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贛锋锂业

GanfengLithium

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)

T CE F E EG

T CE **E EB G E** that the extraordinary general meeting (the "**EG** ") of Ganfeng Lithium Co., Ltd. (the "**C** ") will be held at the conference room of the Company 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 on Tuesday, March 24, 2020 at 2:00 p.m. for the following purposes. Unless otherwise stated, the terms used herein and in the following resolutions shall have the same meanings as defined in the circular of the Company dated February 7, 2020 (the "**C** "), for which the notice convening the EGM shall constitute a part. The following resolutions shall be considered and approved, if thought fit, at the EGM:

EC A E T

1. Capital increase in Austria-based RIM Company and related party transaction;

2. Capital injection by the wholly-owned subsidiary, GFL International to its wholly-owned subsidiary Netherlands Ganfeng;

3. Subscription of certain equity involving investment in mining rights and capital increase in Argentina Minera Exar by the wholly-owned subsidiary of GFL International Netherlands Ganfeng and related party transaction;

4. Approval of subscription of certain equity in Exar Capital and provision of financial assistance to Exar Capital by the wholly-owned subsidiary GFL International and related party transaction;

D A E T

5. Election of the board of directors – election of non-independent directors;

5.01 Election of Mr. Li Liangbin as a director of the fifth session of the Board;

5.02 Election of Mr. Wang Xiaoshen as a director of the fifth session of the Board;

5.03 Election of Ms. Deng Zhaonan as a director of the fifth session of the Board;

5.04 Election of Mr. Ge Zhimin as a director of the fifth session of the Board;

5.05 Election of Mr. Yu Jianguo as a director of the fifth session of the Board;

5.06 Election of Ms. Yang Juanjuan as a director of the fifth session of the Board;

6. Election of the board of directors – election of independent directors;

6.01 Election of Mr. Liu Jun as an independent director of the fifth session of the Board;

6.02 Election of Ms. Wong Sze Wing as an independent director of the fifth session of the Board;

6.03 Election of Ms. Xu Yixin as an independent director of the fifth session of the Board;

6.04 Election of Mr. Xu Guanghua as an independent director of the fifth session of the Board;

7. Election of the board of supervisors;

7.01 Election of Mr. Zou Jian as a supervisor of the fifth session of the board of supervisors;

7.02 Election of Mr. Guo Huaping as a supervisor of the fifth session of the board of supervisors; and

8. Establishment of the sustainability committee

By order of the Board
GA FE G [illegible] C ., TD.

Chairman

February 7, 2020

As at the date of this notice, the Board of the Company comprises Mr. LI Liangbin, Mr. WANG Xiaoshen, Mr. SHEN Haibo, Ms. DENG Zhaonan and Mr. XU Xiaoxiong as executive directors of the Company; Mr. HUANG Daifang as non-executive director of the Company; and Mr. HUANG Huasheng, Mr. LIU Jun and Ms. WONG Sze Wing as independent non-executive directors of the Company.

Notes:

(A) In order to determine the list of shareholders of the Company who will be entitled to attend and vote at the EGM, the registers of members of the Company will be closed from Saturday, February 22, 2020 to Tuesday, March 24, 2020, both days inclusive, during which no transfer of H shares in the share capital of the Company with a nominal value of RMB1.00 each, which are traded in Hong Kong dollar and listed on the Hong Kong Stock Exchange ("H Shares"), will be effected. Holders of H Shares whose names appear on the registers of members of the Company at 4:30 p.m. on Friday, February 21, 2020 shall be entitled to attend and vote at the EGM. In order for the holders of H Shares to qualify to attend and vote at the EGM, all transfer documents accompanied by the relevant share certificates must be lodged with 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, no later than 4:30 p.m. on Friday, February 21, 2020 for registration.

(B) Holders of H Shares intending to attend the EGM (or any adjournment thereof) should complete and return the reply slip for attending the EGM (or any adjournment thereof) personally, by facsimile or by post.

Holders of H Shares should complete and return the reply slip to the Company's H Share Registrar by facsimile at (852) 2865 0990 or by post to (or by depositing it at) 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong such that the reply slip shall be received by the Company's H Share Registrar 20 days before the EGM (i.e. on or before Wednesday, March 4 , 2020).

(C) Each holder of H Shares may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the EGM (or any adjournment thereof) on his behalf. A proxy need not be a shareholder of the Company.

(D) Holders of H Shares must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant shareholder of the Company or by a person duly authorized by the relevant shareholder of the Company in writing (a "**tt**"). If the form of proxy is signed by the person authorized by the relevant shareholder of the Company as aforesaid, the relevant power of attorney and other relevant documents of authorization (if any) must be notarized. If a corporate shareholder of the Company appoints a person other than its legal representative to attend the EGM (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate shareholder of the Company or duly signed by the chairman of the board of directors or any other person duly authorized by that corporate shareholder of the Company as required by the articles of association of the Company.

(E) To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorization (if any) as mentioned in note (D) above must be delivered to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), not less than 24 hours before the time appointed for the EGM (i.e. not later than 2:00 p.m. on Monday, March 23, 2020, Hong Kong time) (or any adjournment thereof).

(F) Shareholders may contact the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited by telephone at (852) 2862 8555 or by email to hkinfo@computershare.com.hk in connection with the EGM.

(G) A shareholder of the Company or his proxy should produce proof of identity when attending the EGM (or any adjournment thereof). If a corporate shareholder's legal representative or any other person duly authorized by such corporate shareholder attends the EGM (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, proof of designation as legal representative and/or the valid authorization document (as the case may be).

(H) The EGM (or any adjournment thereof) is expected to last for one day. Shareholders who attend the EGM (or any adjournment thereof) shall bear their own travelling and accommodation expenses.

(I) As at the date of this notice, the Board of the Company comprises Mr. LI Liangbin, Mr. WANG Xiaoshen, Mr. SHEN Haibo, Ms. DENG Zhaonan and Mr. XU Xiaoxiong as executive directors of the Company; Mr. HUANG Daifang as non-executive director of the Company; and Mr. HUANG Huasheng, Mr. LIU Jun and Ms. WONG Sze Wing as independent non-executive directors of the Company.