赣锋锂业

Ganfeng Lithium Co., Ltd.

江西贛鋒鋰業股份有限公司

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

(Stock Code: 1772)

PROXY FORM
FOR THE CLASS MEETING OF H SHAREHOLDERS
(OR ANY ADJOURNMENT THEREOF) TO BE HELD ON MAY 26, 2020

I/We, _____ *(Note 1)*

of _____ *(Note 1)*,

being the registered holder(s) of _____ *(Note 2)* H Shares ("**Shares**") of Ganfeng Lithium Co., Ltd. (the "**Company**"), hereby appoint the Chairperson of the captioned meeting of the Company (the "**Meeting**"), or _____ *(Note 3)*

of _____ *(Note 3)*

as my/our proxy to attend and act for me/us at the Meeting to be held on Tuesday, May 26, 2020, immediately after the conclusion or adjournment of the class meeting of the Shareholders of A Shares of the Company of even date at the Company's conference room at 4th Floor, R&D Building at the Company's Headquarter, Longteng Road, Economic Development Zone, Xinyu, Jiangxi Province, the People's Republic of China (the "**PRC**") or any adjournment thereof and to vote for me/us at the Meeting or any adjournment thereof in respect of the resolutions as indicated hereinafter, or if no such indication is given, as my/our proxy thinks fit.

	Special Resolutions	**For** *(Note 4)*	**Against** *(Note 4)*	**Abstention** *(Note 4)*
1	To consider and approve the proposed change to the validity period of the A Share Convertible Bonds Issuance Plan			
2	To consider and approve the proposed amendments to the Articles of Association			

Date: _____ Shareholder's signature *(Note 5)*: _____

Notes:

Attention: Before you appoint persons as your proxy to attend the Meeting, please read the circular of the Company dated April 9, 2020.

1. Please insert your full name and address in **BLOCK CAPITALS**.

2. Please insert the number of Shares registered in your name and to which this Proxy Form relates. If no such number is inserted, this Proxy Form will be deemed to relate to all the Shares registered in your name.

3. If any proxy other than the Chairperson of the Meeting is appointed, cross out "the Chairperson of the captioned meeting of the Company (the "**Meeting**"), or", and insert the name and address of the proxy desired in the space provided. Shareholders who are entitled to attend and vote at the Meeting have the power to appoint one or more proxies to attend and vote at the Meeting. The proxy appointed need not be a shareholder of the Company ("**Shareholder**"). Any alteration made to this Proxy Form must be signed by the person who originally executed this Proxy Form.

4. **If you wish to vote for any resolution, please insert "✔" in the box marked "For". If you wish to vote against any resolution, please insert "✔" in the box marked "Against". If you wish to abstain from voting on any resolution, please insert "✔" in the box marked "Abstention".** Failure to make any indication will entitle your proxy/proxies to vote or abstain at his/her discretion. Your proxy/proxies will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting. Any vote which is not filled or filled wrongly or with unrecognizable writing or not casted will be deemed as having been waived by you and the corresponding vote will be counted as "Abstain". The number of abstained votes will be counted as the required majority in favour of any resolution proposed and will be counted into the denominator for the purpose of percentage calculation of the voting.

5. This Proxy Form must be signed by you or your attorney duly authorised in writing. Corporations must execute this Proxy Form under common seal or under the hand of any director or attorney duly authorised. If this Proxy form is signed by your attorney duly authorised in writing, the power of attorney or other documents of authorisation (if any) must be notarized.

6. In case of joint holders of any Share, any one of such joint holders may vote at the Meeting, either personally or by proxy, in respect of such Shares as if he/she/it is solely entitled thereto. However, if more than one of such joint holders are present at the Meeting, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of other joint holder(s).

7. In order to be valid, this Proxy Form together with any power of attorney or other documents of authorisation (if any) under which it is signed or a notarised copy thereof must be delivered or mailed to Computershare Hong Kong Investor Services Limited, the Company's H Shares registrar, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the holding of the Meeting. Completion and return of the Proxy Form will not preclude you from attending and voting in person at the Meeting should you so wish, but in such event the instrument appointing a proxy shall be deemed to be revoked.

8. Any resolution at the Meeting will be taken by poll. On a poll, every member present in person or by proxy shall be entitled to one vote for each share of the Company registered in his name. The result of such poll shall be deemed to be the resolution of the Meeting at which the poll was so taken.

9. All references to date and time herein refer to Hong Kong date and time.