor any of the parties listed in paragraph headed “6. Other Information—E. Qualification of experts” of this Appendix is materially interested in any contract or arrangement subsisting at the date of this Prospectus which is significant in relation to our business;
- (e) none of the parties listed in the paragraph headed “6. Other Information—E. Qualification of experts” of this Appendix:
 - (i) is interested legally or beneficially in any of our Shares or any shares in any of our subsidiaries; or
 - (ii) has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities; and
- (f) none of the Directors or Supervisors or their respective associates (as defined under the Listing Rules) or any Shareholders of our Company (who to the knowledge of the Directors owns more than 5% of our issued share capital) has any interest in our five largest suppliers or our five largest customers.

6. OTHER INFORMATION

A. Estate Duty

We have been advised that no material liability for estate duty under PRC law is likely to fall upon us.

B. Litigation

Save as disclosed in “Business—Legal and Regulatory Compliance,” as at the Latest Practicable Date, our Company is not involved in and is not aware of any material litigation, arbitration or administrative proceedings pending or threatened against us or any of our Directors that could have a material adverse effect on our financial condition or results of operations.

C. Joint Sponsors

The Joint Sponsors have made an application on our behalf to the Listing Committee of the Stock Exchange for listing of, and permission to deal in, our H Shares, including any Offer Shares which may be issued pursuant to the exercise of the Over-allotment Option. All necessary arrangements have been made enabling the H Shares to be admitted into CCASS. The Joint Sponsors have declared their independence and satisfies the criteria applicable to sponsors pursuant to Rule 3A.07 of the Listing Rules. The fees to the Joint Sponsors are US\$1,200,000 and will be borne by our Company.

D. Preliminary expenses

Our Company has not incurred any material preliminary expense in relation to the incorporation of the Company.

E. Qualification of experts

The qualifications of the experts who have given opinions in this Prospectus are as follows:

<u>Name</u>	<u>Qualification</u>
Morgan Stanley Asia Limited	Licensed corporation under the SFO to conduct Type 1 (dealing in securities), Type 4 (advising on securities), Type 5 (advising on future contracts), Type 6 (advising on corporate finance) and Type 9 (asset management) regulated activities under the SFO
China International Capital Corporation Hong Kong Securities Limited	Licensed corporation under the SFO to conduct Type 1 (dealing in securities), Type 2 (dealing in future contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 6 (advising on corporate finance) regulated activities under the SFO
CMB International Capital Limited	Licensed corporation under the SFO to conduct Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO
KPMG	Certified Public Accountants, Public Interest Entity Auditor registered in accordance with the Financial Reporting Council Ordinance
Zhong Lun Law Firm	Legal advisers as to PRC law to our Company
Clayton Utz	Legal advisers as to Australian law to our Company
Carey y Cía. Ltda.	Legal advisers as to Chilean law to our Company
Wood Mackenzie (Asia Pacific) Pty. Ltd.	Independent industry consultant
Behre Dolbear Australia Pty Limited	Competent Person

F. Consent of Experts

Each of the experts as referred to in the paragraph headed “6. Other Information—E. Qualification of experts” in this Appendix has given, and has not withdrawn, their respective written consents to the issue of this Prospectus with the inclusion of their reports and/or letters and/or valuation certificates and/or the references to their names included herein in the form and context in which they are respectively included.

Save as disclosed in this Prospectus, as of the Latest Practicable Date, none of the experts named above has any shareholding interests in any member of our Group or the right (whether legally enforceable or not) to subscribe for securities in any member of our Group.

G. No material adverse change

The Directors confirm that there has been no material adverse change in our financial or trading position since December 31, 2021.

H. Binding effect

This prospectus shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of

sections 44A and 44B of the Hong Kong Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

I. Taxation of Holders of H Shares

The sale, purchase and transfer of H Shares are subject to Hong Kong stamp duty if such sale, purchase and transfer are affected on the H Share register of members of our Company, including in circumstances where such transactions are effected on the Stock Exchange. The current rate of Hong Kong stamp duty for such sale, purchase and transfer is 0.13% (ad valorem rate) on the higher of the consideration for or the market value of the H Shares, payable by both the purchaser and the seller (in other words, a total of 0.26% is currently payable on a typical sale and purchase transaction involving H Shares). In addition, a fixed duty of HK \$5.00 is currently payable on any instrument of transfer of H Shares.

J. Bilingual Document

The English language and Chinese language version of this Prospectus are being published separately in reliance upon the exemption provided by section 4 of the Hong Kong Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

K. Miscellaneous

Save as disclosed in this Prospectus, within the two years preceding the date of this Prospectus:

- (a) no share or loan capital has been issued or agreed to be issued or is proposed to be fully or partly paid either for cash or for a consideration other than cash;
- (b) no share or loan capital of our Company, if any, is under option or is agreed conditionally or unconditionally to be put under option;
- (c) no founder shares, management shares or deferred shares of our Company or any of its subsidiaries have been issued or agreed to be issued;
- (d) the Company has no outstanding convertible debt securities or debentures;
- (e) no commission, discount, brokerage or other special term has been granted (except in connection with the Underwriting Agreements) or agreed to be granted in connection with the issue or sale of any capital of the Company or any of its subsidiaries; and
- (f) no commission has been paid or is payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any share in our Company or any of its subsidiaries.
- (g) there is no arrangements under which future dividends are waived or agreed to be waived;
- (h) there has been no interruptions in our business which may have or have had a significant effect on the financial position in the last 12 months preceding the date of this Prospectus;
- (i) there has been no material adverse change in the financial or trading position or prospects of the Group since December 31, 2021 (being the date to which the latest audited consolidated financial statements of the Group were prepared);
- (j) all necessary arrangements have been made to enable our H Shares to be admitted into CCASS for clearing and settlement.;

- (k) save for the A Shares and the corporate bonds of our Company that are listed on the Shenzhen Stock Exchange, none of the equity and debt securities of our Company, if any, is listed or dealt with in any other stock exchange nor is any listing or permission to deal being or proposed to be sought; and
- (l) we currently do not intend to apply for the status of a Sino-foreign investment joint stock limited company and do not expect to be subject to the PRC Sino-Foreign Joint Venture Law.

L. Promoters

The promoters of our Company are Tianqi Group Company and Ms. Zhang Jing.

Save as disclosed in this Prospectus, within the two years immediately preceding the date of this Prospectus, no cash, securities or other benefit has been paid, allotted or given nor are any proposed to be paid, allotted or given to the promoters named above in relation to the Global Offering and the related transactions described in this Prospectus.