
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other independent professional adviser.

If you have sold or transferred all your shares in **Tianqi Lithium Corporation**, you should at once hand this circular to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

This circular is for information purposes only and does not constitute an offer or invitation to acquire, purchase or subscribe for securities.

TIANQI LITHIUM
Tianqi Lithium Corporation
天齊鋰業股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9696)

**PROPOSAL FOR AMENDMENTS TO THE POLICY FOR SELECTION
AND APPOINTMENT OF ACCOUNTING FIRMS
PROPOSAL FOR RE-APPOINTMENT OF INTERNATIONAL
AUDITOR AND DOMESTIC AUDITOR FOR 2023
AND
NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

Capitalized terms used in this cover shall have the same meanings as those defined in the section headed "Definitions" in this circular.

Notices convening the EGM to be held by the Company at the conference room on the 6th floor of the office building of the Company at No. 166, Hongliang West 1st Street, Tianfu New Area, Chengdu, Sichuan, the PRC at 2:45 p.m. on Friday, 17 November 2023 are set out on pages 14 to 15 of this circular.

Whether or not you are able to attend the EGM, you are requested to complete and return the proxy forms in accordance with the instructions printed thereon and return them to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, as soon as possible and in any event not less than 24 hours before the time appointed for holding of the EGM or any adjournment thereof. Completion and return of the proxy forms of the EGM will not preclude you from attending the EGM and voting in person if you so wish.

30 October 2023

CONTENTS

DEFINITIONS	1
LETTER FROM THE BOARD	3
(1) Introduction	3
(2) Proposal for Amendments to the Policy for Selection and Appointment of Accounting Firms	4
(3) Proposal for Re-appointment of International Auditor and Domestic Auditor for 2023	4
(4) EGM arrangements	4
(5) Recommendation	5
(6) Responsibility Statement	5
Appendix – Policy for Selection and Appointment of Accounting Firms	6
NOTICE OF THE EGM	14

DEFINITIONS

In this circular, the following words and expressions shall, unless the context otherwise requires, have the following respective meanings:

“Articles of Association”	the articles of association of the Company as amended from time to time
“Board”	the board of directors of the Company
“China” or “PRC”	the People’s Republic of China, excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan, China
“Company”	Tianqi Lithium Corporation (天齊鋰業股份有限公司), a joint stock limited company incorporated in the PRC, the H Shares of which are listed on the SEHK and the A Shares of which are listed on the SZSE
“Company Law” or “PRC Company Law”	Company Law of the PRC (中華人民共和國公司法), as amended, supplemented or otherwise modified from time to time
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be held at 2:45 p.m. on Friday, 17 November 2023 at the conference room on the 6th floor of the office building of the Company at No. 166, Hongliang West 1st Street, Tianfu New Area, Chengdu, Sichuan, the PRC and any adjournment thereof
“Group”	the Company and its subsidiaries
“H Share(s)”	the overseas listed foreign share(s) in the ordinary share capital of the Company with a par value of RMB1.00 each, which are listed on the Main Board of SEHK (stock code: 9696)
“H Shareholder(s)”	the holder(s) of H Share(s)
“HK\$” or “Hong Kong dollars” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong

DEFINITIONS

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules” or “Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“RMB”	Renminbi, the lawful currency of the PRC
“SEHK” or “Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Share(s)”	A Share(s) and H Share(s)
“Shareholder(s)”	the holder(s) of the Share(s), including A Shareholder(s) and H Shareholder(s)
“SZSE”	Shenzhen Stock Exchange
“%”	percent

LETTER FROM THE BOARD

TIANQI LITHIUM

Tianqi Lithium Corporation

天齊鋰業股份有限公司

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

(Stock Code: 9696)

Executive Directors:

Mr. Jiang Weiping

Ms. Jiang Anqi

Mr. Ha, Frank Chun Shing

Mr. Zou Jun

Registered office:

North Taihe Town

Shehong County

Sichuan Province

PRC

Independent non-executive Directors:

Mr. Xiang Chuan

Ms. Tang Guoqiong

Ms. Huang Wei

Ms. Wu Changhua

Principal place of business

in the PRC:

No. 166, Hongliang West

1st Street, Tianfu New Area,

Chengdu, Sichuan

the PRC

Principal place of business

in Hong Kong:

31/F Tower Two, Times Square

1 Matheson Street

Causeway Bay

Hong Kong

30 October 2023

To the Shareholders

Dear Sir or Madam,

**PROPOSAL FOR AMENDMENTS TO THE POLICY FOR SELECTION
AND APPOINTMENT OF ACCOUNTING FIRMS
PROPOSAL FOR RE-APPOINTMENT OF INTERNATIONAL
AUDITOR AND DOMESTIC AUDITOR FOR 2023
AND
NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to provide you with, among other things, the notice of the EGM, and to provide relevant details for you to make informed decisions on certain ordinary resolutions proposed for voting at the EGM.

LETTER FROM THE BOARD

2. PROPOSAL FOR AMENDMENTS TO THE POLICY FOR SELECTION AND APPOINTMENT OF ACCOUNTING FIRMS

In order to standardize the Company's behavior for selection and appointment (including re-appointment and change) of accounting firms (or auditors), effectively safeguard the interests of Shareholders, and improve the quality of the Company's financial information, the Board hereby proposes to amend the existing Policy for Selection and Appointment of Accounting Firms. Details of the proposed amendments are set out in the Appendix to this circular.

3. PROPOSAL FOR RE-APPOINTMENT OF INTERNATIONAL AUDITOR AND DOMESTIC AUDITOR FOR 2023

The Company intends to put forward to the Shareholders an ordinary resolution to re-appoint KPMG and KPMG Huazhen LLP as the international auditor and domestic auditor of the Company for 2023 respectively for a term of office for one year from the date on which this resolution is considered and approved at the EGM, or until the revocation or variation of such re-appointment by any general meeting of the Company. In addition, the Board proposes that Shareholders agree to authorize the Board at the EGM, and then the Board to authorize the management of the Company, to determine their remuneration based on the audit workload and a fair and reasonable pricing principle within a range of not exceeding 120% of the 2022 audit service remuneration, and to implement matters relating to the re-appointment of the international and domestic auditor for the year 2023.

4. EGM ARRANGEMENTS

The Company will convene the EGM for the Shareholders to consider and, if thought fit, to approve above relevant resolutions. Details of the EGM and resolutions to be considered at the meeting are set out in the notice of EGM dated 30 October 2023.

Holders of H Shares whose names appear on the register of members of the Company at the close of business on Tuesday, 14 November 2023 will be entitled to attend the EGM upon completion of the necessary registration procedures. The H Shares register of members will be closed from Tuesday, 14 November 2023 to Friday, 17 November 2023, both days inclusive, during which period no transfer of H Shares will be effected.

Where applicable, holders of the H Shares intending to attend the EGM are therefore required to lodge their respective instrument(s) of transfer and the relevant share certificate(s) to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by 4:30 p.m. on Monday, 13 November 2023.

LETTER FROM THE BOARD

5. RECOMMENDATION

The Board believes that the abovementioned resolutions are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends all Shareholders to vote in favor of the relevant resolutions to be proposed at the EGM.

6. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

By Order of the Board
Tianqi Lithium Corporation
Jiang Weiping

Chairman of the Board and Executive Director

Tianqi Lithium Corporation
Policy for Selection and Appointment of Accounting Firms

CHAPTER I GENERAL PROVISIONS

Article 1 This Policy is hereby formulated in accordance with the Company Law of the People's Republic of China, the Accounting Law of the People's Republic of China, the Law of the People's Republic of China on Certified Public Accountants, the Measures for the Administration of Selection and Engagement of Accounting Firms by State-Owned Enterprises and Listed Companies and other relevant laws and regulations for the purposes of standardizing the selection and appointment (including the re-appointment and changing) of Accounting Firms by Tianqi Lithium Corporation (hereinafter referred to as the "**Company**"), effectively safeguarding the interests of shareholders, and enhancing the quality of financial information.

Article 2 Accounting Firms expressing audit opinions on financial statements and issuing audit reports (hereinafter referred to as the "**Accounting Firm(s)**") shall be selected and appointed by the Company in accordance with the provisions hereof. Any Accounting Firms for statutory auditing services other than auditing of financial statements and audit reports may be engaged as per this Policy.

Article 3 The selection and appointment of Accounting Firms shall be deliberated by the audit and risk committee of the Board of Directors (hereinafter referred to as the "**Audit and Risk Committee**"), submitted to the Board of Directors for further deliberation, and be subject to the approval at the shareholders' general meeting. Prior to such deliberation and approval, the Company shall not engage any Accounting Firms.

CHAPTER II REQUIREMENTS FOR PRACTICE QUALITY OF ACCOUNTING FIRMS

Article 4 The Accounting Firms engaged by the Company shall have a good record of practice quality and meet the conditions as follows:

- (I) Qualified as an independent legal entity;
- (II) Having a permanent place of business, a sound organizational structure and a well-established internal management and control system;
- (III) Being familiar with national laws, regulations, rules and policies on financial accounting;
- (IV) Having certified public accountants to complete audit assignments and ensure audit quality;

- (V) Faithfully implementing the laws, regulations, rules and policies on financial auditing, having a good social reputation and record of quality of practice; a newly engaged Accounting Firm shall not have been subject to any administrative penalties imposed relating to businesses of securities and futures in the recent three years;
- (VI) Other conditions stipulated by the China Securities Regulatory Commission (CSRC).

CHAPTER III PROCEDURES FOR SELECTION AND APPOINTMENT OF ACCOUNTING FIRMS

Article 5 The Audit and Risk Committee of the Company shall select and appoint an Accounting Firm, supervise the audit work performed by such Accounting Firms, and assume the responsibilities as follows:

- (I) To formulate policies, procedures and relevant internal control systems for the selection and appointment of an Accounting Firm as authorized by the Board of Directors;
- (II) To propose the initiation of work related to the selection and appointment of an Accounting Firm;
- (III) To deliberate selection and appointment documents, determine evaluation factors and scoring criteria, and supervise the selection and appointment process;
- (IV) To make recommendations on the proposed selection and appointment of an Accounting Firm and audit fees, and submit them to the decision-making body for decision;
- (V) To supervise and evaluate the audit work performed by the Accounting Firm;
- (VI) To report periodically (at least annually) on the evaluation of the performance of the Accounting Firm engaged and on the performance of the supervisory duties of the Audit Committee to the Board of Directors;
- (VII) To be responsible for implementing the laws, regulations, the Articles of Association and other matters as authorized by the Board of Directors regarding the selection and appointment of accounting firms.

Article 6 Means of selection and appointment of Accounting Firms

With respect to selection and appointment of Accounting Firms, the Company shall adopt competitive negotiation, open bidding, invited bidding and other means that the competence of such Accounting Firm may be known well so as to ensure that the selection and appointment process is carried out fairly and impartially.

Where such public selection ways as competitive negotiation, open bidding and invited bidding are adopted, the Company shall release related selection and appointment documents via official website and other public channels, and such documents shall contain basic information on the selection and appointment, evaluation factors and scoring criteria. The Company, in accordance with the laws, shall determine the response time for an Accounting Firm to submit the application documents after the release of such selection and appointment documents to ensure that the Accounting Firm has sufficient time to obtain the selection and appointment information and prepare the application documents. The Company shall not restrict or exclude potential Accounting Firms by imposing unreasonable conditions, and shall not customize the selection and appointment criteria for any individual Accounting Firms. The results of the Company's selection and appointment shall be announced in a timely manner, and the announcement shall include the proposed Accounting Firm and the audit fees.

Article 7 Procedures for selection and appointment of Accounting Firms

- (I) The Audit and Risk Committee shall propose the qualification conditions and requirements for the selection and appointment of an Accounting Firm and arrange for the audit department to carry out preliminary preparations, investigations and data collection.
- (II) In case of open bidding, the selection and appointment procedures shall be as follows:
 - 1. To form a selection and appointment working group consisting of the heads of the board office, the procurement department, the audit department and the finance department of the Company, and led by the procurement department;
 - 2. The selection and appointment working group shall develop a "Work Plan for Selection and Appointment of Accounting Firms" and submit it to the Audit and Risk Committee for review and approval;
 - 3. The working group shall conduct in-depth investigation and on-site inspection of the practice quality of the proposed Accounting Firms, and reasonably evaluate the practice quality of the bidding party;

4. The procurement department shall issue bidding documents to the proposed Accounting Firms;
 5. The proposed Accounting Firms shall submit the relevant information to the selection and appointment working group within the required time and in accordance with the requirements specified in the bidding documents;
 6. The selection and appointment working group shall complete bid opening and evaluation, and prepare and submit a written report to the Audit and Risk Committee.
- (III) The Audit and Risk Committee shall submit a proposal for the selection and appointment of an Accounting Firm to the Board of Directors, and the independent directors shall express their opinions explicitly when the proposal is deliberated by the Board of Directors.
- (IV) The Board of Directors shall issue a notice of the shareholders' general meeting upon approval of such proposal. If such proposal is adopted through deliberation at the shareholders' general meeting, the Company shall sign a letter of engagement with the relevant Accounting Firm to perform the relevant auditing work for a period of one year.

Article 8 Evaluation criteria for selection and appointment of Accounting Firms

The Company shall refine the evaluation criteria for selection and appointment of an Accounting Firm, evaluate the application documents of the proposed Accounting Firms, and record and maintain the evaluation opinions of the persons involved in the evaluation.

The evaluation factors for selection and appointment of an Accounting Firm shall at least include audit quotation, qualifications, practice records, quality control standards, work plans, labors and other resources allocation, information security management, and level of risk tolerance of the Accounting Firm. The Company shall evaluate and score each valid application document separately and summarize the scores of each evaluation factor. The weight of the scores for quality control standards shall be no less than 40%, and the weight of scores for the quotation for audit fees shall be no more than 15%.

1. In evaluating the quality control standards of an Accounting Firm, the Company shall focus on the evaluation of the quality control system and its implementation, including policies and procedures for project consultation, resolution of disagreements, project quality review, project quality inspection, and identification and rectification of quality control deficiencies.

2. When the Company evaluates the audit quotation of an Accounting Firm, it shall take the average of the audit fees quotation of all Accounting Firms that meets the requirements specified in the selection and appointment documents as the benchmark price and calculate the audit fee quotation score in accordance with the following formula:

Score for the audit fees quotation = $(1 - |benchmark price - audit fees quotation|/benchmark price) \times \text{weighted score of audit fees quotation factors}$

Article 9 Audit fees

In principle, the Company shall not set a maximum price for the selection and appointment of an Accounting Firm, and if it is necessary to do so, the judgement basis for determining the maximum price and its reasonableness shall be stated in the selection and appointment documents.

During the term of the engagement, the Company and the Accounting Firms may reasonably adjust the audit fees in accordance with the changes in consumer price index and average social wage level, as well as changes in the scale and complexity of the business. In the event that the audit fees decrease by 20% or more from the previous year, the Company shall, upon request, specify the amount of the audit fees for the current period, pricing principle, changes, and reasons for such changes.

The Audit and Risk Committee shall make a comprehensive and objective evaluation on the current year's financial audit and on the practice quality of the Accounting Firm before renewal of the appointment for the next year.

CHAPTER IV PROVISIONS ON CHANGE OF ACCOUNTING FIRMS

Article 10 In any one of the following circumstances, the Company shall change its Accounting Firms:

1. Any major deficiencies in practice quality;
2. Difficulty in audit staffing and scheduling to ensure scheduled disclosure of annual reports;
3. Termination of audit service with the Company as requested by the Accounting Firm;
4. The Accounting Firms no longer have the qualifications or ability to undertake relevant businesses as conditions relating to the accounting firms change, resulting in their inability to perform its obligations according to the business engagement letter;
5. Any other circumstances that the changing is deemed necessary by the Company.

Article 11 When the Company terminates the appointment or does not renew the appointment with the Accounting Firms, the Company shall notify the Accounting Firms 30 days in advance. The Accounting Firms shall be allowed to present its opinions when the shareholders' general meeting of the Company votes on the termination of such appointment.

Article 12 Except for the circumstances stipulated in Article 10 hereof, the Company shall not change the Accounting Firms performing the annual report audit during the annual report audit period. To change the Accounting Firms, the Company shall complete the selection and appointment before the end of the fourth quarter of the year under audit.

Article 13 In the event that the Accounting Firms request to terminate its auditing service, the Audit and Risk Committee shall obtain detailed information from the relevant Accounting Firms as to the reasons thereof and make a written report to the Board of Directors. The Company shall fulfill the changing procedures in accordance with the relevant provisions hereof, and the Accounting Firm shall explain to the shareholders' general meeting whether there is any irregularity on the part of the Company.

Article 14 If an audit project partner and a signatory certified public accountant have actually undertaken the Company's audit service for five years, they shall not be allowed to participate in the Company's audit service for five consecutive years thereafter.

Under the following circumstances, the cumulative period of service of an audit project partner and a signatory certified public accountant shall be aggregated:

1. The period of service provided by the audit project partner and the signatory certified public accountant for the Corporation in different Accounting Firms due to changes in their work shall be aggregated.
2. In the event of major asset reorganization of the Company or spin-off of a subsidiary, the periods of time during which the audit project partner or certified public accountant provided audit service before and after the event shall be aggregated.
3. The years of audit service provided by the audit project partner and the signatory certified public accountant before and after the listing of the Company shall be aggregated.

Where the audit project partner or the signatory certified public accountant undertakes the audit of an initial public offering of shares or a public offering of shares to an unspecified group of people for listing, the period for which they can continuously perform audit services for the Company after the listing shall not exceed two years.

Article 15 The procedures for reappointment of an Accounting Firm shall be followed in accordance with the process of selection and appointment of an Accounting Firm.

Article 16 All the documents relating to selection and appointment of an Accounting Firm shall be archived and managed: the information of the bidding process shall be archived and kept by the purchasing department; the audit opinion of the Audit and Risk Committee, the resolution of the Board of Directors, the resolution of the shareholders' general meeting and other information shall be archived and kept by the board office of the Company. The retention period of the filed information shall be at least 10 years from the date of completion of the selection and appointment.

Article 17 The Company shall strengthen the investigation into the information security management capability of the Accounting Firm throughout the selection and appointment, stipulate separate clauses and terms in the selection and appointment contract to clarify the responsibilities and requirements for information security protection, strengthen the control of confidential and sensitive information provided to the Accounting Firm, and effectively prevent any risk of information leakage. The Accounting Firm shall fulfill information security protection obligations hereunder and standardize information data processing activities in accordance with the law and the contract.

CHAPTER V SUPERVISION AND PUNISHMENT

Article 18 The Audit and Risk Committee shall supervise and inspect the selection and appointment of an Accounting Firm, and the inspection results shall be covered in the annual audit evaluation opinion:

- (I) The implementation of laws, regulations and policies on financial auditing;
- (II) Whether the criteria, means and procedures for the selection and appointment of the Accounting Firm are in compliance with the relevant national provisions and the securities regulatory authorities;
- (III) The fulfillment of the audit engagement letter;
- (IV) Other matters that should be supervised and inspected.

Article 19 The Audit and Risk Committee shall report to the Board of Directors of any violation against the provisions made by the Accounting Firm in a timely manner, and deal with the matter in accordance with the following provisions:

- (I) Warning or criticizing in a circulated notice by the Board of Directors to the relevant violators as per the severity of the situation;

- (II) Upon resolution of the shareholders' general meeting, the economic losses caused by the termination of engagement of an Accounting Firm due to breach of contract shall be borne by the directly responsible person of the Company and other directly responsible persons;

- (III) In case of serious circumstances, the persons responsible shall be subject to appropriate financial penalties or disciplinary sanction.

Article 20 If the Accounting Firm has conducted any one of the following behaviors and caused serious consequences, the Company shall not appoint it for audit work upon the resolution of the shareholders' general meeting:

- (I) The Accounting Firm transfers or subcontracts the audit work to other organizations;

- (II) Audit reports prepared by the Accounting Firm fail to meet the requirements for the audit work and have obvious audit quality deficiencies;

- (III) Other violations against the provisions hereof.

Article 21 The Board of Directors shall report any relevant penalties imposed pursuant to the provisions as stipulated in this Chapter to the securities regulatory authorities in a timely manner.

CHAPTER VI SUPPLEMENTARY PROVISIONS

Article 22 Any matters not covered herein shall be implemented in accordance with the relevant national laws, regulations, normative documents, and the Articles of Association of the Company. The relevant national laws, regulations, normative documents, and the Articles of Association of the Company shall prevail in case of any discrepancy between this Policy and relevant national laws, regulations, normative documents and the Articles of Association of the Company.

Article 23 This Policy shall be interpreted by the Board of Directors of the Company.

Article 24 This Policy shall be effective from the date of approval by the shareholders' general meeting.

NOTICE OF THE EGM

TIANQI LITHIUM

Tianqi Lithium Corporation

天齊鋰業股份有限公司

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

(Stock Code: 9696)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the extraordinary general meeting (the “EGM”) of Tianqi Lithium Corporation (the “Company”) will be held at the conference room on the 6th floor of the office building of the Company at No. 166, Hongliang West 1st Street, Tianfu New Area, Chengdu, Sichuan, the PRC at 2:45 p.m. on 17 November 2023 for considering and, if thought fit, passing, the following resolutions:

BY WAY OF ORDINARY RESOLUTIONS:

1. To consider and approve the proposal for amendments to the Policy for Selection and Appointment of Accounting Firms;
2. To consider and approve the proposal for re-appointment of international auditor and domestic auditor for 2023.

By Order of the Board
Tianqi Lithium Corporation
Jiang Weiping

Chairman of the Board and Executive Director

Hong Kong, 30 October 2023

As at the date of this notice, the Board comprises Mr. Jiang Weiping, Ms. Jiang Anqi, Mr. Ha, Frank Chun Shing and Mr. Zou Jun as executive Directors, and Mr. Xiang Chuan, Ms. Tang Guoqiong, Ms. Huang Wei and Ms. Wu Changhua as independent non-executive Directors.

NOTICE OF THE EGM

Notes:

- (1) Pursuant to Rule 13.39(4) of the Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, votes of the shareholder(s) at the EGM shall be taken by poll. The EGM will adopt a combination of both onsite voting and online voting (online voting only applicable to A shareholders) in terms of the mechanism for voting at the meeting.
- (2) Any shareholder of the Company (the “**Shareholder(s)**”) entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote on his/her/its behalf at the EGM. A proxy need not be a Shareholder. Shareholders shall have one vote for each share that they hold.
- (3) In order to determine the holders of H shares of the Company (the “**H Share(s)**”) who are entitled to attend the EGM, the H Share registers of members of the Company shall be closed from Tuesday, 14 November 2023 to Friday, 17 November 2023 (both days inclusive), during which no transfer of H Shares will be registered. Holders of H Shares whose names appear on the H Share registers of members at the close of business on Tuesday, 14 November 2023 are entitled to attend the EGM.

In order to be entitled to attend and vote at the EGM, holders of H Shares whose transfers have not been registered shall lodge the transfer documents together with the relevant share certificates at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Monday, 13 November 2023.

- (4) The instruments appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be either under the company seal or under the hand of its director or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization documents must be notarized.
- (5) The proxy form together with the power of attorney or other authorization document (if any) must be deposited at the H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for holders of the H Shares, not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be).

Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the meeting or any adjourned meeting should such Shareholders so wish.

- (6) The meeting is expected to be concluded within a day. Shareholders (in person or by proxy) attending the meeting are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the meeting shall produce the identity documents.