

**Ningbo Shanshan Co., Ltd.**  
**Materials of the Second Extraordinary**  
**General Meeting of 2023**



**宁波杉杉股份有限公司**  
Ningbo Shanshan Co., Ltd.

**18 October 2023**

## **Ningbo Shanshan Co., Ltd.**

# **Materials of the Second Extraordinary General Meeting of 2023**

### **I. Date and time of the EGM**

Date and time of the on-site meeting: 18 October 2023 13:30

Start and end dates and voting hours for online voting: 18 October 2023, The online voting system of the Shanghai Stock Exchange for general meetings is adopted. The time for voting through the voting platform of the trading system shall be the trading time on the date of the EGM, i.e., 9:15-9:25, 9:30-11:30, 13:00-15:00; the time of voting through the online voting platform shall be 9:15-15:00 on the date of the EGM.

### **II. Venue of the on-site meeting**

Meeting Room, F/28, Shanshan Plaza, No. 777 Rili Middle Road, Yinzhou District, Ningbo, Zhejiang, PRC

### **III. Voting method**

The voting method adopted at the EGM is the combination of on-site voting and online voting

- (I) Shareholders of the Company exercising their voting rights through the online voting system of the Shanghai Stock Exchange for general meetings can either log on to the trading system voting platform (through the trading terminal of the designated trading securities company) or log on to the Internet voting platform (website: [vote.sseinfo.com](http://vote.sseinfo.com)) to cast their votes. For the first time to log on to the Internet voting platform to vote, investors need to complete the shareholder identification. Please see the instructions on the Internet voting platform website for specific operations.
- (II) The number of voting rights that can be exercised by shareholders who hold multiple shareholder accounts is the sum of the number of common shares of the same class held by all shareholder accounts under their name.  
Shareholders holding multiple shareholder accounts who participate in the

online voting of the shareholders' general meeting through the online voting system of Shanghai Stock Exchange can participate in the online voting through any of their shareholder accounts. After voting, it shall be deemed that the common shares of the same class under all shareholders' accounts have cast the same opinion.

If a shareholder holding multiple shareholder accounts repeatedly votes through different shareholder accounts, the voting opinions of each class of common shares under all shareholder accounts shall be subject to the first voting results of each class of shares.

(III) If the same voting right is repeatedly voted through on-site, the online voting system of the Shanghai Stock Exchange for general meetings or other means, the result of the first vote shall prevail.

(IV) Shareholders will vote on all proposals before they can be submitted.

#### **IV. Agenda**

(I) The meeting presider announces the start of the EGM.

(II) Proposals for consideration at the EGM.

1. Proposal on the Proposed Investment and Construction of a Lithium Ion Battery Anode Material Integration Base by the Subsidiaries

2. Proposal on Adjusting the Allowance for Independent Directors of Ningbo Shanshan Co., Ltd.

(III) Shareholders' Q&A.

(IV) Voting on proposals.

(V) The convener of the Supervisory Committee announces the voting results.

(VI) The meeting presider announces the resolutions of the EGM.

(VII) The lawyers read out the legal opinion.

(VIII) The meeting presider announces the end of the EGM.

## **1. Proposal on the Proposed Investment and Construction of a Lithium Ion Battery Anode Material Integration Base by the Subsidiaries**

As green industries develop abroad, especially in Europe, overseas new energy vehicles and energy storage industries have maintained the rapid development trend, brought about continuous demand growth of the overseas lithium battery market and encouraged global lithium battery companies to actively expand their lithium battery production capacity in overseas markets, including Europe. To further implement the Ningbo Shanshan Co., Ltd.(the “Company”)’s development strategy, expand the business scale in overseas markets, and satisfy the needs of downstream customers for local sourcing, the Company has agreed to establish a project company in Finland through its subsidiary Shanghai Shanshan Lithium Battery Material Technology Co., Ltd. and invest in the construction of a lithium ion battery anode material integration base with the annual output of 100,000 tons, with a total planned investment amount of not more than €1.28 billion (subject to the actual investment amount).

### **I. The Basic Information of the Investment Project**

(I) Project name: The lithium ion battery anode material integration base project with the annual output of 100,000 tons in Finland

(II) Construction site: Finland (specific location subject to final approval)

(III) Investment amount and source of funds: The total planned investment amount for this project is not more than €1.28 billion (subject to the actual investment amount). Source of funds includes own funds and financing (Including but not limited to bank project loans, introduction of strategic investors, etc.).

(IV) Construction works and scale: 100,000 tons lithium ion battery anode material production base, including office buildings, production facilities, and auxiliary workshops. It is planned to achieve an annual production capacity of 50,000 tons for the first phase and for the second phase respectively.

(V) Construction period: This project will be constructed in two phases, with an estimated construction period of 24 months for each phase (subject to actual construction progress).

## **II. Impact on the Listed Company**

This project aligns with the Company's strategic development plan. Upon completion, this project will help the Company optimize its overseas production layout, effectively meet the needs of downstream customers for related products and the needs of the Company for overseas market expansion. It will also contribute to the Company's expansion in the international market, continuous improvement in global market share, and further consolidation of its industry-leading position.

This project is an integrated production line of anode materials. The pertinent process route has been validated by existing production bases and optimized based on feedback from high-quality domestic and international customers. Upon completion, the project will strengthen the Company's advantage of globally integrated capacity scale.

Electricity in Northern Europe is primarily made from green energy such as hydropower and biomass, with relatively low prices. It can be transported by waterways to major battery customers in Western Europe and Central Europe. The selection of Finland as the project site allows the Company to leverage local low-cost clean energy and strategic regional advantages, actively expand European market customers, and respond to their demands.

This proposal has been reviewed and approved at the fourth meeting of the eleventh session of Board of Directors of the Company. We hereby request the general meeting of shareholders to authorize the management to handle the specific matters related to the outbound investment, including but not limited to the establishment of the project company and the arrangement of capital increase in accordance with the project process (if necessary), and the signing of agreements and documents related to the investment matters (if any).

For details, please refer to [Announcement on Outbound Investment](#) disclosed on the Company's website on September 27, 2023.

Please vote after deliberation.

## **2. Proposal on Adjusting the Allowance for Independent Directors of Ningbo Shanshan Co., Ltd.**

In view of the continuous expansion of the Company's business and operating scale, independent directors of the Company need to bear more corresponding responsibilities and obligations in the process of performing their duties. In order to ensure and support the performance of independent directors' responsibilities and motivate them to be diligent and responsible, the Board of Directors of the Company, in accordance with the relevant provisions of the "Articles of Association" and the "Independent Director System of Ningbo Shanshan Co., Ltd", it is decided to adjust the allowance for independent directors from the original RMB 80,000/year (after tax) to RMB 120,000/year (after tax).

Please vote after deliberation.