香港交易及結算所有限公司及香港聯合交易所有限公司對本公告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本公告全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。

贛锋锂业

GanfengLithium

Ganfeng Lithium Co., Ltd.

江西贛鋒鋰業股份有限公司

(於中華人民共和國註冊成立之股份有限公司)

(股份代號：1772)

海外監管公告

本公告乃根據香港聯合交易所有限公司證券上市規則第13.10B條刊發。

根據中華人民共和國的有關法例規定，江西贛鋒鋰業股份有限公司(「**本公司**」)在深圳證券交易所網站(http://www.szse.cn/)刊發了以下公告。茲載列如下，僅供參閱。

承董事會命
江西贛鋒鋰業股份有限公司
董事長
李良彬

中國．江西
二零一九年四月三十日

於本公告日期，本公司董事會成員包括本公司執行董事李良彬先生、王曉申先生、沈海博先生、鄧招男女士及許曉雄先生；本公司非執行董事黃代放先生；以及本公司獨立非執行董事郭華平先生、黃華生先生、劉駿先生及黃斯穎女士。

002460 2019-044

江西赣锋锂业股份有限公司

（GANFENG LITHIUM CO.,LTD.）

公开发行 A 股可转换公司债券预案

公司声明

1

2 A A

3 A

4

5 A A

江西赣锋锂业股份有限公司
公开发行 A 股可转换公司债券预案

一、本次发行符合《上市公司证券发行管理办法》公开发行证券条件的说明

“ ”

“ ”

“ ”

“ ” “ ” “ ”

A A

二、本次发行概况

（一）本次发行证券的种类

A

A

（二）发行规模

215,000.00 215,000.00

（三）票面金额和发行价格

100

（四）债券期限

6

（五）债券利率

（六）付息的期限和方式

1

I=B×i

I

B “ ” “ ”

i

2

1

2

3

A

4

（七）转股期限

（八）转股价格的确定及其调整

1

A

A

A = A

/ A

A = A /

A

2

$P_1=P_0/\quad 1+n$

$P_1 = P_0 + A \times k / 1+k$

$P_1 = P_0 + A \times k / 1+n+k$

$P_1 = P_0 \quad D$

$P_1 = P_0 \quad D + A \times k / 1+n+k$

P_0 n k

A D P_1

/

“ ”

/

（九）转股价格向下修正条款

1.

A

80%

A

2

（十）转股股数确定方式以及转股时不足一股金额的处理方法

Q=V/P

V

P

1

5

（十一）赎回条款

1

5

2

1 A

130% 130%

2 3,000

IA=B×i×t/365

IA

B

i

t

（十二）回售条款

1

A

70%

“ ”

2.

（十三）转股后的股利分配

A A

A

（十四）发行方式及发行对象

（十五）向原 A 股股东配售的安排

A A

A

A A

/

（十六）债券持有人会议相关事项

1.

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2 A

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5

6

7

8

10%

9

10

1

2 10%

3

（十七）本次募集资金用途及实施方式

215,000.00

215,000.00

1	Minera Exar	107,200.00	107,200.00
2		76,585.00	47,300.00
3		60,500.00	60,500.00
		244,285.00	**215,000.00**

（十八）担保事项

（十九）募集资金存管

（二十）本次发行方案的有效期

A

三、财务会计信息及管理层讨论与分析

（一）公司最近三年的资产负债表、利润表和现金流量表

2016 2017 2018

[2017] ZA12274

[2018] ZA11151 [2019] ZA10824

1

1

	2018 12 31	**2017 12 31**	**2016 12 31**
	3,602,340,290.70	2,237,200,264.76	197,750,145.03
	192,782,045.08	0.00	0.00
	0.00	191,150,695.59	1,303,696.30
	1,405,599,679.20	945,436,108.08	576,894,644.80
	309,713,264.41	190,110,044.53	82,004,809.91
	348,278,537.35	21,766,376.31	21,416,354.34
	1,904,712,597.83	914,834,484.46	534,353,881.08
	151,341,579.01	67,183,352.17	60,848,129.33
	7,914,767,993.58	**4,567,681,325.90**	**1,474,571,660.79**

	0.00	592,051,059.49	375,773,006.97
	442,917,204.04	0.00	0.00
	1,735,529,953.94	795,037,647.66	419,496,616.21
	166,133.13	193,805.49	221,477.85
	1,497,740,046.11	795,260,645.01	646,170,220.79
	1,097,593,245.01	778,345,805.40	501,066,208.54
	312,723,128.72	298,322,022.79	250,728,761.02
	24,911,541.74	798,325.68	2,000,000.00
	18,302,165.07	18,302,165.07	17,580,321.04
	24,250,271.15	27,903,251.64	67,879.78
	27,046,587.26	9,979,976.61	22,348,340.08
	424,768,482.37	115,224,025.73	98,717,611.15
	5,605,948,758.54	**3,431,418,730.57**	**2,334,170,443.43**
	13,520,716,752.12	**7,999,100,056.47**	**3,808,742,104.22**
	1,320,844,856.00	1,179,872,873.98	438,634,851.69
	1,318,968,351.72	492,067,382.01	383,485,085.28
	0.00	101,026,485.60	62,705,172.52
	46,050,084.51	0.00	0.00
	68,379,677.71	54,743,524.89	21,586,672.48
	310,357,260.32	330,878,461.85	166,204,083.60
	732,119,671.10	624,740,061.51	18,262,489.67
	35,490,560.00	31,000,000.00	100,000,000.00
	3,832,210,461.36	**2,814,328,789.84**	**1,190,878,355.24**
	706,112,640.00	319,889,200.00	56,000,000.00
	713,460,300.48	667,230,615.95	0.00
	230,679,581.68	0.00	0.00
	2,386,843.49	63,845,567.87	4,816,576.14
-	58,687,488.08	59,382,628.82	66,541,352.90
	6,250.00	31,253,125.00	0.00
	1,711,333,103.73	**1,141,601,137.64**	**127,357,929.04**

	5,543,543,565.09	**3,955,929,927.48**	**1,318,236,284.28**
( )			
( )	1,315,081,930.00	741,771,379.00	752,695,526.00
	205,673,493.18	205,698,850.87	0.00
	3,592,733,325.23	1,140,404,739.59	712,356,026.22
	685,173,701.80	588,127,715.00	0.00
	26,559,504.07	350,944,362.74	238,532,343.04
	2,614,687.71	7,360,618.50	1,739,979.10
	342,882,482.99	229,955,560.38	89,165,703.00
	3,123,272,043.23	1,949,196,634.04	693,798,850.02
	7,923,643,764.61	**4,037,204,430.12**	**2,488,288,427.38**
	53,529,422.42	5,965,698.87	2,217,392.56
	7,977,173,187.03	**4,043,170,128.99**	**2,490,505,819.94**
	13,520,716,752.12	**7,999,100,056.47**	**3,808,742,104.22**

2

	2018 12 31	**2017 12 31**	**2016 12 31**
	3,248,177,691.52	1,538,277,314.49	91,656,562.13
	50,490,479.45	0.00	0.00
	0.00	150,982,887.57	1,303,696.30
	664,553,714.03	513,135,932.85	212,022,647.45
	232,824,072.00	39,797,088.06	29,779,474.09
	1,164,768,251.81	1,091,157,531.64	515,606,140.46
	1,528,113,676.87	536,248,020.81	334,345,784.95
	8,529,248.02	392,679.09	750,854.75
	6,897,457,133.70	**3,869,991,454.51**	**1,185,465,160.13**
	0.00	115,693,500.00	285,368,585.90
	211,951,500.00	0.00	0.00
	3,942,514,140.06	1,955,618,243.52	1,220,851,891.52

	166,133.13	193,805.49	221,477.85
	767,848,423.49	453,008,865.24	459,179,503.68
	419,732,947.44	255,410,115.21	103,569,095.33
	92,736,883.15	77,426,584.37	68,368,118.30
	0.00	0.00	5,760,411.89
	30,000,000.00	143,839,505.90	38,456,293.00
	5,464,950,027.27	**3,001,190,619.73**	**2,181,775,377.47**
	12,362,407,160.97	**6,871,182,074.24**	**3,367,240,537.60**
	1,170,844,856.00	763,530,874.00	388,634,851.69
	1,086,312,374.16	224,769,915.24	192,585,335.33
	0.00	87,370,010.13	46,634,215.43
	40,332,311.81	0.00	0.00
	31,433,756.50	36,719,615.44	8,790,063.17
	251,981,432.37	286,305,247.18	129,593,063.52
	1,061,025,864.00	914,777,581.30	134,815,554.09
	35,490,560.00	25,000,000.00	100,000,000.00
	3,677,421,154.84	**2,338,473,243.29**	**1,001,053,083.23**
	706,112,640.00	319,889,200.00	50,000,000.00
	713,460,300.48	667,230,615.95	0.00
	301,094.24	12,896,422.58	2,089,057.89
-	19,631,487.91	22,720,292.63	26,414,397.35
	1,439,505,522.63	**1,022,736,531.16**	**78,503,455.24**
	5,116,926,677.47	**3,361,209,774.45**	**1,079,556,538.47**
( )			
( )	1,315,081,930.00	741,771,379.00	752,695,526.00
	205,673,493.18	205,698,850.87	0.00
	3,584,863,099.52	1,132,534,513.88	709,485,800.51
	685,173,701.80	588,127,715.00	0.00
	0.00	25,042,829.70	169,266,652.71
	1,827,307.08	1,808,335.55	0.00
	342,882,482.99	229,955,560.38	89,165,703.00

	2,480,325,872.53	1,761,288,545.41	567,070,316.91
	7,245,480,483.50	**3,509,972,299.79**	**2,287,683,999.13**
	12,362,407,160.97	**6,871,182,074.24**	**3,367,240,537.60**

2

1

	2018	**2017**	**2016**
	5,003,882,888.26	4,383,446,140.42	2,844,120,347.65
	5,003,882,888.26	4,383,446,140.42	2,844,120,347.65
	3,745,466,404.18	2,969,214,983.37	2,290,374,326.72
	3,197,281,384.89	2,609,419,791.69	1,860,902,537.61
	30,582,676.65	48,581,384.11	20,991,840.62
	82,351,806.73	53,207,041.69	50,870,263.17
	283,290,153.60	136,978,877.20	78,413,982.70
	62,527,264.51	37,962,113.57	23,459,095.02
	81,987,851.20	53,535,770.69	17,324,129.91
	4,703,657.16	29,530,004.42	238,412,477.69
	2,741,609.44	0.00	0.00
	174,840,160.90	257,476,152.44	22,317,249.52
	-219,538,668.40	21,041,054.96	-118,920.08
	-774,078.33	53,648.57	0.00
	157,562,689.13	61,885,240.21	0.00
	1,370,506,587.38	1,754,687,253.23	575,944,350.37
	20,877,640.40	91,399.94	15,967,770.39
	4,858,341.98	16,339,037.95	57,489,809.36
	1,386,525,885.80	1,738,439,615.22	534,422,311.40
	162,642,784.08	269,859,649.55	69,003,609.71
	1,223,883,101.72	1,468,579,965.67	465,418,701.69
	596,217.37	-498,163.63	1,053,605.52
	1,223,286,884.35	1,469,078,129.30	464,365,096.17
	31,953,071.36	110,029,489.64	209,667,354.64

	1,255,836,173.08	1,578,609,455.31	675,086,056.33
	-4,086,276.45	-2,880,693.69	1,053,605.52
	1,259,922,449.53	1,581,490,149.00	674,032,450.81

2

	2018	**2017**	**2016**
	3,704,357,978.62	3,449,021,847.08	2,117,760,669.44
	3,704,357,978.62	3,449,021,847.08	2,117,760,669.44
	2,697,951,817.31	2,234,221,336.33	1,675,046,588.46
	2,404,670,705.30	2,055,327,553.77	1,351,137,806.62
	20,019,240.68	40,138,481.93	15,529,450.94
	40,761,388.45	25,534,056.08	20,175,098.81
	144,333,875.81	73,476,679.27	31,819,684.57
	14,715,967.54	12,608,218.62	11,730,778.52
	72,523,130.33	32,946,235.55	32,939,407.26
	176,571.05	-5,809,888.89	211,714,361.74
	750,938.15	0.00	0.00
	114,564,494.62	51,837,361.72	0.00
	105,009,628.67	325,303,958.56	122,989,521.29
	52,369,893.49	-322,068.73	-118,920.08
	-484,200.19	53,648.57	0.00
	1,277,865,977.90	1,591,673,410.87	565,584,682.19
	1,972,161.97	1,600.00	8,826,817.87
	774,727.43	5,945,489.54	3,671,481.69
	1,279,063,412.44	1,585,729,521.33	570,740,018.37
	174,837,016.01	177,830,947.55	64,533,753.10
	1,104,226,396.43	1,407,898,573.78	506,206,265.27
	1,104,226,396.43	1,263,674,750.77	682,507,935.53

3

1

	2018	2017	2016
	3,963,496,140.83	3,462,424,378.78	3,147,667,034.10
	22,226,927.84	336,501.37	5,840,895.26
	196,041,282.25	58,614,964.95	16,565,513.52
	4,181,764,350.92	3,521,375,845.10	3,170,073,442.88
	2,679,776,533.23	2,337,506,593.43	2,141,044,605.68
	240,426,349.57	192,112,380.29	155,345,793.20
	435,541,758.36	399,534,303.89	138,251,613.13
	140,787,761.76	88,356,502.91	76,957,175.95
	3,496,532,402.92	3,017,509,780.52	2,511,599,187.96
	685,231,948.00	503,866,064.58	658,474,254.92
	1,103,898,347.86	238,207,800.19	65,004.08
	98,023,128.84	5,668,687.87	98,797.60
	7,159,091.46	2,832,029.67	3,304,811.52
	0.00	12,000,000.00	20,155,896.00
	1,209,080,568.16	258,708,517.73	23,624,509.20
	1,198,382,263.36	352,915,348.56	506,204,693.58
	1,736,106,952.40	726,834,990.94	370,111,413.36
	0.00	19,150,512.06	0.00
	634,629,289.83	0.00	31,572,016.98
	3,569,118,505.59	1,098,900,851.56	907,888,123.92
	-2,360,037,937.43	-840,192,333.83	-884,263,614.72
	2,958,231,015.62	588,377,715.00	500,000.00
	2,175,318,752.00	3,412,979,239.10	668,310,407.53
	52,500,000.00	68,353,125.00	0.00
	0.00	918,000,000.00	0.00
	5,186,049,767.62	4,987,710,079.10	668,810,407.53

	1,680,244,854.32	2,448,042,870.45	360,343,360.89
	348,289,547.93	117,109,561.81	77,549,265.11
	436,843,822.83	85,895,095.34	1.00
	2,465,378,225.08	2,651,047,527.60	437,892,627.00
	2,720,671,542.54	2,336,662,551.50	230,917,780.53
	7,397,130.81	-4,167,259.47	1,183,449.85
	1,053,262,683.92	1,996,169,022.78	6,311,870.58
	2,165,351,864.76	169,182,841.98	162,870,971.40
	3,218,614,548.68	2,165,351,864.76	169,182,841.98

2

	2018	**2017**	**2016**
	3,424,593,043.21	3,154,989,845.25	2,401,139,228.53
	1,441,303.27	0.00	507,098.81
	123,620,837.77	50,003,412.42	29,506,932.59
	3,549,655,184.25	3,204,993,257.67	2,431,153,259.93
	2,436,188,232.55	2,073,133,659.74	1,589,647,733.53
	96,858,128.61	79,139,938.78	60,701,791.06
	341,494,360.65	328,602,852.54	103,684,635.88
	50,773,454.79	49,214,240.14	150,164,500.53
	2,925,314,176.60	2,530,090,691.20	1,904,198,661.00
	624,341,007.65	674,902,566.47	526,954,598.93
	1,059,639,554.64	2,900,000.00	65,004.08
	97,380,131.06	140,093,772.66	100,098,797.60
	2,812,848.67	15,526,646.84	2,416,690.99
	259,536,171.63	12,000,000.00	0.00
	1,419,368,706.00	170,520,419.50	102,580,492.67
	515,366,868.39	111,123,856.89	127,697,178.71

	2,887,155,603.06	887,667,612.00	295,807,382.41
	300,000,000.00	390,887,322.20	509,817,833.37
	3,702,522,471.45	1,389,678,791.09	933,322,394.49
	-2,283,153,765.45	-1,219,158,371.59	-830,741,901.82
	2,946,581,015.62	588,127,715.00	0.00
	2,005,318,752.00	2,801,611,239.10	618,310,407.53
	91,802,295.89	0.00	124,376,500.49
	0.00	918,000,000.00	0.00
	5,043,702,063.51	4,307,738,954.10	742,686,908.02
	1,234,954,602.00	2,201,016,870.45	350,343,360.89
	337,059,601.31	109,869,034.47	76,164,382.34
	405,590,697.83	53,795,095.34	1.00
	1,977,604,901.14	2,364,681,000.26	426,507,744.23
	3,066,097,162.37	1,943,057,953.84	316,179,163.79
	-8,974,384.24	-1,489,878.03	-1,951,314.86
	1,398,310,020.33	1,397,312,270.69	10,440,546.04
	1,468,378,314.49	71,066,043.80	60,625,497.76
	2,866,688,334.82	1,468,378,314.49	71,066,043.80

2018 [2018]15

2017 2016

（二）合并报表范围的变化情况

1 2018

4		
1		71%
2		
3		70%
4	Ganfeng Lithium Netherlands Co. BV	

2 2017

4		
1		100%
2	(HAVELOCK MININGINVESTMENT LIMITED	
3		
4		

3. 2016

6		
1		

2

	2.07	1.62	1.24
	1.57	1.30	0.79
	41.00%	49.45%	34.61%
	41.39%	48.92%	32.06%
	6.03	5.44	3.31
	2018	**2017**	**2016**
/	6.63	9.22	7.07
/	2.27	3.60	4.39
/	0.47	0.74	0.90
/	0.52	0.68	0.87
/	0.80	2.69	0.01

= /

= /

= / 100%

= /

= /

= /

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= /

2

9 — 2010

[2010]2

1 — [2008]43

			/	
	2018	26.93%	1.07	1.07
	2017	46.37%	1.98	1.98

	2016	21.67%	0.62	0.62
	2018	27.65%	1.10	1.10
	2017	37.69%	1.61	1.61
	2016	22.13%	0.63	0.63

（四）公司财务状况分析

1

	2018 12 31		**2017 12 31**		**2016 12 31**	
	360,234.03	26.64%	223,720.03	27.97%	19,775.01	5.19%
	19,278.20	1.43%	-	-	-	-
	-	-	19,115.07	2.39%	130.37	0.03%
	140,559.97	10.40%	94,543.61	11.82%	57,689.46	15.15%
	30,971.33	2.29%	19,011.00	2.38%	8,200.48	2.15%
	34,827.85	2.58%	2,176.64	0.27%	2,141.64	0.56%
	190,471.26	14.09%	91,483.45	11.44%	53,435.39	14.03%
	15,134.16	1.12%	6,718.34	0.84%	6,084.81	1.60%
	791,476.80	**58.54%**	**456,768.14**	**57.10%**	**147,457.16**	**38.72%**
	-	-	59,205.11	7.40%	37,577.30	9.87%
	44,291.72	3.28%	-	-	-	-
	173,553.00	12.84%	79,503.76	9.94%	41,949.66	11.01%
	16.61	0.00%	19.38	0.00%	22.15	0.01%
	149,774.00	11.08%	79,526.06	9.94%	64,617.02	16.97%
	109,759.32	8.12%	77,834.58	9.73%	50,106.62	13.16%
	31,272.31	2.31%	29,832.20	3.73%	25,072.88	6.58%
	2,491.15	0.18%	79.83	0.01%	200	0.05%

	1,830.22	0.14%	1,830.22	0.23%	1,758.03	0.46%
	2,425.03	0.18%	2,790.33	0.35%	6.79	0.00%
	2,704.66	0.20%	998	0.12%	2,234.83	0.59%
	42,476.85	3.14%	11,522.40	1.44%	9,871.76	2.59%
. .	**560,594.87**	**41.46%**	**343,141.87**	**42.90%**	**233,417.04**	**61.28%**
.	**1,352,071.67**	**100.00%**	**799,910.01**	**100.00%**	**380,874.20**	**100.00%**

380,874.21 799,910.01

1,352,071.67

2017 2016 110.02%

2018 2017 69.03% H IPO

Minera Exar Exar Captital

38.73%

57.10% 58.54% 1 A H

2

61.28% 42.90% 41.46%

2

	2018 12 31		**2017 12 31**		**2016 12 31**	

	132,084.49	23.83%	117,987.29	29.83%	43,863.49	33.27%
	131,896.84	23.79%	49,206.74	12.44%	38,348.51	29.09%
	-	0.00%	10,102.65	2.55%	6,270.52	4.76%
	4,605.01	0.83%	-	-	-	-
	6,837.97	1.23%	5,474.35	1.38%	2,158.67	1.64%
	31,035.73	5.60%	33,087.85	8.36%	16,620.41	12.61%
	73,211.97	13.21%	62,474.01	15.79%	1,826.25	1.39%
	3,549.06	0.64%	3,100.00	0.78%	10,000.00	7.59%
	383,221.07	**69.13%**	**281,432.89**	**71.14%**	**119,087.85**	**90.34%**
	70,611.26	12.74%	31,988.92	8.09%	5,600.00	4.25%
	71,346.03	12.87%	66,723.06	16.87%	-	0.00%
	23,067.96	4.16%	-	-	-	0.00%
	238.68	0.04%	6,384.56	1.61%	481.66	0.37%
-	5,868.75	1.06%	5,938.26	1.50%	6,654.14	5.05%
	0.63	0.00%	3,125.31	0.79%	-	-
	171,133.31	**30.87%**	**114,160.11**	**28.86%**	**12,735.80**	**9.66%**
	554,354.38	**100.00%**	**395,593.00**	**100.00%**	**131,823.65**	**100.00%**

131,823.63 395,593.00

554,354.38

90.34% 71.14% 69.13%

3

	2018	**2017**	**2016**
	500,388.29	438,344.61	284,412.03
	319,728.14	260,941.98	186,090.25

	137,050.66	175,468.73	57,594.44
	138,652.59	173,843.96	53,442.23
	122,388.31	146,858.00	46,541.87
	122,328.69	146,907.81	46,436.51

2016 2017 2018 284,412.03

438,344.61 500,388.29 46,436.51

146,907.81 122,328.69

2017 2016 54.12% 2018 2017

14.15%

4

	2018 12 31	**2017 12 31**	**2016 12 31**
	2.07	1.62	1.24
	1.57	1.30	0.79
	41.00%	49.45%	34.61%
	41.39%	48.92%	32.06%

2017

14.84 2018 H IPO

8.45

5

	2018	**2017**	**2016**
/	6.63	9.22	7.07
/	2.27	3.60	4.39
/	0.47	0.74	0.90

2017

54.12%

14.39%

2017 2018



（五）未来业务目标及盈利能力可持续性

“ ”

2016 -2018 32.64%

62.16%

2015



四、本次公开发行的募集资金用途

215,000.00

215,000.00

1	Minera Exar	107,200.00	107,200.00
2		76,585.00	47,300.00
3		60,500.00	60,500.00
		244,285.00	**215,000.00**

A

五、公司利润分配情况

（一）公司现行利润分配政策

3 —

1

2

3

10%

10%

1 0.1

2 70%

3 12

30% 5,000

4

30%

5

（二）最近三年公司利润分配情况

1.

2016	10	1.00	2017 7 6	2017 7 7
2017	10	4.00	2018 5 28	2018 5 29
	10	5		
2018	10	3.00		

2

	2018	**2017**	**2016**
	122,328.69	146,907.81	46,436.51
	39,452.48 2	29,730.50	7,289.05 1
	32.25%	20.24%	15.70%
	76,472.03		
	105,224.34		
	72.68%		

1 2016 2016

23,790,647

2 2018 2019 3 31

76,472.03

72.68% 30%

2019 4 29