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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) APPOINTMENT OF TRUSTEE OF  
THE RESTRICTED SHARE UNIT SCHEME;**

**AND**

**(2) ESTABLISHMENT OF THE MANAGEMENT COMMITTEE  
AND GRANT OF AUTHORIZATION TO THE MANAGEMENT  
COMMITTEE TO HANDLE MATTERS PERTAINING TO THE  
RESTRICTED SHARE UNIT SCHEME**

References are made to (i) the announcement of Ganfeng Lithium Co., Ltd. (the “**Company**”) dated May 25, 2022; (ii) the supplemental circular of the Company dated May 26, 2022 (the “**Circular**”); and (iii) the poll results announcement of the Company dated June 15, 2022, in relation to, among other things, (i) the proposed adoption of the RSU Scheme; and (ii) the proposed authorization to the Board and/or the Delegatee to handle matters pertaining to the RSU Scheme. Unless otherwise defined, capitalized terms used in this announcement shall have the same meaning as those defined in the Circular.

**APPOINTMENT OF TRUSTEE OF THE RESTRICTED SHARE UNIT SCHEME**

Pursuant to the RSU Scheme Rules, without prejudice to the Board’s general power of administration, to the extent not prohibited by applicable laws and regulations, the Board or the Delegatee may from time to time appoint one or more trustees (each of which shall be an independent third party) in respect of granting, administration or vesting of any RSU (each a “**Trustee**”).

The Board is pleased to announce that on July 1, 2022, the Company appointed Futu Trustee Limited as the Trustee by entering into a trust deed (the “**Trust Deed**”), pursuant to which the Trustee would hold the Awards on behalf of the relevant Selected Participants on trust, until such Awards are vested with the relevant Selected Participants in accordance with the RSU Scheme Rules and the Trust Deed, and provide other ancillary trustee services which are necessary for administering the RSU Scheme, and the Company shall pay the trustee service fee and to reimburse the reasonable fees, costs and expenses incurred by the Trustee in the operation of the Trust. The service fees of the Trustee are determined after arm’s length negotiations between the Company and the Trustee.

Futu Trustee Limited is a trust company registered under section 78(1) of the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong). It is a third party independent of and/or not connected with the Company and any of its connected persons.

### **ESTABLISHMENT OF THE MANAGEMENT COMMITTEE AND GRANT OF AUTHORIZATION TO THE MANAGEMENT COMMITTEE TO HANDLE MATTERS PERTAINING TO THE RESTRICTED SHARE UNIT SCHEME**

Pursuant to the authorization granted by the Shareholders at the AGM, to ensure the successful implementation of the RSU Scheme, the Board has resolved to (i) establish the Management Committee which comprises the chairman of the Board, Mr. Li Liangbin, as the chairman of the Management Committee, the vice-chairman of the Board, Mr. Wang Xiaoshen, as the vice-chairman of the Management Committee, and the secretary of the Board, Ms. Ouyang Ming, as a member of the Management Committee; and (ii) authorize the Management Committee to handle matters pertaining to the RSU Scheme with full authority during the Award Period, including but not limited to:

- (1) to determine the basis of eligibility of any Eligible Person for the grant of Awards from time to time on the basis of their contribution to the development and growth of the Group or such other factors deemed appropriate;
- (2) to grant Awards to those Eligible Person whom it shall select from time to time;
- (3) to determine the terms and conditions of the Awards and determine whether the vesting conditions are met;
- (4) to decide how the vesting and exercise of the RSUs will be settled pursuant to the RSU Scheme Rules;
- (5) determine adjustment (downward adjustment only) to the exercise price as set out in the Award Letter and, in such a case, a notice (including but not limited to, by mail, e-mail or by notification via any electronic means) stating the adjusted exercise price shall be issued to the Selected Participants concerned;

- (6) to construe and interpret the RSU Scheme Rules and the terms of the Award granted under the RSU Scheme;
- (7) to supervise the daily management of the RSU Scheme;
- (8) to make or vary such arrangements, guidelines, procedures and/or regulations for the administration, interpretation, implementation and operation of the RSU Scheme, provided that they are not inconsistent with the RSU Scheme Rules, if such amendments require the approval of the Shareholders' meeting and/or relevant regulatory authorities pursuant to the relevant laws, regulations or requirements of the relevant regulatory authorities, the Board or the Delegatee shall obtain the corresponding authorization;
- (9) to establish and administer performance targets in respect of the RSU Scheme;
- (10) to approve from time to time the form of an Award Letter and Vesting Notice;
- (11) to engage bank(s), accountant(s), lawyer(s), consultant(s) and other professional parties for the purpose of the RSU Scheme;
- (12) for the purposes of the operations of the RSU Scheme and dealing with the RSUs in accordance with the Trust Deed, to sign all relevant documentations for securities account opening. Above documents signed by any member of the Management Committee shall be valid;
- (13) to determine the execution, amendment and termination of the RSU Scheme;
- (14) to sign, execute, affix the common seal of the Company, amend and terminate documents (including the Trust Deed) on behalf of the Company relating to the RSU Scheme and take such other steps or actions to give effect to the terms and intent of the RSU Scheme Rules; and
- (15) to exercise any authority as may be granted by the Shareholders from time to time.

## **IMPLICATIONS UNDER THE LISTING RULES**

The RSU Scheme involves no issue of new shares or granting of option for any new securities of the Company. It does not constitute a share option scheme or an arrangement analogous to a share option scheme of the Company for the purpose of Chapter 17 of the Listing Rules.

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

Jiangxi, PRC  
July 3, 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. WANG Jinben, Ms. WONG Sze Wing, Ms. XU Yixin and Mr. XU Guanghua as independent non-executive directors of the Company.*