Ad hoc announcement pursuant to Art. 53 LR

Ningbo Shanshan Co., Ltd.

Announcement on the Resolution of the Forty-first Meeting of the Tenth Session of Board of Directors

I. The Meeting of the Board of Directors

(I) The Forty-first Meeting of the Tenth Session of Board of Directors (BOD) of Ningbo Shanshan Co., Ltd. (the Shanshan) was held in accordance with the *Company Law of the People's Republic of China* (the Company Law), *the Articles of Association of Ningbo Shanshan Co., Ltd.* (the Articles of Association) and applicable laws and regulations.

(II) Notice of this meeting of the BOD was given in writing on 8 April 2023.

(III) This meeting of the BOD was held on-site on 18 April 2023 in the meeting room, Shanshan Building, No. 777 Rili Middle Road, Yinzhou District, Ningbo.

(IV) This meeting of the BOD was chaired by the Chairman of the Company, 11 directors should participate in the voting and 11 directors actually participated in the voting, among which Mr. Zhu Jingtao, an independent director, was not present on-site due to work reasons and entrusted Mr. Zhang Chunyi, an independent director, to vote on his behalf.

II. Results of the Meeting of the Board of Directors

The meeting deliberated and approved the following proposals:

(I) Proposal on *the 2022 Annual Working Report of the Board of Directors*

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

(II) Proposal on *the 2022 Annual Working Report of the General Manager*

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

(III) Proposal on *the Report on the Accrued Provision for Asset Impairment for the Year 2022*

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

(IV) Proposal on *the 2022 Annual Financial Report*

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

Please refer to the Materials of ting that the Company plans to release on the website of the Shanghai Stock Exchange recently.

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

(V) Proposal on *the 2022 Annual Profit Distribution Plan*

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

According to the audit report of BDO China Shu Lun Pan Certified Public Accountants LLP, the distributable profit of the parent company at the end of the year was RMB3,450,687,783.57 as of 31 December 2022. The Company plans to distribute profits for 2022 based on the number of shares registered on the registration date for equity distribution implementation (the total number of shares after deducting the number of shares in the Company's repurchase special account from the total share capital). The profit distribution plan for this time is as follows:

The Company plans to distribute a cash dividend of RMB3.00 (tax included) to all shareholders for every 10 shares. As of the date when the BOD deliberates on the *2022 Annual Profit Distribution Plan,* there are 2,237,847,891 shares applicable for the profit distribution (The total share capital includes 2,263,973,358 shares and 26,125,467 shares in the Company's repurchase special account), and thus it is calculated that the total of cash dividend to be distributed is RMB671,354,367.30 (tax included). There is no plan for conversion of capital reserves into share capital this year.

The shares repurchased by the Company in the special account will not participate in the profit distribution this time, and the specific number of shares will be disclosed in the Announcement on Implementation of Equity Distribution. From the date of disclosure of this plan to the date of implementation of equity distribution registration, if there is any change in the total share capital of the Company or the number of shares to be distributed due to any repurchase of shares, shares granted for equity incentives, or cancellation for share repurchase etc., the Company intends to maintain the distribution ratio per share unchanged and adjust the total distribution amount accordingly. The specific adjustment will be disclosed in the Announcement on Implementation of Equity Distribution.

According to the *Rules for Share Repurchases by Listed Companies* issued by China Securities Regulatory Commission and the *Guidelines No. 7 for Self-regulatory Supervision on Listed Companies - Share Repurchase*, issued by Shanghai Stock Exchange, if a listed company repurchases shares in consideration of cash in a transaction, the amount for share repurchases already implemented in that year shall be considered as cash dividends and included in the relevant proportion of cash dividends for calculation. In 2022, the Company repurchased shares in a centralized bidding mode to complete transactions, with a total cumulative payment of RMB247,010,180.25, which should be considered as cash dividends; the cash dividend to be distributed in 2022 was RMB671,354,367.30, which means the total amount of cash dividends for the Company in 2022 was RMB918,364,547.55, accounting for 34.12% of the net profit attributable to shareholders of the listed company in 2022.

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

(VI) Proposal on the Full Text and Abstract of the 2022 Annual Report

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

following guarantees (in RMB or equivalent foreign currency) in 2023 in accordance with relevant provisions of *Guidelines for the Supervision of Listed Companies No. 8 - Regulatory Requirements for Capital Transactions and External Guarantees of Listed Companies*

deliberation.

(XII) Proposal on the Amount of Related Guarantee Provided by the

Energy Management Co., Ltd. ( )		

The total amount of the above-mentioned guarantee is RMB1.403 billion. Within

(8 voted in favor, 0 voted against, 0 abstained, 3 avoided)

The Company is expected to provide related guarantees of no more than RMB530 million and RMB270 million or equivalent foreign currency to the joint venture company BASF Shanshan Battery Materials Co., Ltd. (the "BASF Shanshan") and its wholly-owned subsidiary BASF Shanshan Battery Materials (Ningxia) Co., Ltd.,

Yang Feng, a director of the Company, were the directors of Quzhou Shanshan in the previous twelve months. According to Article 6.3.3 of the *Listing Rules of Shanghai Stock Exchange*, Quzhou Shanshan is an affiliated legal person of the Company, and this guarantee constitutes a related party transaction.

Mr. Li Zhihua and Mr. Yang Feng as related directors avoided the voting, and other non-related directors unanimously agreed the proposal.

The independent directors of the Company, Mr. Zhang Chunyi, Mr. Xu Yanxiu, Mr. Qiu Bin, and Mr. Zhu Jingtao, agreed the related guarantee mentioned above, and issued a prior recognition statement and expressed their opinions independently.

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

(XIII) Proposal on the Estimated Amount of Daily Connected Transactions of the Company for the Year 2023

(Please refer to the website of the Shanghai Stock Exchange for details)

(10 voted in favor, 0 voted against, 0 abstained, 1 avoided)

In 2023, the Company will continually continue to store funds with a related party, Zhejiang Chouzhou Commercial Bank Co., Ltd. (the "Chouzhou Bank"). It is expected that the deposit balance would be RMB500 million at most, and the interest income would be RMB10 million at most. The deposit interest rate will be determined according to the conditions of similar transactions with non-related parties.

Mr. Zhuang Wei, a related director, avoided the voting, and other non-related directors unanimously agreed the proposal.

The independent directors of the Company, Mr. Zhang Chunyi, Mr. Xu Yanxiu, Mr. Qiu Bin, and Mr. Zhu Jingtao, agreed the expected daily related transactions, and issued a prior recognition statement and expressed their opinions independently.

(XIV) 2022 Audit Report on Internal Control of Ningbo Shanshan Co., Ltd.

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

(XV) 2022 Internal Control Evaluation Report of Ningbo Shanshan Co.,

Ltd.

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

(XVI) 2022 Environmental, Social and Governance (ESG) Report of Ningbo Shanshan Co., Ltd.

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

The proposal still needs to be submitted to the shareholders' general meeting for deliberation.

(XVII) Special Report of Ningbo Shanshan Co., Ltd. on the Deposit and Actual Use of Raised Funds for the Year 2022

(Please refer to the website of the Shanghai Stock Exchange for details)

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

(XVIII)Proposal on the Disposal of Shares Held in Listed Companies

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

As of the date of this meeting, the Company indirect

the wholly-owned subsidiary of the Company serves as the securities lender and lends the object securities held to China Securities Finance Corporation Limited (the CSF) through the securities exchange platform at a certain rate. When the lending expires, the CSF returns the borrowed securities and corresponding equity compensation to the securities lender, and pays corresponding lending fees. That is, the wholly-owned subsidiary of the Company obtains interest income by lending the object securities held.

The term of this authorization is 12 months from the date when it is deliberated and approved by the BOD. This disposal does not constitute a material asset restructuring covered by the *Administrative Measures for Material Asset Restructuring of Listed Companies*.

(XIX) Proposal on the Adjustment of the Company's Organization

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)

In order to further optimize the Company's organization and improve management efficiency, it has been discussed and decided to adjust the Company's management departments in 2023. The adjusted organization is as follows:

	Shareholders' General Meeting
	BOS
	BOD
/	Chairman/President
	Strategy Committee
	Audit Committee
	Nomination Committee
	Remuneration and Appraisal Committee
	Business Operations
	Non-permanent organs
	Lithium battery materials
	Polarizer industry
	Other business
	Functional Management
	Office

BOD of the Company

(11 voted in favor, 0 voted against, 0 abstained, 0 avoided)(

Considering that the term of office of the Tenth Session of BOD of the Company is about to expire, the current BOD intends to nominate Mr. Zheng Ju, Mr. Zhuang Wei, Mr. Li Zhihua, Ms. Li Fengfeng, Mr. Zhu Zhiyong, Mr. Li Keqin, Ms. Zhou Ting, Mr. Zhang Chunyi, Mr. Xu Yanxiu, Mr. Zhang Yunfeng and Mr. Zhu Jingtao as candidates of directors for the Eleventh Session of BOD of the Company to form the eleventh BOD, and nominate Mr. Zhang Chunyi, Mr. Xu Yanxiu, Mr. Zhang Yunfeng and Mr. Zhu Jingtao as candidates for independent directors of the 11th Session of BOD of the Company.

Please refer to the appendix to the announcement for their resumes.

The proposal still needs to be submitted to the shareholders' general meeting for deliberation. The candidates for the independent directors must be reviewed and agreed by Shanghai Stock Exchange.

(XXI) Proposal on Convening the 2022 Annual Shareholders' General Meeting of Ningbo Shanshan Co., Ltd.

(Please refer to the website of the Shanghai Stock Exchange for details)

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7. Proposal on Re-engagement of BDO China Shu Lun Pan Certified

Appendix

Resume of Director Candidates

Zheng Ju, male, Chinese nationality, born in 1991, having no overseas permanent residency, undergraduate, is now pursuing a Finance EMBA in PBC School of Finance, Tsinghua University, the Chairman and President of Shanshan Holdings Co., Ltd., themanver(P)-3()-14((u)-911(a)y2(Ltd.,)] TJ>BDC q0.000008871 0 595.32 841.92 r

of Shanshan Holdings Co., Ltd. and a director and the General Manager of Ningbo Shanshan Co., Ltd.

Mr. Li Zhihua holds 4.86 million shares of the Company. According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, he is qualified to be nominated as a director of a listed company.

Li Fengfeng, female, Chinese nationality, born in 1980, having no overseas permanent residency, holding a bachelor's degree, was once the Deputy Director of the Planning Department, the Manager of the President's Office, the Assistant to the President and Vice President of Shanshan Holdings Co., Ltd., and is now a director of Ningbo Shanshan Co., Ltd. and the Chairman of Shanghai Shanshan Lithium Battery Technology Co., Ltd. and its several subsidiaries.

Miss Li Fengfeng holds 3.36 million shares of the Company (including 450,000 restricted shares). According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, she is qualified to be nominated as a director of a listed company.

Zhu Zhiyong: Male, Chinese nationality, born in 1970, having no overseas permanent residency, a polarizer industry expert with bachelor's degree, who has been serving as the President of Chinese Polarizer Business of LG Chem (Nanjing) since 2004, and currently serves as Director and General Manager of Shanjin Optoelectronics (Suzhou) Co., Ltd.

Mr. Zhu Zhiyong holds 0.29 million shares of the Company (are all restricted shares). According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, she is qualified to be nominated as a director of a listed company.

Li Keqin: Male, Chinese nationality, born in 1975, having no overseas permanent residency, a certified tax agent and accountant with bachelor's degree, who used to serve as Vice President and CFO of Ningbo Shanshan Fashion Clothing Brand Management Co., Ltd, Deputy Chief Financial Officer and Head of Finance Department of Ningbo Shanshan Co., Ltd; and currently served as CFO of Ningbo

Shanshan Co., Ltd.

Mr. Li Keqin does not hold shares of the Company at present. According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, he is qualified to be nominated as a director of a listed company.

Zhou Ting: Female, Chinese nationality, born in 1982, having no overseas permanent residency, holding double master degree (master of Zhejiang University majoring in Journalism and Communication, and EMBA of Cheung Kong Graduate School of Business), who used to be a member of Shanghai Youth Federation, a reporter and anchor of the News Department of Zhejiang Satellite TV and Dragon TV, a reporter and anchor of the News Department of China Business Network, and a

Ms. Zhou Ting is the spouse of Mr. Zheng Yonggang, the former actual controller of the Company. She does not directly hold any shares of the Company. According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, she is qualified to be nominated as a director of a listed company.

Zhang Chunyi, male, Chinese nationality, born in 1963, having no overseas permanent residency, holding a master's degree, worked for Shanghai Open University (formerly Shanghai Television University) from 1984 to February 2023, was once the Dean and Associate Professor of the Department of Accounting and Finance at the School of Economics and Management, Shanghai Open University, and is now an independent director of the tenth session of Board of Directors of Ningbo Shanshan Co., Ltd.

Mr. Zhang Chunyi has no affiliated relationship with the Company's directors,

Xu Yanxiu, male, Chinese nationality, born in 1966, having no overseas permanent residency, holding a master's degree, is now a legislative consulting expert of the Standing Committee of the Ningbo Municipal People's Congress, a member of the Supervisory and Judicial Work Committee of the 15th Standing Committee of the Ningbo Municipal People's Congress, Chief Supervisor of Ningbo Lawyers Association and an arbitrator of Ningbo Arbitration Commission. He is now the head, managing partner and Grade 1 lawyer of Grandall (Ningbo) Law Firm, an independent director of Ningbo Marine Company Limited and Ningbo Fuda Co., Ltd., and an independent director of the 10th Board of Directors of Ningbo Shanshan Co., Ltd.

Mr. Xu Yanxiu has no affiliated relationship with the Company's directors, supervisors, senior managers, actual controllers or shareholders holding more than 5% of the shares, and he holds no shares of the Company. According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, he is qualified to be nominated as a director of a listed company.

Zhang Yunfeng: Male, Chinese nationality, born in 1975, having no overseas permanent residency, master, who used to serve as the Investment Director and Fund Partner of Unity Asset Management, Executive Director, Chief Operating Officer, Chief Investment Officer and Special Advisor to the Board of Yingde Gases, Chairman of Xinjiang Haoyuan Natural Gas Co., Ltd; currently serves as Director and General Manager of Shanghai Yuanhan Energy Technology Co., Ltd.

Mr. Zhang Yunfeng has no affiliated relationship with the Company's directors, supervisors, senior managers, actual controllers or shareholders holding more than 5% of the shares, and he holds no shares of the Company. According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, he is qualified to be nominated as a director of a listed company.

Zhu Jingtao, male, Chinese nationality, born in 1978, having no overseas permanent residency, holding a doctoral degree from Fudan University, has been

working at Tongji University since 2005. He has been committed to the research on optical thin films and related fields for a long time and has won the second prize of Shanghai Technology Invention Award and the third prize of Military Science and Technology Progress Award. He is now a professor at the School of Physical Science and Engineering, Tongji University and independent director of the tenth session of Board of Directors of Ningbo Shanshan Co., Ltd.

Mr. Zhu Jingtao has no affiliated relationship with the Company's directors, supervisors, senior managers, actual controllers or shareholders holding more than 5% of the shares, and he holds no shares of the Company. According to 3.2.2 of the *Guidelines of Shanghai Stock Exchange for Self-regulation of Listed Companies No. 1 - Standardized Operation*, he is qualified to be nominated as a director of a listed company.