

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to what action you should take, you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, or other professional adviser.

If you have sold or transferred all your shares in Ganfeng Lithium Co., Ltd., you should also notify the stockbroker, licensed securities dealer, bank manager, solicitor, or other professional adviser that you have sold or transferred your shares.

Hong Kong Exchange and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the content of this circular, and we do not accept any liability for any loss or damage arising from reliance on the information contained in this circular.



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) THE IMPLEMENTATION OF CAPITAL INCREASE AND SHARE EXPANSION AND THE INTRODUCTION OF AN EMPLOYEE SHAREHOLDING PLATFORM BY GANFENG BATTERY, A WHOLLY-OWNED SUBSIDIARY AND RELATED PARTY TRANSACTION; AND
(2) NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

A copy of the Board resolution is dated 14 December 2020.

The date of the EGM is expected to be 15-17 December 2020. The EGM of the Company will be held at the conference room of the Company, 4th Floor, R&D Building of the Company, Headquarters, Longgang Road, Economic Development Zone, Xiangxi, Jiangxi Province, PRC. The date, December 3, 2020 at 2:00 p.m.

When the Board has decided the EGM, it has read and considered the resolution of the EGM in accordance with the relevant provisions of the Company's Articles of Association and the Securities and Futures Ordinance (SFO) and the Listing Rules. The Board has 24 hours to call the general meeting of the Company, (i.e., on Wednesday, December 2, 2020 at 2:00 p.m. (Hong Kong time)). The Board will also call the general meeting of the EGM as a general meeting of the Company (as the case may be) held in the Shanghai headquarters of the EGM held at the headquarters of the Company in accordance with the relevant provisions of the Company's Articles of Association.

CONTENTS

	<i>Page</i>
DEFINITIONS	ii
LETTER FROM THE BOARD	1
I. THE IMPLEMENTATION OF CAPITAL INCREASE AND SHARE EXPANSION AND THE INTRODUCTION OF AN EMPLOYEE SHAREHOLDING PLATFORM BY GANFENG BATTERY, A WHOLLY-OWNED SUBSIDIARY AND RELATED PARTY TRANSACTION.....	2
II. EGM	12
III. RECOMMENDATION	13
IV. RESPONSIBILITY STATEMENT	14
NOTICE OF THE EGM	15

DEFINITIONS

In this contract, unless the context otherwise requires, the following definitions shall apply:

- Articles of Association** – the articles of association of the Company, as amended from time to time.
- Board** – the board of Directors.
- Capital Increase Agreement** – the capital increase agreement entered into between December 3, 2020, between Gaifeng Baote and each of the Subscriber, each a Capital Increase Agreement.
- Company** – Gaifeng Lithium Co., Ltd. (江西贛鋒鋳業股份有限公司), a joint stock company established in the PRC in limited liability, the A Share of which is the H Share of which is listed on the Shenzhen Stock Exchange (stock code: 002460) and the Main Board of the Shenzhen Stock Exchange (stock code: 01772), established in
- contracted** – has the obligation under the Lithium Regulate
- Director** – the director of the Company.
- EGM** – the extraordinary general meeting of the Company to be held at 2:00 p.m., Thursday, December 3, 2020 at the Conference Room, 4th Floor, R&D Building of the Company's Head Office, Longgang Road, Ecological Development Zone, Xintan, Jiangxi Province, the PRC.
- Gaifeng Baote** – Jiangxi Gaifeng Baote Technology Co., Ltd. (江西贛鋒鋳電科技有限公司), a limited liability company established in the PRC on June 13, 2011 and authorized to be listed on the Company.
- Gaifeng Electronics** – Xintan Gaifeng Electronics Co., Ltd. (新餘贛鋒電子有限公司), a limited liability company established in the PRC on April 4, 2018.
- Gaifeng Power** – Jiangsu Gaifeng Power Co., Ltd. (江蘇贛鋒動力科技有限公司), a limited liability company established in the PRC on August 15, 2016, authorized to be listed on the Company.
- Hong Kong** – the Hong Kong Special Administrative Region of the PRC.

DEFINITIONS

La e _i Paçicable Da e-	N e be 11, 2020, bei g _i he la e _i açicable da e _i i _i he i _i g _i f _i hi ci o la f _i a ce _i ai i g ce _i ai i f _i a _i i _i hi ci o la
Li i ed Pa _i e hi A-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce
Li i ed Pa _i e hi B-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce
Li i ed Pa _i e hi C-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce
Li i ed Pa _i e hi D-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce
Li i ed Pa _i e hi E-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce
Li i ed Pa _i e hi F-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce
Li i ed Pa _i e hi G-	a li i ed _i a _i e hi e _i abli hed f _i he _i e f _i he e _i l ee ck _i e hi _i la , e _i ec _i ed _i be egi _i e ed bef e N e be 30, 2020, he a e f _i hich i _i bjec _i a _i al f Xi _i Ad i i _i a _i f I d _i a d C _i e ce

DEFINITIONS

Li i ed Pa e hi H-	a li i ed a e hi e abli hed f he e l ee ck e hi la , e ed be egi e ed bef e N e be 30, 2020, he a e f hich i bjec a al f Xi , Ad i i ai f I d a d C e ce
Li i ed Pa e hi I-	a li i ed a e hi e abli hed f he e l ee ck e hi la , e ed be egi e ed bef e N e be 30, 2020, he a e f hich i bjec a al f Xi , Ad i i ai f I d a d C e ce
Li i ed Pa e hi J-	a li i ed a e hi e abli hed f he e l ee ck e hi la , e ed be egi e ed bef e N e be 30, 2020, he a e f hich i bjec a al f Xi , Ad i i ai f I d a d C e ce
Li i ed Pa e hi K-	a li i ed a e hi e abli hed f he e l ee ck e hi la , e ed be egi e ed bef e N e be 30, 2020, he a e f hich i bjec a al f Xi , Ad i i ai f I d a d C e ce
Li i ed Pa e hi L-	a li i ed a e hi , e ed be egi e ed bef e N e be 30, 2020, he a e f hich i bjec a al f Xi , Ad i i ai f I d a d C e ce
Li i g R le -	he R le G e i g he Li i g f Secr i e he S ck E cha ge, a a e ded f i e i e
PRC-	he Pe le' Re ublic f Chi a, a d f he e f hi a ce e l a d e ce he e c e i e he i e, e ch de H g K g, he Maca S ecial Ad i i ai e Regi f he PRC a d Tai a
RMB-	Re i bi, he la fi l e c f he PRC
Sha e()-	A Sha e() a d/ H Sha e()
Sha eh lde ()-	h lde () f he Sha e

DEFINITIONS

S₁ b c i b e –

Li i₁ e d Pa₁ e h i A, Li i₁ e d Pa₁ e h i B, Li i₁ e d Pa₁ e h i C, Li i₁ e d Pa₁ e h i D, Li i₁ e d Pa₁ e h i E, Li i₁ e d Pa₁ e h i F, Li i₁ e d Pa₁ e h i G, Li i₁ e d Pa₁ e h i H, Li i₁ e d Pa₁ e h i I, Li i₁ e d Pa₁ e h i J, Li i₁ e d Pa₁ e h i K, Li i₁ e d Pa₁ e h i L a d Li Che gli g, Wa g Xia he , De g Zha a , She Haib , Ya g Ma i g, Or a g Mi g, Xi Jia h a , Xi g Xi a , Fi Lih a, Ge Zhi i , Li Mi g, Zh i Hai a , Xi Xia i g, Xia Hai a , Li Ki i, a d Gi J a , a d each i a S₁ b c i b e –

S₁ ck E cha ge–

The S₁ ck E cha ge f H g K g Li i₁ e d

Zhejia g Fe gli–

Zhejia g Fe gli Ne E e g Tech l g C ., L₁ d. (浙江鋒鋰新能源科技有限公司), a li i₁ e d liabili c a e abli hed i₁ he PRC Dece be 28, 2017 a d a h ll - ed i b idia f₁ he C a

%–

- e ce₁

LETTER FROM THE BOARD



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)

Executive Directors:

M. LI Liangbi
M. WANG Xiaohu
M. DENG Zhaohua
M. SHEN Haibo

Registered Office:

Lingge Road
Economic Development Zone
Xichang, Jiangxi Province
PRC

Non-executive Directors:

M. YANG Jiajia
M. YU Jiagang

Principal Place of Business in Hong Kong:

40/F, Sunlight Tower
248 Queen's Road East
Wanchai
Hong Kong

Independent non-executive Directors:

M. LIU Ji
M. WONG Sze Wing
M. XU Guanghua
M. XU Yi

November 13, 2020

The Shareholder

Dear Sirs/Madams,

(1) THE IMPLEMENTATION OF CAPITAL INCREASE AND SHARE EXPANSION AND THE INTRODUCTION OF AN EMPLOYEE SHAREHOLDING PLATFORM BY GANFENG BATTERY, A WHOLLY-OWNED SUBSIDIARY AND RELATED PARTY TRANSACTION; AND
(2) NOTICE OF THE EXTRAORDINARY GENERAL MEETING

LETTER FROM THE BOARD

INTRODUCTION

Reference is made to the articles of the Company dated November 13, 2020.

The following information is provided to you in the event of a special general meeting of the Company, regarding the proposed amendments to the Company's articles of association, which were adopted by the Board of Directors of the Company on November 13, 2020.

I. The implementation of capital increase and share expansion and the introduction of an employee shareholding platform by Ganfeng Battery, a wholly-owned subsidiary and related party transaction

Reference is made to the articles of the Company dated November 13, 2020 in relation to the proposed amendments to the Company's articles of association, which were adopted by the Board of Directors of the Company on November 13, 2020.

Ganfeng Battery, a wholly-owned subsidiary of the Company, has applied to the Company to increase the authorized capital of the Company by RMB415.36 million, of which RMB500.0 million will be used to increase the authorized capital of the Company by RMB915.36 million. Under the proposed amendments to the Company's articles of association, the aggregate amount of the increase in the authorized capital of the Company will be 54.6%, and Ganfeng Battery will be the majority shareholder of the Company.

Expected Date

December 3, 2020

Parties

- (1) Ganfeng Battery;
- (2) Limited Partner A;
- (3) Limited Partner B;

LETTER FROM THE BOARD

- (4) Limited Partnership C;
- (5) Limited Partnership D;
- (6) Limited Partnership E;
- (7) Limited Partnership F;
- (8) Limited Partnership G;
- (9) Limited Partnership H;
- (10) Limited Partnership I;
- (11) Limited Partnership J;
- (12) Limited Partnership K;
- (13) Limited Partnership L; and
- (14) 16 individuals.

Pricing Policy and the Basis of Pricing Policy

As of September 30, 2020, the awarded value of the aggregate of Garage Base is a RMB494,230.7 million. The Garage Base is a derivative agreement in connection with the equity of the Garage Base is a RMB1.0 million based on the exchange rate, RMB0.988. The price is a derivative of the average of the C- and the derivative, considering the favorable effect of Garage Base's bid selection.

Consideration

Previously, the Capital Increase Agreement, the equity of the Garage Base will increase of RMB500.0 million, RMB915.36 million, and the derivative will increase of the additional RMB415.36 million equity of the capital of the company. The derivative is a derivative of the company's share price will be added to the full price:

LETTER FROM THE BOARD

Unit: RMB million

Name of party	Capital contribution and registered capital subscribed
Li Jieda (李杰达)	20.45
Li Jieda (李杰达)	28.06
Li Jieda (李杰达)	19.39
Li Jieda (李杰达)	13.25
Li Jieda (李杰达)	15.99
Li Jieda (李杰达)	24.25
Li Jieda (李杰达)	14.63
Li Jieda (李杰达)	15.17
Li Jieda (李杰达)	10.0
Li Jieda (李杰达)	10.77
Li Jieda (李杰达)	17.9
Li Jieda (李杰达)	17.4
Li Chenglin (李承霖)	57.0
Wang Xiaohua (王晓申)	22.0
Deng Zhaoming (鄧招男)	3.0
Shen Haibo (沈海博)	3.0
Yang Maning (楊滿英)	3.0
Ouyang Ming (歐陽明)	3.0
Xu Jianhua (徐建華)	3.0
Xiong Xunman (熊訓滿)	3.0
Fu Lihua (傅利華)	3.0
Ge Zhenmin (戈志敏)	62.6
Liu Ming (劉明)	14.0
Zhou Haiman (周海楠)	8.0
Xu Xiaoxiong (許曉雄)	8.0
Xiao Haiyan (肖海燕)	9.5
Lin Kai (林奎)	5.0
Gui Jia (桂娟)	1.0
Total	415.36

Such a financial contribution will be satisfied by the applicant in the self-aided funds available under the PRC law of each of the subscribers.

LETTER FROM THE BOARD

Capital contribution arrangement

According to the Capital Increase Agreements, each shareholder shall make full payment of the capital contribution in his/her own name for the effective date of the Capital Increase Agreements.

Shareholding structure of Ganfeng Battery

Set forth below is the holding structure of Ganfeng Battery as at the date of the Capital Increase Agreements and detailed information of the shareholders of the Capital Increase Agreements:

Unit: RMB million

Shareholders of Ganfeng Battery	Before completion of transactions under the Capital Increase Agreements		After completion of transactions under the Capital Increase Agreements	
	Contribution to the registered capital	% of equity interest (approximately) (%)	Contribution to the registered capital	% of equity interest (approximately) (%)
The Company	500.0	100.0	500.0	54.6
Limited Partner A	.	.	20.45	2.2
Limited Partner B	.	.	28.06	3.1
Limited Partner C	.	.	19.39	2.1
Limited Partner D	.	.	13.25	1.5
Limited Partner E	.	.	15.99	1.8
Limited Partner F	.	.	24.25	2.7
Limited Partner G	.	.	14.63	1.6
Limited Partner H	.	.	15.17	1.7
Limited Partner I	.	.	10.0	1.1
Limited Partner J	.	.	10.77	1.2
Limited Partner K	.	.	17.9	2.0
Limited Partner L	.	.	17.4	1.9
Li Chengliang	.	.	57.0	6.2
Wang Xiaohu	.	.	22.0	2.4
Deng Zhaohua	.	.	3.0	0.3
Shen Haibo	.	.	3.0	0.3
Yang Maoping	.	.	3.0	0.3
Ou Guangming	.	.	3.0	0.3
Xu Jiahua	.	.	3.0	0.3
Xi Guangxian	.	.	3.0	0.3
Fu Lihua	.	.	3.0	0.3
Ge Zhiyi	.	.	62.6	6.8

LETTER FROM THE BOARD

Shareholders of Ganfeng Battery	Before completion of transactions under the Capital Increase Agreements		After completion of transactions under the Capital Increase Agreements	
	Contribution to the registered capital	% of equity interest (approximately) (%)	Contribution to the registered capital	% of equity interest (approximately) (%)
Li Ming			14.0	1.5
Zhou Haihua			8.0	0.9
Xu Xiaoping			8.0	0.9
Xia Haihua			9.5	1.0
Li Ke			5.0	0.6
Guo Jia			1.0	0.1

Regulatory Approvals

The Company has obtained all necessary PRC regulatory approvals relating to the Capital Increase Agreements.

Reasons for and Benefits of the Capital Increase Agreements

The Directors consider that the capital increase is necessary to increase the shareholding percentage of Ganfeng Battery, and the capital financing will benefit the development of Ganfeng Battery, and the long-term interests of each shareholder, and the development of the Company in the long run.

The Directors (including the independent Directors) and Messrs. Li Liangbi, Mr. Wang Xiaohu, Mr. Deng Zhaohua and Mr. She Haibo consider that the Capital Increase Agreements are a special arrangement, and are fair and reasonable in the interests of the Company and the Shareholders as a whole.

Messrs. Li Liangbi, Mr. Wang Xiaohu, Mr. Deng Zhaohua and Mr. She Haibo, being Directors, abstained from voting on the Board resolution of the Capital Increase Agreements, while the other independent Directors (including the independent Directors), Messrs. Yu Jianguo, Mr. Yang Jijia, Mr. Liu Jun, Mr. Wang Sizewang, Mr. Xu Yida and Mr. Xu Guanghua, voted in favour of the resolution.

Gain or Loss attributable to the Disposal

The Company's net gain will be accrued to the Company, and the consideration for the Capital Increase Agreements will be used to pay the dividend to the shareholders of Ganfeng Battery as at September 30, 2020.

LETTER FROM THE BOARD

Li i ed Pa e hi B a li i ed a e hi e abli hed f he e l ee ck e hi la , i h i ge e al a e bei g Tia We ji (田文進). E ce f Che Ba li (程寶利) h h ld 17.8%, Tia We ji h h ld 14.3%, Zh Wei (周威) h h ld 10.7%, Che g Jr h a (程軍華) h h ld 7.1%, H a g Ji g i (黃敬平) h h ld 7.1%, a d Ta g Jia j (唐姣君) h h ld 7.1%, he li i ed a e h ld e ha 5% e i i e e f Li i ed Pa e hi B.

Li i ed Pa e hi C a li i ed a e hi e abli hed f he e l ee ck e hi la , i h i ge e al a e bei g Ta Tai i g (譚太平). E ce f Ta Tai i g h h ld 15.5%, D g We cha g (董文倉) h h ld 10.3%, Li R i (劉銳) h h ld 10.3%, a d Ca Xi i (曹錫儀) h h ld 10.3%, he li i ed a e h ld e ha 5% e i i e e f Li i ed Pa e hi C.

Li i ed Pa e hi D a li i ed a e hi e abli hed f he e l ee ck e hi la , i h i ge e al a e bei g Mi g Yi hi (明應時). E ce f Mi g Yi hi h h ld 22.6%, Wa g Y g ei (王永偉) h h ld 15.1%, Li Xia h a (劉小華) h h ld 15.1%, Li Wei i (李維義) h h ld 7.6%, a d Yr Xia da (餘小旦) h h ld 7.6%, he li i ed a e h ld e ha 5% e i i e e f Li i ed Pa e hi D.

Li i ed Pa e hi E a li i ed a e hi e abli hed f he e l ee ck e hi la , i h i ge e al a e bei g Gr Y g i g (顧勇平). E ce f Gr Y g i g h h ld 18.8%, Ya g Sh a g (楊爽) h h ld 12.5%, a d Wr H gfe g (吳洪楓) h h ld 6.3%, he li i ed a e h ld e ha 5% e i i e e f Li i ed Pa e hi E.

Li i ed Pa e hi F a li i ed a e hi e abli hed f he e l ee ck e hi la , i h i ge e al a e bei g Gr Zhi i g. E ce f Wa g Qia (王乾), h h ld 16.5%, Li T gh a (李同華) h h ld 12.4%, Bi Sh (寶術) h h ld 12.4%, Gr Zhi i g (郭志雄) h h ld 8.3%, a d Xr S g (許鬆) h h ld 8.3%, he li i ed a e h ld e ha 5% e i i e e f Li i ed Pa e hi F.

LETTER FROM THE BOARD

Li i₁ed Pa₁ e hi G a li i₁ed a₁ e hi e₁abli hed f₁ he₁ e f₁he e₁ l ee
ck e hi la , i₁h i₁ ge e al a₁ e bei g H₁ Kai (胡凱).
E ce₁ f H₁ Kai h h ld 20.8%, Zha g X₁ e₁ (張學普) h
h ld 20.8%, S₁ Li zhe (孫麗珍) h h ld 6.9%, Dai Shika g
(戴世康) h h ld 6.9%, he li i₁ed a₁ e h ld e
ha 5% e₁ i₁ i₁ e e₁ f Li i₁ed Pa₁ e hi G.

Li i₁ed Pa₁ e hi H a li i₁ed a₁ e hi e₁abli hed f₁ he₁ e f₁he e₁ l ee
ck e hi la , i₁h i₁ ge e al a₁ e bei g Zha g
Y g ia g (張永祥). E ce₁ f Zha g Y g ia g h h ld
19.8%, Li Ji₁ (林久) h h ld 19.8%, Jia g Ha (江浩) h
h ld 6.6%, a d Wei Yi li (魏引利) h h ld 5.3%, he
li i₁ed a₁ e h ld e ha 5% e₁ i₁ i₁ e e₁ f Li i₁ed
Pa₁ e hi H.

Li i₁ed Pa₁ e hi I a li i₁ed a₁ e hi e₁abli hed f₁ he₁ e f₁he e₁ l ee
ck e hi la , i₁h i₁ ge e al a₁ e bei g Jia g Ji g
(蔣勁鬆). E ce₁ f Jia g Ji g h h ld 50.0%, Zha g
Me i (章夢軼) h h ld 10.0%, Wa g Ya fei (王燕飛) h
h ld 10.0%, Zha g Hai ia (張海霞) h h ld 5.0%, a d Zha g
X₁ (張旭) h h ld 5.0%, he li i₁ed a₁ e h ld e
ha 5% e₁ i₁ i₁ e e₁ f Li i₁ed Pa₁ e hi I.

Li i₁ed Pa₁ e hi J a li i₁ed a₁ e hi e₁abli hed f₁ he₁ e f₁he e₁ l ee
ck e hi la , i₁h i₁ ge e al a₁ e bei g W₁
H g h a g (吳紅雙). E ce₁ f Zh g Xia i g (鍾小青) h
h ld 11.9% a d Zh₁ Ya (周燕) h h ld 6.5%, he
li i₁ed a₁ e h ld e ha 5% e₁ i₁ i₁ e e₁ f Li i₁ed
Pa₁ e hi J.

Li i₁ed Pa₁ e hi K a li i₁ed a₁ e hi e₁abli hed f₁ he₁ e f₁he e₁ l ee
ck e hi la , i₁h i₁ ge e al a₁ e bei g Lia Xia i₁
(廖小秋). N li i₁ed a₁ e h ld e ha 5% e₁ i₁ i₁ e e₁
f Li i₁ed Pa₁ e hi K.

LETTER FROM THE BOARD

Li i ed Pa e hi L	a li i ed a e hi , i hi ge e al a e bei g Xi She g a g (徐聖旺). E ce f Xi She g a g h h ld 58.6%, Wa g Zhiga g (汪志剛) h h ld 17.2%, H a g Ha (黃浩) h h ld 17.2%, a d Li Y (柳雲) h h ld 5.2%, he li i ed a e h ld e ha 5% e i i e e f Li i ed Pa e hi L.
Li Che gli g	Li Che gli g i he f M . Li Lia gbi , chai a f he B a d a d a e e e i e Di e e f he C a
Wa g Xia he	Wa g Xia he i ice-chai a f he B a d a d a e e e i e Di e e f he C a
De g Zha a	De g Zha a i e e e i e Di e e f he C a
She Haib	She Haib i a e e e i e Di e e f he C a
Ya g Ma i g	Ya g Ma i g i a e i a age e e be f he C a
Or a g Mi g	Or a g Mi g i a e i a age e e be f he C a
Xi Jia h a	Xi Jia h a i a e i a age e e be f he C a
Xi g Xi a	Xi g Xi a i a e i a age e e be f he C a
Fr Lih a	Fr Lih a i a e i a age e e be f he C a
Ge Zhi i	Ge Zhi i i a e i a age e e be f Ga fe g Ba e
Lir Mi g	Lir Mi g i a e i a age e e be f Ga fe g Ba e
Zh r Hai a	Zh r Hai a i a e i a age e e be f Ga fe g Ba e
Xi Xia i g	Xi Xia i g i a e i a age e e be f Ga fe g Ba e
Xia Hai a	Xia Hai a i a e i a age e e be f Ga fe g Ba e
Li Kr i	Li Kr i i he fi a cial e e e i e f Ga fe g Ba e
Gi Jr a	Gi Jr a i a e i f Ga fe g Ba e

LETTER FROM THE BOARD

The idea of the "Electronic Disclosure" of each of the Capital Increase Agreement is a special one, and a fair and reasonable dividend for the Company and the Shareholders.

Shareholders' approval

A (i) Mr. Li Chengli is a director of M. Li Liangbi; (ii) Mr. Zhang Xiaogang, Mr. Li Liang, Mr. Li Liang, Mr. Xi Jialang, Mr. Chen Liang, Mr. Chen Qigang, Mr. Li Zhiyi, Mr. Li Zhiyuan and Mr. Li Zhijian are related to Mr. Li Liangbi as defined in the Rules Governing the Listing of Securities of the Shenzhen Stock Exchange (深圳證券交易所股票上市規則); (iii) Mr. Wang Xiaohu, Mr. Deng Zhaoyuan and Mr. Shen Haibao are directors of the Company; (iv) Mr. Yang Maogang, Mr. Ouyang Ming, Mr. Xu Jiahua, Mr. Xi Xuan and Mr. Fr. Lihua are employees of the Company; (v) Mr. Ge Zhiyi and Mr. Xu Xiaogang are directors of the Company since 12 months; (vi) Mr. Liu Ming and Mr. Zhang Haiyan are employees of the Company since 12 months; and the above directors and employees of the Company are related to the Shareholders as defined in the Rules Governing the Listing of Securities of the Shenzhen Stock Exchange, the above directors and employees of the Company are related to the Shareholders as defined in the Rules Governing the Listing of Securities of the Shenzhen Stock Exchange, which are based on the "Disclosure of the Shareholders' Information" (2/3) of the Shareholders' Information held by the Shareholders and the directors and employees of the Company. The above related to Mr. Li Liangbi will all abstain from voting at the EGM according to the Rules Governing the Listing of Securities of the Shenzhen Stock Exchange.

II. EGM

The notice of the EGM is issued on 15/17 February.

The proposed dividend is a special dividend of the Company. The Shenzhen Stock Exchange Listing Rules and the Guidelines of the Shenzhen Stock Exchange of the Listed Companies (Revised 2020), which are based on the "Disclosure of the Shareholders' Information" (2/3) of the Shareholders' Information held by the Shareholders and the directors and employees of the Company.

Practically, the Listing Rules and the Article of Association, as well as the Shareholders' Agreement, are all subject to the Shareholders' decision, which is a fair and reasonable dividend for the Company. The above directors and employees of the Company will abstain from voting at the EGM in accordance with the Listing Rules.

Since the dividend is a special dividend, it is a matter of belief, and the Shareholders' Information, as well as the Shareholders' Information, will be issued to the Shareholders and the directors and employees of the Company.

LETTER FROM THE BOARD

Sa e a M . Li Che gli gi a e aci gi c ce i h M . Li Lia gbi , he be k ledge, i f ai a d belief f he Di ec , ha i g ade all ea able e i ie , he e i (i) i g i , he ag ee e a a ge e i de a di ge e ed i b bi di g a Sha eh lde ; a d (ii) bliga i e i le e f a Sha eh lde a a he La e P ac icable Da e, he eb he/ he ha a ha e e a il e a e l a ed c l e he e e ci e f he i g igh i e ec f hi /he Sha e a hi d a , ei he ge e all a ca e-b -ca e ba i . Acc di gl , he be k ledge, i f ai a d belief f he Di ec , he e e i di ce a c be ee a Sha eh lde ' be eficial ha eh ldi gi e e i he C a a d he i be f Sha e i e ec f hich i ch Sha eh lde ill c l ill be e i led e e ci e c l e he i g igh a he EGM.

Whe he i a e able a e d he EGM i e , i a e e e ed c le e he f i acc da ce i h he i i c i i ed he e a d e i he a e he ha e egi a f H Sha e f he C a , C i e ha e H g K g I e Se ice Li i ed a 17M Fl , H e ell Ce e, 183 Q ee ' R ad Ea , Wa chai, H g K g, a a ble br i a e e i la e ha 24 h i bef e he i e a i ed f he h ldi g f he EGM a adj i e e f. C le i a d e i f he f hall e cl de i f a e di ga d i gi e a he EGM a adj i e e f h i ld i de i e.

III. RECOMMENDATION

The B a d (a e a M . Li Lia gbi , M . Wa g Xia he , M . De g Zha a a d M . She Haib) c ide ha he ed e h i e i ab e a e i he i e e f he C a a d he Sha eh lde a a h le. Acc di gl , he B a d (a e a M . Li Lia gbi , M . Wa g Xia he , M . De g Zha a a d M . She Haib) ec e d ha Sha eh lde eligible e a he EGM a e d a d e i fa i f he e h i .

LETTER FROM THE BOARD

IV. RESPONSIBILITY STATEMENT

This circular, together with the Director's letter and the independent auditor's report, constitute the financial statements of the Company for the year ended December 31, 2014. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the financial statements are true and correct and that the directors are not aware of any facts which would make a statement made in this circular misleading.

Yours faithfully
For and behalf of the Board
GANFENG LITHIUM CO., LTD.
LI Liangbin
Chairman

NOTICE OF THE EGM



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)

NOTICE OF THE EGM

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the EGM) of Ganfeng Lithium Co., Ltd. (the Company) will be held at the conference room of the Company's R&D Building at the Company's Headquarters, Longgang Road, Economic Development Zone, Xindi, Jiagong Industrial Park, the People's Republic of China Thursday, December 3, 2020 at 2:00 p.m. of the fulling time. Under the invitation, the invited shareholders of the fulling time shall have the same as the defined in the circular of the Company dated November 13, 2020 (the Circular), which the invitee is invited to attend the EGM shall be invited to attend. The fulling time shall be conducted, if necessary, at the EGM:

SPECIAL RESOLUTION

1. To consider and approve the proposal of the shareholders of the Company to elect LI Liangbin as a director of the Company.

By order of the Board
GANFENG LITHIUM CO., LTD.

LI Liangbin

Chairman

November 13, 2020

At the date of this notice, the Board of the Company consists of M. LI Liangbin, M. WANG Xiaohu, M. DENG Zhaohua and M. SHEN Haibao as executive directors of the Company; M. YANG Jiajia as a director; M. YU Jiagang as an executive director of the Company; and M. LIU Ji, M. WONG Sze Wing, M. XU Guanghua and M. XU Yi as independent non-executive directors of the Company.

NOTICE OF THE EGM

(H) The EGM (a adj , e he e f) i e ec ed la f e da . Sha eh lde h a e d he EGM (a adj , e he e f) hall bea hei a elli ga d acc da i e e e .

(I) A a he da e f hi ice, he B a d f he C a c i e M . LI Lia gbi , M . WANG Xia he , M . DENG Zha a a d M . SHEN Haib a e ec i e di ec f he C a ; M . YANG Ji a j a a d M . YU Jia g a -e ec i e di ec f he C a ; a d M . LIU Ji M . WONG Sze Wi g, M . XU G a gh a a d M . XU Yi i a i de e de -e ec i e di ec f he C a .