



CONTENTS

Agenda of the 2024 Annual General Meeting	3
Details of the 2024 Annual General Meeting	4
Proposal 1 2024 Annual Work Report of the Board of Directors	7
Proposal 2 2024 Annual Work Report of the Board of Supervisors	37
Proposal 3 Proposal on the 2024 Annual Report and Its Summary	44
Proposal 4 Proposal on the 2024 Final Account Report.....	45
Proposal 5 Proposal on the Review of Related-party Transactions in 2024.....	57
Proposal 6 Proposal on the Estimate of Daily Related-party Transactions in 2025	58
Proposal 7 Proposal on the 2024 Profit Distribution Plan.....	59
Proposal 8 Proposal on the 2024 Remuneration Appraisal and 2025 Remuneration Plan for Directors	60
Proposal 9 Proposal on the 2024 Remuneration Appraisal and 2025 Remuneration Plan for Supervisors	62
Proposal 10 Proposal on the Renewal of the Audit Agency for 2025	63
Proposal 11 Proposal on the Total Financing Credit Limit Authorized to the Company and Its Subsidiaries for 2025	64
Proposal 12 Proposal on the Estimated Guarantee Amount of the Company and Its Subsidiaries for 2025	66
Proposal 13 Proposal on the Issuance of Non-financial Corporate Debt Financing Instruments by the Company and Its Subsidiaries in 2025	68
Proposal 14 Proposal on Carrying out Foreign Exchange Derivatives Transactions by the Company and its Subsidiaries in 2025	71
Proposal 15 Proposal on Carrying out Hedging Transactions by the Company and Its Subsidiaries in 2025	73
Proposal 16 2024 Annual Work Report of Independent Directors.....	75
Proposal 17 Proposal on Changing the Registered Capital and Amending the <i>Articles of Association</i> of the Company.....	76
Proposal 18 Proposal on the Shareholders' Dividend Plan of the Company for the Next Three Years (2025-2027).....	79

Agenda of the 2024 Annual General Meeting

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*Company Law Rules for Shareholders' Meetings of
Listed Companies
Articles of Association*

Articles of Association

Proposal 1

The annual work report of the Board of Directors for the year 2024 is provided as follows for your deliberation:

I. Overview of the work in 2024

In 2024, in the face of challenges such as the deep adjustment of the new energy industry pattern, the accelerated restructuring of the global supply chain, and the complex and changing market environment, the Company always maintained strategic customer-centric, creating value for

strengthened scientific and technological support, promoted cost reduction and efficiency improvement, and strove to promote the transformation of the business pattern from overseas resources, domestic manufacturing and global market to overseas resources, international manufacturing and global market to integrate into the global new energy industry supply system with a more open attitude. During the reporting period, the Company adhered to seeking progress in stability and winning in progress, achieved steady improvement in operation quality, created the best

development performance.

In 2024, the Company mainly completed the following tasks based on its established business plan:

(I) Sought improvement in stability, and hit a record high in operating performance

During the reporting period, the Company strengthened the overall coordination of overseas resources, domestic manufacturing and global market, systematically improved operation efficiency and steadily improved operation quality by adjusting the structure, expanding the market, increasing orders, increasing loads, and reducing costs, and achieved operating revenue of RMB 60.946 billion and net profit

attributable to the parent company of RMB 4.155 billion, a year-on-year growth of 23.99%, creating the best operating performance since the establishment of the Company. The shipment of lithium battery cathode precursors exceeded 120,000 tons (including ternary precursors and tricobalt tetroxide, and including those supplied internally), and the shipment of cathode materials exceeded 90,000 tons (including those supplied internally and equity in the joint stock company). Due to the -profit products and optimize product structure, shipments of lithium battery materials decreased from the same period last year. The shipment of sodium battery precursors exceeded 300 tons, making the Company the first tonnage enterprise in the industry to go to sea. The shipment of cobalt products was about 46,800 metal tons (including those supplied internally), a year-on-year growth of about 13%, consolidating the Company position in the industry. The shipment of nickel products was 184,300 metal tons (including those supplied internally), a year-on-year growth of 46%, providing period, the upstream laterite nickel ore HPAL capacity was gradually released, and the shipment of nickel intermediates reached nearly 230,000 metal tons, an increase of nearly 50% over the same period last year, providing a competitive raw material guarantee.

capability. The Company made breakthroughs in national technical achievements. The Company won the Second Prize of the National Science and Technology Progress

equipment for lithium battery precursor reactive crystallization and intelligent manufacturing of high-

battery solid waste efficient and low-

won the First Prize of the China Nonferrous Metals Industry Science and Technology
kel Smelting and

High-

preparation method of nickel, cobalt and manganese ternary precursor with low sulfur
-dense coated high-nickel cathode material for

Company further strengthened the R&D of new products and new processes based on the integrated industry chain and achieved a series of results. In terms of resource development, more than 10 R&D results have been industrialized in the development project of laterite nickel ore in Indonesia, effectively reducing production costs. In terms of precursors, the Company focused on the development of medium-nickel high-voltage and high-nickel new products, and engaged in the independent design and development of high-nickel large particle structures, as well as efficient preparation processes. These advancements have led to a substantial enhancement in DCR growth and improved performance during high-temperature cycling. A number of Ni90-95 products have received certification from prominent international clients. The Company developed and introduced more than 30 new products. The Company adhered to the parallel development of polyanion and high-performance layer oxygen routes in sodium battery precursor products, and achieved 100-ton breakthroughs. In

life models, and cathode materials for all-solid state batteries are being developed and certified by leading enterprises, making the Company fully recognized by customers. In terms of lithium cobaltate, the Company broke through core technologies such as severe thermal runaway induced by high temperature and irreversible active phase transformation induced by high voltage, and a number of 4.53V high-voltage lithium cobaltate products passed customer certification and were put into stable mass production. In the field of nickel products, four new products of electroplated nickel have been developed. Thick nickel plates and electroplated grade nickel sulfate have achieved mass production and 100 ton shipment, and main nickel products have achieved full coverage of research and development. The R&D of new products and technological support for its high-quality development.

(III) Deepened global layout, and further enhanced the driving force for high-quality development

During the reporting period, the Company actively adjusted industrial planning, accelerated the layout of overseas projects, and promoted the continuous optimization of industrial structure and spatial structure, so that the industrial layout of overseas resources, international manufacturing and global market initially took shape, and the driving force for high-quality development was further enhanced. At the upstream resource end, in Indonesia, the Company invested in AJB, WKM and TMS mines, output of 120,000t mixed hydroxide precipitate, it reached the target output by the end of the first quarter in 2024, the production capacity was gradually improved to 60,000t mixed hydroxide precipitat, it continuously exceeded the target output, and pulp pipeline connecting the SCM mine and Huayue project ran through the whole of 45,000t nickel matte was operated stably; the shipment of nickel intermediates was nearly 230,000t, an increase of 50% over the same period last year. The Pomalaa HPAL project with a nameplate annual production capacity of 120,000t of mixed hydroxide precipitate in cooperation with Vale Indonesia and Ford Motor was

production capacity of 60,000t of mixed hydroxide precipitate in cooperation with Vale Indonesia was carried out steadily, and the preparatory work for the construction of the Pomalaa Industrial Park was implemented in an orderly manner. In Zimbabwe, the Arcadia lithium ore project was in good order, achieving lithium concentrate shipment of about 400,000 tons, a year-on-year increase of 41%, and a significant increase in production capacity. The construction of the 50,000 tons lithium sulfate project began in January 2024, and after the completion of the project, the integration of mining and metallurgy from lithium concentrate to lithium salt will be achieved,

reduced comprehensive costs of the Company through various means and measures such as reducing the costs of supply chain, or reducing the costs through the enhancement of process technology or human efficiency or reduction of inventory, reducing the costs of project investment. The Company completed the currency conversion of the Indonesian Huayue syndicate, further reducing financing costs, and previous year; built an information-based and international safety and environmental management system, and implemented a safety and environmental audit mechanism to ensure the effective and reliable management of safety and environment; strengthened the incorporation and market-oriented reform, and promoted the pilot oper awareness and management ability; innovated the logistics support model, and carried out market-oriented reform of logistics services, gradually improving the efficiency of logistics services. The Company strengthened cash flow management, gave priority to supporting businesses with high profit margin contribution and fast cash return, RMB 12.431 billion during the reporting period, a year-on-year increase of 256.61%.

(V) Improved ESG management and led green development of the industry

During the reporting period, the Company accelerated the construction of a high standard and full coverage ESG management system, continued to improve ESG

reduction, and won the title of

a digital energy efficiency central system and reshape energy management, developed and constructed green power projects, and its clean power usage ratio in the whole industry chain increased to 40%, far exceeding the expected target. Huafei project completed the carbon footprint verification and certification of products, while the Huayue project exceeded the target output, with carbon emissions further reduced,

making it the first enterprise in the battery material industry that passes the SGS carbon management system certification. The Company promoted low carbon practices of suppliers and fulfilled due diligence management responsibilities in

mineral supply chain. Indonesia Huayue was certified by the Responsible Mineral Initiative, and Quzhou Huayou and Guangxi Huayou were awarded the A-level Certificate of Mineral Supply Chain Due Diligence Management Evaluation for battery nickel products. The Company participated in the drafting of the Guidelines on Environmental, Social and Governance (ESG) Information Disclosure for Non-Ferrous Metals Enterprises, making positive contributions to the ESG practice of the industry. Its environmental protection investment exceeds RMB 400 million, and CDP rating is higher than the global industry average. The Company actively shouldered social responsibilities, and through foreign donations, performance of overseas territorial responsibilities and multi-field public welfare practices, invested RMB 69.25 million to promote the coordinated development of education, medical care, infrastructure and environment in the investment place, achieving deep integration of enterprise development and social value.

(VI) Focused on shareholder return, and shared the development results

During the reporting period, the Company adhered to value creation, actively returned to shareholders, deeply stimulated the enthusiasm of employees, and shared the development results with shareholders, employees and other relevant parties. The Company implemented the fourth phase & 2024 Restricted Share incentive plan, 1,161 participants have subscribed for 9,349,300 restricted shares, which effectively encouraged cadres and employees to grow together with the Company, and further consolidated the human resource foundation for high-quality development of the Company. The Company actively paid cash dividends, completed the 2023 profit distribution, and paid cash dividends of RMB 10 per 10 shares to all shareholders, with a total cash dividend of RMB 1.675 billion (including tax). It also orderly promoted share repurchase, with the amount of repurchase totaling about RMB 750 million as of the end of the reporting period. To better give back to shareholders and share development achievements, the Company establishes the annual profit distribution plan for 2024. This plan has been developed with careful consideration of profitability, cash flow conditions, and future growth requirements. It proposes a cash dividend of RMB 5 Yuan (tax-inclusive) for every 10 shares held by shareholders, amounting to a total cash dividend of 840 million Yuan. This distribution represents 20.20% of the net profit attributable to the parent company for the fiscal year 2024, thereby ensuring ongoing returns to shareholders.

II. Main operation status during the reporting period

As of the end of the reporting period, the total assets of the Company were RMB 136.591 billion, a year-on-year increase of 8.82%, and the net assets attributable to the parent company were RMB 36.946 billion, a year-on-year decrease of 7.78

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Analysis of the primary business by industry						
By industry	Operating revenue	Operating costs	Gross profit margin (%)	Increase/decrease in operating revenue compared to that in the previous year (%)	Increase/decrease in operating costs compared to that in the previous year (%)	Increase/decrease in gross profit margin compared to that in the previous year (%)
New Energy battery materials and raw materials	28,747,377,321.51	24,216,936,679.79	15.76	-31.71	-33.47	2.22
Nonferrous metal materials	20,324,086,060.17	14,900,835,262.69	26.68	72.24	66.43	2.55
Trade and others	10,606,855,937.69	10,488,547,317.89	1.12	-3.69	-0.72	-2.95
Analysis of the primary business by products						
By products	Operating revenue	Operating costs	Gross profit margin (%)	Increase/decrease in operating revenue compared to that in the previous year (%)	Increase/decrease in operating costs compared to that in the previous year (%)	Increase/decrease in gross profit margin compared to that in the previous year (%)

Nickel intermediate	7,035,780,504.16	5,475,517,596.92	22.18	36.76	53.59	-8.53
Trade and others	10,940,833,663.42	10,801,838,054.98	1.27	-4.63	-1.46	-3.18
Analysis of the primary business by region						
By region	Operating revenue	Operating costs	Gross profit margin (%)	Increase/decrease in operating revenue compared to that in the previous year (%)	Increase/decrease in operating costs compared to that in the previous year (%)	Increase/decrease in gross profit margin compared to that in the previous year (%)
Domestic	23,498,139,094.54	20,243,253,718.19	13.85	-15.31	-15.79	0.49
Overseas	36,180,180,224.83	29,363,065,542.19	18.84	-2.65	-7.89	4.61
Analysis of the primary business by sales mode						
By sales mode	Operating revenue	Operating costs	Gross profit margin (%)	Increase/decrease in operating revenue compared to that in the previous year (%)	Increase/decrease in operating costs compared to that in the previous year (%)	Increase/decrease in gross profit margin compared to that in the previous year (%)
Self-sales	59,678,319,319.37	49,606,319,260.37	16.88	-8.06	-11.28	3.02

Analysis of production and sales volumes

Main products	Unit	Production volume	Sales volume	Inventory	Increase/decrease in production volume compared to that in the previous year (%)	Increase/decrease in sales volume compared to that in the previous year (%)	Increase/decrease in inventory compared to that in the previous year (%)
Cobalt product	Ton (metal quantity)	48,974.32	46,837.16	5,906.18	20.49	13.18	56.70
Copper Product	Ton (metal quantity)	89,041.35	90,233.30	3,255.19	-0.48	2.78	-26.80
Nickel Product	Ton (metal quantity)	192,556.23	184,314.74	12,818.86	50.07	45.78	180.05
Lithium Product	Ton (physical quantity)	41,391.11	39,246.32	5,438.00	260.66	376.56	65.13
Ternary precursor	Ton (physical quantity)	101,771.61	103,100.34	3,617.96	-17.67	-20.17	-26.86
Cathode material	Ton (physical quantity)	65,220.94	65,666.14	2,668.65	-27.71	-30.60	-14.30

Analysis of costs

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		24,216,936,679.79		36,398,125,668.85			
		17,947,954,827.75	74.11	31,048,226,517.68	85.30	-33.47	
		2,352,811,578.52	9.72	1,833,391,536.66	5.04	-42.19	
		806,191,192.86	3.33	707,337,972.98	1.94	28.33	
		1,102,837,944.08	4.55	982,530,467.21	2.70	13.98	
		2,007,141,136.57	8.29	1,826,639,174.32	5.02		
		14,900,835,262.69		8,953,153,204.31		66.43	
		12,091,023,794.02	81.14	6,892,238,152.72	76.98	75.43	
		995,707,049.60	6.68	799,262,365.54	8.93	24.58	
		340,770,067.96	2.29	185,226,451.38	2.07	83.97	
		742,251,493.01	4.98	503,943,340.53	5.63	47.29	

8 ref 28.71 586.87 0.48 00148004 36 9F1 9.96 Tf3 368.EM C Qq203.93 587.35 m0 G2139 404.8q13

		574,583,511.89	5.52	294,536,379.27	4.06	95.08	
		220,150,993.94	2.12	87,583,129.54	1.21	151.36	
		386,559,835.93	3.72	209,847,937.15	2.89	84.21	
		298,344,904.52	2.87	231,898,232.65	3.19	28.65	
		2,697,238,847.65		1,137,877,913.04		137.04	
		1,816,305,760.82	67.34	976,733,354.06	85.84	85.96	

345,205,494.60

		361,576,436.61	6.60	339,723,006.09	9.53	6.43	
		896,451,748.41	16.37	753,172,537.96	21.13	19.02	

(4).

A. Major customers of the Company

The total sales amount achieved through the top 5 customers is RMB 23,975.63 million, accounting for 39.34% of the total sales amount of the year. Among them, the total sales amount achieved through related parties is RMB 0, accounting for 0% of the total sales amount of the year.

B. Major suppliers of the Company

The total purchase amount achieved through the top 5 suppliers is RMB 6,470.16 million, accounting for 14.08% of the total purchase amount of the year. Among them, the total purchase amount achieved through related parties is RMB 0, accounting for 0% of the total purchase amount of the year.

Items Amount as at the end

Classification of R&D employees by age	
Category	Number of employees
Under 30 (exclusive) years old	579
30 (inclusive) ~ 40 (exclusive) years old	651
40 (inclusive) ~ 50 (exclusive) years old	265
50 (inclusive) ~ 60 (exclusive) years old	61
60 years old or above	3

	12,431,110,882.70	3,485,888,093.33	256.61
	-7,668,452,150.84	-16,550,869,671.66	-53.67
	25,183,856.07	15,103,229,650.73	-99.83

Unit: RMB Yuan

Item	Amount as at the end of the current period	Proportion in the total assets (%)	Amount as at the end of the previous year	Proportion in the total assets (%)	Change ratio (%)	Detailed description
Receivables financing	1,428,306,241.20	1.05	2,425,306,902.49	1.93	-41.11	Mainly due to a bill endorsement payment and collection upon maturity
Advance to suppliers	2,950,454,862.65	2.16	1,810,825,646.66	1.44	62.93	Mainly due to an increase in advance to suppliers
Other receivables	274,707,951.55	0.20	392,878,676.92	0.31	-30.08	Mainly due to a decrease in balance caused by the receipt of export tax refunds in this period
Other equity instrument investments	176,379,882.81	0.13	42,647,182.81	0.03	313.58	Mainly due to additional equity investments
Right-of-use assets	58,138,602.83	0.04	106,133,724.12	0.08	-45.22	Mainly due to the early surrender of some use-of-right assets
Goodwill	597,655,163.70	0.44	456,351,378.26	0.36	30.96	Mainly due to the goodwill formed by the merger with Zhongjing Holdings in this period, while Tianjin B&M

						and Huahai New Energy have recognized impairment losses on goodwill.
Other non-current assets	2,259,180,048.30	1.65	3,851,581,151.15	3.07	-41.34	Mainly due to a decrease in prepayments for equity investments
Short-term borrowings	20,753,855,937.28	15.19	15,048,622,566.53	11.99	37.91	Mainly due to an increase in various types of borrowings
Notes payable	4,209,819,518.55	3.08	8,019,127,039.81	6.39	-47.50	Mainly due to a decrease in the amount of payment for goods through bills
	867,721,977.01	0.64	431,037,852.87	0.34	101.31	Mainly due to an increase in advance payments received from customers
Taxes and surcharges payable	623,927,519.98	0.46	429,374,847.76	0.34	45.31	Mainly due to an increase in enterprise income tax and VAT payable
Other payables	1,805,454,346.03	1.32	2,698,990,402.87	2.15	-33.11	Mainly due to a decrease in obligation to repurchase restricted shares
Other current liabilities	2,338,401,435.83	1.71	1,433,223,782.84	1.14	63.16	Mainly due to an increase in ultra-short-term bonds payable
Lease liability	25,510,181.33	0.02	54,979,200.70	0.04	-53.60	Mainly due to the early surrender of tenancy of some right-of-use assets
Other non-current liabilities	3,594,200,000.00	2.63			100.00	

Overseas assets

Including: overseas assets 71,221,532,950.80 (Monetary unit: Yuan Currency: R accounting for 52.14% of the total assets.

Monetary unit: Yuan Currency:

Name of overseas assets	Cause of formation	Operation mode	Operating revenue during the reporting period	Net	g
Indonesia Huafei	New establishment	Self-operation	8,568,054,406.02	5	52
Huayou Hong Kong	New establishment	Self-operation	30,900,178,025.72	2,0	32
Huayue Company	New establishment	Self-operation	6,949,262,432.48	1,4	28
Huake Indonesia	New establishment	Self-operation	4,659,286,817.52	5	81

Items	Ending book value	Reason for restriction
Cash and cash equivalents	3,934,560,811.62	The RMB 3,934,560,811.62 is other cash and cash equivalents, including the bank acceptance deposit of RMB 1,809,722,569.38, letter of credit deposit of RMB 308,780,174.06, letter of guarantee deposit of RMB 89,120,909.10, loan deposit of RMB 1,698,045,6 forward foreign exchange settlement and sales margin deposit of RMB 21,500,910.75, environmental impact assessment deposit of RMB 7,154,291.63, frozen in the lawsuit RMB 235,324.49, and other deposits of RMB 1,0
Financial assets held for trading	101,850,410.96	

Mine name	Main varieties	Resource qty	Reserves	Grade	Annual output	Remaining exploitable years	Expiry date of license/mining rights
Arcadia mine in Zimbabwe	Spodumene and petalite	58.2968 million tons	40.9243 million tons	1.21%	4.5 million tons	9.09 years	Permanent
PE527 Mining Right Luiswishi Copper Cobalt Mine in D. R. Congo	Copper and cobalt	0.7577 million tons	0 tons of sulfide ore; 452,400 tons of oxidized ore	Copper 2.00%; cobalt 0.88%	1.1 million tons	0.41 years	The renewal of formalities for the mining rights is in a progress
PE527 Mining Right Lukuni Copper Mine in D. R. Congo	Copper	2.2433 million tons	1.3053 million tons of mixed ore and sulfide ore	Copper 1.10%	1.1 million tons	1.18	
PE527 Luiswishi existing surface stacked ore	Copper and cobalt	3.5614 million tons	0.5263 million tons of sulfide ore and 3.0351 million tons of oxidized ore	Copper 1.51%; cobalt 0.43%	/	/	Self-mining stacked ore
PE527 Lukuni existing surface stacked ore	Copper	0.7824 million tons	0.7824 million tons of oxidized ore	Copper 0.91%	/	/	Low-grade original existing surface stacked ore
MIKAS lower tailings	Copper and cobalt	1.0874 million tons	1.0874 million tons of tailings	Copper: 0.82%; cobalt: 0.20%	/	/	/

-	5,617,770,000.00	3,869,462,299.84	473,225,903.52	174,304,497.16		4,168,383,706.20	
	13,808,524,376.00	1,578,930,401.58	739,225,506.53	1,476,823,412.85	841,332,495.26		
	1,916,751,200.00	1,195,186,065.35	189,867,623.26	1,361,071,233.18		23,982,455.43	
	1,146,813,100.00	218,496,805.09	1,086,768,210.41	558,177,137.05		747,087,878.45	
-	1,379,495,200.00		1,158,896,258.80	1,120,356,483.38		38,539,775.42	
	1,341,269,300.00		855,108,917.59	187,969,582.56		667,139,335.03	
	25,210,623,176.00	6,862,075,571.86	4,503,092,420.11	4,878,702,346.18	841,332,495.26	5,645,133,150.53	

III. Discussion and analysis of the Company's future development

1. The global new energy vehicle (NEV) industry continues to experience rapid growth

overall growth of the global NEV sector remains robust. According to EVTank data, global NEV sales are projected to reach 18.236 million units in 2024, representing a year-on-year increase of 70.7% for 70.7% of global sales, up from 64.8% in 2023, with an annual electric vehicle penetration rate surpassing 40%. In Europe and the United States, NEV sales for 2024 are anticipated to be 2.89 million and 1.57 million units, respectively, reflecting year-on-year growth rates of -2.0% and 7.2%. In tandem with the high demand in the global NEV market, the demand for power battery installations is also on the rise. SNEResearch indicates that the total installation volume of global power battery market is 894.4 GWh, marking a year-on-year increase of 27.2%. Furthermore, data from the China Automotive Battery Innovation Alliance reveals that the cumulative installation volume of power batteries in China is projected to reach 548.4 GWh in 2024, reflecting a year-on-year growth of 41.5%.

Looking ahead, as the NEV industry accelerates its transition towards electrification, intelligence and globalization, the market potential for lithium battery materials remains substantial. According to predictions from research institutes, the global power battery installation volume is expected to reach 3,758 GWh by 2030.

2. The cost-effectiveness of ternary materials is becoming increasingly prominent, with high nickel content emerging as a development trend

Lithium-ion ternary cathode materials exhibit significant advantages in energy density, lightweight design, and low-temperature performance compared to other technological pathways, thereby meeting the demands for long-range and high-performance capabilities in mid-to-high-end NEVs. However, due to price

competition among major automotive manufacturers and the drive to reduce battery costs, lithium iron phosphate batteries have captured a portion of the mid-to-low-end market due to their cost advantages, while ternary batteries are predominantly used in high-end models, resulting in a decline in their installation share. In the future, as the prices of essential raw materials such as nickel, cobalt, and lithium stabilize and decline, the price differential between ternary batteries and lithium iron phosphate batteries is expected to gradually diminish. Furthermore, the maturation and application of high-voltage fast-charging technology, along with the favorable recycling value of nickel and cobalt metals, will further highlight the cost-effectiveness of ternary materials. According to predictions from ICCSINO.COM, the production of ternary materials in China and globally is expected to grow by 5.1% and 6.6% respectively by 2025.

-range capabilities and intelligent features in NEVs, along with the rigid requirements for energy density in emerging applications such as low-altitude economy and intelligent robotics, the trend towards high nickel content in battery materials is becoming increasingly pronounced.

projected to reach 963,000 tons in 2024, with high nickel content accounting for 55%, an increase of 3% from the previous year. As a core production base for ternary precursors, China is expected to produce 851,000 tons, with high nickel content comprising 52%, also reflecting a 3% increase from the previous year. Additionally, with the continuous maturation of solid-state battery technology and its expanding application scope, high nickel ternary materials have emerged as a key technological pathway for matching solid-state battery cathode materials due to their high energy density and favorable cost-effectiveness. According to GGII forecasts, solid-state battery shipments are expected to reach 7 GWh in 2024, with projections exceeding 65 GWh by 2030 and further expanding to over 300 GWh by 2035, thereby further propelling the development of high nickel ternary materials.

3. The demand for nickel, cobalt and lithium metals is steadily increasing, and their strategic value is becoming increasingly prominent

As a new wave of technological revolution and industrial transformation unfolds, advanced battery technologies such as cylindrical batteries and solid-state batteries are rapidly overcoming commercialization challenges, while emerging industries such as low-altitude aircraft, intelligent robotics, and AI smart terminals are gaining traction.

eight, long-range and high-strength materials continues to rise, presenting new development opportunities for core materials such as ternary cathodes, lithium cobalt oxide, nickel-based, and cobalt-based alloys. Combined with the demand for aerospace, high-end equipment manufacturing, and special alloys, the demand for nickel-based/cobalt-based alloys will continue to increase. Various factors are collectively influencing the steady growth of nickel, cobalt, and lithium metal demand. According to data from INSG, global nickel demand is projected to increase by 5% in 2025. The Cobalt Institute anticipates a year-on-year growth of 3% and 7% in global cobalt demand for 2025 and 2026 respectively. Additionally, SMM data indicates that the compound annual growth rate for global lithium demand is expected to reach 15% from 2023 to 2027. In recent years, the rapid depletion of easily exploitable nickel, cobalt, and lithium metal resources has raised concerns. As these critical strategic resources are widely utilized in high-tech industries, high-end equipment and special equipment, supporting industrial upgrading and energy transition, ensuring resources supply security has become a focal point of industrial competition among major global economies. The United States, European Union, and Japan have introduced a series of laws and policies aimed at developing critical minerals and supply chains, including updating lists, assessing supply chain conditions, enhancing intergovernmental strategic cooperation, and promoting the synergy of mining projects and infrastructure. These measures aim to localize the mineral resource development industry chain and ensure the sustainable development of mining, thereby securing a stable supply of critical minerals such as nickel, cobalt, and lithium. The major resource countries have also

successively formulated and introduced policies and measures to standardize the export order of strategic metal mineral resources and improve the strategic position of nickel, cobalt and lithium resources.

4. The international expansion of enterprises within the new energy lithium battery industry chain is accelerating.

Leveraging its long-NEV industry has established a leading position in the global market. The internationalization of the NEV and lithium battery industry chain represents a crucial pathway for the industry to transition from scale expansion to quality enhancement.

opportunity for international expansion driven by dual forces. On one hand, markets in Europe, America and Southeast Asia are increasingly demanding localization of the

material technologies and efficient production capacities into their supply chain systems. On the other hand, the rapid growth and high profitability of overseas markets are prompting Chinese lithium battery enterprises to evolve from product output to the export of technological standards and industrial ecosystems. For lithium battery material companies, establishing an international production capacity layout not only facilitates the efficient allocation of global resources but also enables deeper integration into international industry chains, thereby enhancing global competitiveness. Therefore, enterprises that are currently engaged in strategic planning for global expansion will secure a favorable competitive position in the future industrial landscape.

Overall development strategy of the Company:

The Company will put focus on new energy lithium battery materials, underpinned by the security of nickel-cobalt-lithium resources. The Company is committed to a transformative and progressive trajectory characterized by the
sion, and capability

It will fully leverage the advantages of integrated industry, all-round technology, international operation and high-level ecology, strengthen the overall coordination of safety and development, domestic and foreign markets, resources and factors, business expansion and risk prevention, firmly grasp the opportunities of the new round of technological revolution and industrial transformation, promote the integration of scientific and technological innovation and industrial innovation, accelerate the application of new technologies such as digitalization and artificial intelligence, vigorously cultivate and develop new quality productivity, so as to cultivate a technology-driven, environmentally-sustainable, open, responsible and progressive enterprise, with the objective of establishing a world-class enterprise

Technology-driven enterprise: The Company will adhere to a science and technology-driven strategy, focusing on innovation and high-quality development. This includes innovating our management mechanisms for research initiatives, technological innovation, and high-quality development through advanced technology.

Environmentally-sustainable enterprise: The Company is committed to the green development strategy. Its goal is to establish a high-quality green manufacturing system and a low-carbon management framework for our supply chain, while also increasing the utilization of clean energy to ensure the sustainable advancement of the Company.

Open enterprise: The Company will embrace an open strategy centered on internationalization, actively engaging in the allocation of overseas resources, integrating into the international division of labor, and participating in global market competition to achieve high-quality development through internationalization.

Responsible enterprise: The Company is dedicated to fulfilling its corporate and social responsibilities, viewing Environmental, Social and Governance (ESG) criteria as a core competitive advantage. It will harness its sense of responsibility to
-quality development.

Progressive enterprise: The Company will foster a culture of diligence and

This includes establishing a tripartite mechanism that integrates technological research, patent strategy, and standard formulation, thereby actively participating in the development of national and industry standards for lithium battery materials. Additionally, a comprehensive intellectual property lifecycle management system will be developed to create a key technology patent portfolio that covers the entire integrated industrial chain, significantly enhancing the capacity to undertake major national and provincial scientific research projects. The Company will also advance the Integrated Product Development (IPD) process, utilizing product development to support market expansion and enhance competitive capabilities, thereby improving responsiveness to market demands and customer needs. The focus will be on green and low-carbon initiatives, quality enhancement, and digital empowerment, with efforts directed towards technological breakthroughs in safety and environmental protection, energy conservation, short-process manufacturing, intelligent production, and advanced equipment. This will facilitate the mastery of cutting-edge industry technologies and critical core technologies, driving comprehensive technological advancement across the integrated industrial chain and establishing a solid technical -quality development.

2. Upholding operational essence and striving for performance growth

- business strategy and a

maintaining a customer-centric approach that creates value for clients. This will involve the coordinated allocation of global resources, strengthening upstream and downstream industrial collaboration, and actively expanding both international and domestic markets to enhance operational quality and profitability. Emphasizing the lean production principles, improve capacity utilization, and establish a benchmark for exceptional manufacturing, achieving optimal product quality, minimal manufacturing costs, and superior economic benefits. The Company will further consolidate and ampl

in cobalt and its related products. By leveraging its integrated industrial advantages, the Company will optimize the customer and market structure for lithium battery materials, promoting the simultaneous development of domestic and international markets. Focusing on major strategic clients, the Company will deepen mutual trust and strengthen strategic partnerships, seizing opportunities for incremental orders while solidifying existing contracts to stabilize and expand market share among mainstream clients.

3. Adhering to open development and continuously enhancing high-quality development momentum

The Company will advance its open strategy of collaborative construction and mutual benefit, deepening the dual integration development model to establish a new framework for overseas resources, international manufacturing, and global markets, thereby continuously enhancing the momentum for high-quality development. In the Indonesia region, the Company aims to expedite the production and compliance of the 50,000-ton precursor project. It will accelerate the construction of the Pomalaa HPAL project in cooperation with Vale Indonesia and Ford Motor, and ensure the preparatory work for the Sorowako HPAL project is completed. The orderly development of the Pomalaa Industrial Park will be prioritized, alongside preparations for the Huayi and North Konawe Industrial Parks, while continuing to advance nickel ore resource development and cooperation to enhance resource reserves and supply security. In Europe, the Hungarian cathode material project will progress steadily while strictly controlling investment costs. In Africa, the lithium sulfate project in Zimbabwe will be implemented as planned. Domestically, the Quzhou and Guangxi bases will coordinate resources, adjust structures, and optimize assets to further enhance operational efficiency. The Company will adhere to the principles of value creation and shared benefits, further deepening upstream and downstream cooperation, innovating collaborative mechanisms, and integrating global resources to promote high-quality development through a high level of openness.

4. Focusing on value creation and further enhancing operational efficiency

The Company will implement a philosophy of specialization, refinement, and optimized management, advancing precise management based on business essence, financial focus, and data reliance, with an emphasis on value creation to further enhance operational quality. Comprehensive budget management will be strengthened, enhancing the rigidity of budget constraints and leveraging the guiding role of budgets. Management reforms will be deepened, focusing on the characteristics of each business segment, ensuring business independence, clear accounting, and defined responsibilities, while innovating institutional mechanisms and solidifying operational accountability to create new development models. The Company will enhance its organizational structure based on operational essence and developmental needs, streamlining organizational levels and reducing institutional complexity to improve organizational efficiency. A strong emphasis will be placed on value creation, supported by technological innovation, standard cost benchmarks, exceptional manufacturing practices, and the segmentation of accounting units to drive efficiency improvements. The Company will further optimize its financial structure, strengthen cash flow management, broaden financing channels, and enhance its capacity for operational risk prevention and control.

5. Committing to green development and further enhancing ESG management standards

-carbon,

core business operations. By prioritizing responsible coexistence and green leadership, the Company will systematically advance global ESG governance practices, continuously reinforcing its capacity for sustainable value creation in the field of new energy materials. Efforts will be directed towards establishing an environmental governance mechanism that spans the entire value chain, focusing on process innovation, optimizing production workflows, enhancing the substitution of clean energy and resource recycling, and strengthening precise management of the carbon footprint across the industrial chain. A multi-tiered responsible management system

for mineral resources such as nickel, cobalt, and lithium will be established, promoting tailings ecological restoration and biodiversity protection, thereby creating a collaborative model for resource development and ecological balance to ensure the sustainability of mineral resource exploitation. The Company will also deepen its localization strategy, implementing community co-construction plans at overseas bases and enhancing support for education and other initiatives. The foundational

enterprise. It will overcome difficulties, tackle tough challenges and continue to forge ahead, expand the achievements of the 14th Five-Year Plan with high-quality development, so as to lay a solid foundation for the development of the 15th Five-Year Plan.

Proposal 2

Company Law

Articles of Association

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On January 9, 2024, the Company held the 9th meeting of the sixth Board of Supervisors, at which the *Proposal on the Repurchase and Cancellation of Some*

and the *Proposal on the Special Report on the Deposit and Use of Raised Funds in the First Half of 2024* were deliberated and approved.

On October 18, 2024, the Company held the 14th meeting of the sixth Board of Supervisors, at which the *Proposal on the Third Quarter Report of 2024* *Proposal on the Change of Some Investment Projects with Funds Raised for the Public Issuance of Convertible Corporate Bonds* *Proposal on the Adjustment of the Repurchase Price of Restricted Shares First Granted under the 2023 Restricted Share Incentive Plan* and the *Proposal on the Proposed Repurchase and Cancellation of Restricted Shares First Granted under the 2023 Restricted Share Incentive Plan* were deliberated and approved.

On November 25, 2024, the Company held the 15th meeting of the sixth Board of Supervisors, at which the *Proposal on the Use of Some Temporarily Idle Raised Funds for Cash Management* deliberated and approved.

On December 30, 2024, the Company held the 16th meeting of the sixth Board of Supervisors, at which the *Proposal on the '2024 Restricted Share Incentive Plan (Draft)' of the Company and Its Summary* *Proposal on the 'Measures for the Implementation and Assessment Management of the 2024 Restricted Share Incentive Plan' of the Company* *Proposal on Verifying the Company's 'List of Incentive Recipients Involved in the First Grant under the 2024 Restricted Share Incentive Plan'* deliberated and approved.

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Association

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Company Law

Articles of

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Articles of Association

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Self-regulatory

*Guidelines for Companies Listed on the Shanghai Stock Exchange No. 1 -
Standardized Operation Regulatory Guidelines for Listed Companies No. 2 -
Regulatory Requirements for the Management and Use of Funds Raised by Listed
Companies Regulations on the Management of Raised Funds*

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Articles of Association

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Administrative Measures for Equity

Incentive of Listed Companies

2021 Restricted Share

Incentive Plan (Draft) 2022 Restricted Share Incentive Plan (Draft) 2023

Restricted Share Incentive Plan (Draft)

2024 Restricted Share

Incentive Plan (Draft)

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Proposal 3

2024 Annual

Report of Huayou Cobalt

2024 Annual Report Summary of Huayou Cobalt

Proposal 4

		<i>2024 Final</i>
<i>Account Report</i>	<i>2024 Auditor's Report</i>	-

*2024 Financial Account Report of Zhejiang Huayou Cobalt Co.,
Ltd.*

2024 Auditor's Report of Zhejiang Huayou Cobalt Co., Ltd.

Accounting Standards for Business Enterprises

S/N	Name of subsidiary	Shareholding ratio at the end of 2024
1		100.00%
2		100.00%
3		83.95%
4	HUAYOU(HONG KONG)CO.,LIMITED	100.00%
5	ORIENT INTERNATIONAL MINERALS & RESOURCE	100.00%

	(PROPRIETARY) LIMITED	
6	CONGO DONGFANG INTERNATIONAL MINING SAS	100.00%
7	LA MINIERE DE KASOMBO SAS	100.00%
8	HUAYOU INTERNATIONAL MINING (HONG KONG) LIMITED	100.00%
9		100.00%
10		100.00%
11		100.00%
12		57.00%
13		100.00%
14		57.00%
15		57.00%
16		100.00%
17		51.00%

18

32	Guangxi Huayou Industrial Investment Co., Ltd.	100.00%
33		100.00%
34		100.00%
35		100.00%
36		100.00%
37		100.00%
38	HUAYOU AMERICA,INC	100.00%
39	HUAYOU RESOURCES PTE. LTD.	70.00%
40		70.00%
41		100.00%
42		42.86%
43		50.42%
44		100.00%
45		100.00%
46		100.00%
47		100.00%
48		100.00%
49		100.00%
50		35.00%
51	HUATUO INTERNATIONAL DEVELOPMENT PTE. LTD	100.00%
52		36.86%
53		36.86%
54		100.00%
55	HUANENG ASIA INTERNATIONAL CO., LIMITED	70.00%
56	HUACAI (HONG KONG) LIMITED	100.00%
57	HUAYONG INTERNATIONAL (HONG KONG) LIMITED	100.00%
58		100.00%

59	Prospect Lithium Zimbabwe (Pvt) Ltd	90.00%
60		70.00%
61		100.00%
62		100.00%
63		100.00%
64		100.00%
65		70.00%
66		100.00%
67		100.00%
68		100.00%
69		100.00%
70		100.00%
71		100.00%
72		100.00%
73		100.00%
74		100.00%
75		100.00%
76		100.00%
77		100.00%
78		70.00%
79	ASTIR MINING SAS	90.00%
80		65.00%
81		100.00%
82		100.00%
83		100.00%
84		100.00%
85		100.00%

86		100.00%
87		100.00%
88		100.00%
89		100.00%
90		100.00%
91		100.00%
92		100.00%
93		100.00%
94		100.00%
95		100.00%
96		100.00%
97		100.00%
98	PT.HUAYUE NICKEL COBALT	57.00%
99		70.00%
100	PT HUASHAN NICKEL COBALT	68.00%
101		24.50%

102

114		70.00%
115	PT.IPIP PORT KOLAKA	66.50%
116	B&M Technology Hungary Kft	36.86%
117	PT.KOLAKA GREEN ENERGY	69.30%
118	BAYVORL MINING (PRIVATE) LIMITED	51.00%
119		50.15%
120	PT.Andalan Metal Industry	50.10%
121		70.00%
122		100.00%
123		100.00%
124		100.00%
125		100.00%
126		100.00%
127		100.00%
128		51.00%
129		100.00%
130		100.00%
131		100.00%
132		100.00%
133		100.00%
134		100.00%
135		100.00%
136		100.00%
137	PT.Central Abadi Nusantara	100.00%
138	PT.Tambang Sinar Sejahtera	100.00%
139		100.00%
140	PROSPECT BROOKE RESOURCES (PRIVATE) LIMITED	90.00%
141		100.00%

142		100.00%
143	HUAYOU NEW ENERGY LI-ION BATTERY MATERIALS (SINGAPORE) PTE. LTD.	100.00%
144	HUAYOU BATTERY MATERIAL (USA) LIMITED	100.00%
145	PT.GREEN MALILI UNITY POWER	66.50%
146	PT.MALILI UNITY ENERGY	66.50%
147	PT.MATARAPE EXCELLENT ENERGY	66.50%
148	PT.NORTHKOLAKA PRIME ENERGY	66.50%
149	PT.IDIP PORT MOROWALI	66.50%
150	PT.IHIP PORT NORTHKOLAKA	66.50%
151	PT.IHIP PORT MALILI	66.50%
152	HUAYOU GREEN ENERGY TECHNOLOGY NETHERLANDS B.V.	100.00%

assets were RMB 136,591,394,300, an increase of RMB 11,071,117,000 compared with RMB 125,520,277,300 at the beginning of the year, with a growth rate of 8.82%. Among them, current assets increased by RMB 4,967,410,700, and non-current assets increased by RMB 6,103,706,300.

Current assets increased by RMB 4,967,410,700 compared with the beginning of the year. Among them, cash and bank balances increased by RMB 4,191,580,500, accounts receivable decreased by RMB 1,175,050,400, advances paid increased by RMB 1,139,629,200, inventories increased by RMB 1,533,370,100, and other items decreased by RMB 722,118,700 in total.

Non-current assets increased by RMB 6,103,706,300 compared with the beginning of the year. Among them, fixed assets increased by RMB 4,759,127,500, construction in progress decreased by RMB 917,310,700, intangible assets increased by RMB 1,003,851,200, long-term equity investment increased by RMB 2,645,098,100, other non-current assets decreased by RMB 1,592,401,100, and other items increased by RMB 205,341,300 in total.

At the end of 2024, the consolidated total liabilities of the Company were RMB 87,930,768,800, an increase of RMB 7,143,847,500 compared with the beginning of the year, with a growth rate of 8.84%. Among them, the current liabilities were RMB 52,342,679,500, accounting for 59.53% of the total liabilities, and non-current liabilities were RMB 35,588,089,400, accounting for 40.47% of the total liabilities. Long-term borrowings increased by RMB 601,898,500, and short-term borrowings increased by RMB 5,705,233,400.

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Proposal 5

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*Announcement
of Huayou Cobalt on the Review of Daily Related-party Transactions in 2024 and the
Estimate of Daily Related-party Transactions in 2025*

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Proposal 6

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*Announcement
of Huayou Cobalt on the Review of Daily Related-party Transactions in 2024 and the
Estimate of Daily Related-party Transactions in 2025*

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Proposal 7

Proposal 8

S/N	Name	Position	Remuneration (pre-tax)	Remark
1			972.94	
2			756.45	
3			608.56	
4			558.11	
5			18.00	Resigned in December 2024
6			18.00	
7	Qian Bolin		18.00	
8	Li Hailong		0	Appointed in December 2024

Proposal 9

Proposal 10

	<i>Company Law</i>	<i>Articles of</i>
<i>Association</i>	-	
-	-	

Proposal 11

Proposal 12

*Announcement of Huayou Cobalt on
the Estimated Guarantee Amount for 2025* -

Proposal 13

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Proposal 14

*Feasibility Analysis Report of Huayou
Cobalt on Carrying out Hedging Business by the Company and its Subsidiaries in
2025*

Proposal 15

*Announcement of Huayou Cobalt on Carrying out
Hedging Business in 2025 - Feasibility
Analysis Report of Huayou Cobalt on Carrying out Hedging Business by the
Company and its Subsidiaries in 2025*

Proposal 16

2024 Annual Work Report of Independent Directors of Huayou Cobalt

Proposal 17

Proposal ~~17~~ Adjusting as

Matters Related to the First Grant under the 2024 Restricted Share Incentive Plan

*Proposal on Granting Restricted Shares to Incentive Recipients for the First
Time*

This proposal needs to be submitted to the general meeting of shareholders for deliberation, and subject to the approval of more than two-thirds of the voting rights held by the shareholders present at the meeting. Except for the said provisions, other provisions of the *Articles of Association* remain unchanged

Articles of Association

Proposal 18

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*Company Law of the People's Republic of China Regulatory Guidelines for Listed
Companies No. 3 - Cash Dividends of Listed Companies Self-regulatory
Guidelines for Listed Companies of the Shanghai Stock Exchange No. 1 -
Standardized Operation Shareholders' Dividend Plan of
Huayou Cobalt for the Next Three Years (2025-2027)*

*Shareholders' Dividend Plan of Zhejiang Huayou Cobalt Co., Ltd.
for the Next Three Years (2025-2027)*