

Fangda Carbon New Material Co., Ltd.
Notice of convening the Fifth Extraordinary General Meeting of 2024

The Board of Directors and all directors of the Company warrant that there are no false records, misleading statements or material omissions in the contents of this announcement and shall be legally responsible for the truthfulness, accuracy and completeness of its contents.

Vital content notice:

- Date of the Extraordinary General Meeting (hereinafter referred to as EGM): 3 July 2024
- Internet voting system adopted for this EGM: Shanghai Stock Exchange Internet Voting System for Meetings of Shareholders

I. Particulars on the convening of the meeting

(I) Type and session of general meeting of shareholders

The Fifth EGM of 2024

(II) Convener of the EGM: the Board of Directors

(III) Voting method: The voting method adopted for the EGM is a combination of on-site voting and internet voting

(IV) Date, time and address of the on-site meeting

Date and time: 3 July 2024 at 10:00 a.m.

Address: Conference Room on the 5th floor of Fangda Carbon Office Building, Haishiwan Town, Honggu District, Lanzhou City, Gansu Province.

(V) System, starting and ending date and voting time for internet voting.

Internet Voting System: Shanghai Stock Exchange Internet Voting System for

Meetings of Shareholders

Starting and ending time of internet voting: From 3 July 2024

to 3 July 2024

For those who adopt the Shanghai Stock Exchange Internet Voting System, the voting time through the trading system voting platform is the trading hours on the day of the EGM, i.e. 9:15-9:25, 9:30-11:30 and 13:00-15:00; Otherwise, the voting time through the internet voting platform is 9:15-15:00 on the day of the EGM.

(VI) Accounts of Margin trading and securities lending business, refinancing business, and agreed repurchase type securities trading business, and voting procedures of Shanghai-Hong Kong Stock Connect investors

Voting involving accounts related to margin trading and securities lending business, refinancing business, and agreed repurchase type securities trading business, and Shanghai-Hong Kong Stock Connect investors shall be carried out in accordance with the relevant provisions of *Self-disciplinary Supervision Guidelines for Listed Companies of the Shanghai Stock Exchange No. 1 - Standardized Operation* and other relevant provisions.

(VII) Involving public solicitation of shareholders' voting rights

None

II. Meeting agenda

Matters to be deliberated at the EGM and type of shareholders to vote

Serial No.	Proposal	Genre of Stockholders
		A-share Stockholder
Non-cumulative voting proposal		
1	Proposal on Remunerations for Independent Directors of the Ninth Session of the Board of Directors	√
Cumulative voting proposal		
2	Proposal on Election of Directors	Number of Directors of Board to be elected:7
2.01	To elect Mr. Ma Zhuo as a Director of the Ninth Session of the Board of Directors of the Company	√
2.02	To elect Mr. Wu Feng as a Director of the Ninth Session of the Board of Directors of the Company	√
2.03	To elect Mr. Zhang Tianjun as a Director of the Ninth Session of the Board of Directors of the Company	√
2.04	To elect Mr. Xu Peng as a Director of the Ninth Session of the Board of Directors of the Company	√
2.05	To elect Mr. Xu Longfu as a Director of the Ninth Session of the Board of Directors of the Company	√
2.06	To elect Mr. Jiang Guoli as a director of the ninth session of the Board of Directors of the Company	√
2.07	To elect Mr. Shu Wenbo as a Director of the Ninth Session of the Board of Directors of the Company	√
3.00	Proposal on the Election of Independent Directors	Number of Independent Directors of Board to be elected:4
3.01	To elect Ms. Liu Zhijun as an independent director of the Ninth Session of the Board of Directors of the Company	√
3.02	To elect Ms. Huang Jun as an independent director of the Ninth Session of the Board of Directors of the Company	√
3.03	To elect Ms. Peng Shuyuan as an independent director of the ninth session of the Board of Directors of the Company	√
3.04	To elect Ms. Wu Ye as an independent director of the Ninth Session of the Board of Directors of the Company	√
4	Proposal on the Election of Supervisors	Number of Supervisors to be elected:3
4.01	To elect Ms. Li Xin as a Supervisor of the Ninth Session of the Supervisory Committee of the Company	√
4.02	To elect Mr. Shi Jinhua as a Supervisor of the Ninth Session of the Supervisory Committee of the Company	√
4.03	To elect Ms. Lu Lu as a Supervisor of the Ninth Session of the Supervisory Committee of the Company	√

(i) Time and media through which each proposal has been disclosed

The proposals have been deliberated and passed at the 36th Extraordinary Meeting of the eighth session of the Board of Directors and the 27th meeting of the eighth session

of the Supervisory Committee held on 14 June 2024 by the Company. The content of the relevant announcement was disclosed on 15 June 2024 on *Shanghai Securities News*, *China Securities Journal* and the official website of Shanghai Stock Exchange (<http://www.sse.com.cn>).

(ii) Proposal for special resolution: None

(iii) Proposal on separate counting of votes for small and medium-sized investors: Proposal 2, Proposal 3. Proposal 4.

(iv) Proposal involving the recusal of affiliated shareholders from voting: None

Names of affiliated shareholders who should abstain from voting: None

(v) Proposal involving participation of preferred shareholders in voting: None

III. Caveats on Voting at the General Meeting of Shareholders

(I) Shareholders of the Company who exercise their voting rights through Shanghai Stock Exchange Internet Voting System for Meetings of Shareholders may either log on to the trading system voting platform (through the trading terminals of the securities companies designated for trading) to cast their votes, or log on to the Internet voting platform (website: vote.sseinfo.com) to cast their votes. First-time users of the Internet voting platform are required to complete shareholder identity verification before voting. Please refer to the instructions on the website of the Internet voting platform for specific operations.

(II) The number of voting rights exercisable by shareholders holding multiple shareholder accounts is the sum of the number of ordinary shares of the same class and preference shares of the same variety held in all shareholder accounts under their names.

Shareholders holding multiple shareholder accounts who participate in the online voting at the EGM through the Exchange's online voting system may participate through any of their shareholder accounts. After voting, it is deemed that all the ordinary shares of the same class and the preferred shares of the same variety under all of his/her shareholder accounts have voted separately for the same opinion.

In the event that a shareholder holding multiple shareholders' accounts repeatedly votes through multiple shareholders' accounts, the voting opinions of the same class of ordinary shares and the same variety of preferred shares under all of his/her shareholders' accounts shall be based on the results of the first vote for each class and variety of shares, respectively.

(III) If the number of votes cast by a shareholder exceeds the number of votes he or she possesses, or if he or she casts more votes than the number of persons to be elected in the election by a quota, his or her vote on the motion shall be considered invalid.

(IV) In the event that the same voting right is repeatedly voted through on-site, the Exchange's online voting platform or other means, the result of the first vote shall prevail.

(V) Shareholders shall submit all proposals only after they have voted on them.

(VI) The voting method for the election of directors, independent directors and supervisors using the cumulative voting system is set out in Annex 2.

IV. Attendees of the Meeting

(i) Shareholders of the Company who are registered with China Securities Depository & Clearing Corporation, Shanghai Branch after the close of business on the share

registration date shall be entitled to attend the General Meeting (please refer to the following table for details), and they may appoint proxies in writing to attend the meeting and vote. Such proxy does not have to be a shareholder of the Company.

Stock Type	Stock code	Abbreviation of Stock	Record date
A-share	600516	Fangda Carbon	26 June 2024

(ii) Directors, supervisors and senior management of the Company.

(iii) Lawyers engaged by the Company.

(iv) Other relevant individuals

V. Meeting registration method

(I) Individual shareholders attending the meeting in person shall present their identity cards and shareholders' account cards; those who delegate others to attend the meeting shall present their identity cards, power of attorney and shareholders' account cards. If a legal person shareholder attends the meeting, it shall be represented by a legal representative or an agent entrusted by the legal representative. If the legal representative attends the meeting, he/she shall present his/her ID card, a copy of the business licence with the seal of the legal person affixed on it and the shareholders' account card; if the legal representative entrusts an agent to attend the meeting, the agent shall also provide his/her ID card and a written power of attorney issued in accordance with the law by the shareholder.

(II) Registration time: Tuesday, 2 July 2024, 9:00 a.m. - 12:00 p.m. and 14:00 p.m. - 17:00 p.m.

(III) Registration place and contact information

Place of registration and contact: Secretariat of the Board of Directors, Office
Building of the Company, Hai Shi Wan Town, Honggu District, Lanzhou City, Gansu
Province

Tel: 0931-6239195

Fax: 0931-6239221

VI. Other matters

Shareholders attending the on-site meeting shall be responsible for their own
accommodations, food catering and travelling expenses.

Hereby announced.

The Board of Directors of Fangda Carbon New Material Co., Ltd.

15 June 2024

Annex 1: Power of Attorney

Power of Attorney

Fangda Carbon New Material Co., Ltd.:

I hereby appoint Mr. (Ms.) _____ to attend the Fifth Extraordinary General Meeting of 2024 of your Company to be held on 3 July 2024 on behalf of us (or myself) and to exercise the voting rights thereof.

Number of ordinary shares held by the proxy:

Proxy's shareholder account number:

Serial No.	Non-cumulative voting proposal	Agree	Against	Abstain
1	Proposal on Remunerations for Independent Directors of the Ninth Session of the Board of Directors			

Serial No.	Cumulative voting proposal	Number of voting
2	Proposal on Election of Directors	
2.01	To elect Mr. Ma Zhuo as a Director of the Ninth Session of the Board of Directors of the Company	
2.02	To elect Mr. Wu Feng as a Director of the Ninth Session of the Board of Directors of the Company	
2.03	To elect Mr. Zhang Tianjun as a Director of the Ninth Session of the Board of Directors of the Company	
2.04	To elect Mr. Xu Peng as a Director of the Ninth Session of the Board of Directors of the Company	
2.05	To elect Mr. Xu Longfu as a Director of the Ninth Session of the Board of Directors of the Company	
2.06	To elect Mr. Jiang Guoli as a director of the ninth session of the Board of Directors of the Company	
2.07	To elect Mr. Shu Wenbo as a Director of the Ninth Session of the Board of Directors of the Company	
3.00	Proposal on the Election of Independent Directors	
3.01	To elect Ms. Liu Zhijun as an independent director of the Ninth Session of the Board of Directors of the Company	
3.02	To elect Ms. Huang Jun as an independent director of the Ninth Session of the	

	Board of Directors of the Company	
3.03	To elect Ms. Peng Shuyuan as an independent director of the ninth session of the Board of Directors of the Company	
3.04	To elect Ms. Wu Ye as an independent director of the Ninth Session of the Board of Directors of the Company	
4	Proposal on the Election of Supervisors	
4.01	To elect Ms. Li Xin as a Supervisor of the Ninth Session of the Supervisory Committee of the Company	
4.02	To elect Mr. Shi Jinhua as a Supervisor of the Ninth Session of the Supervisory Committee of the Company	
4.03	To elect Ms. Lu Lu as a Supervisor of the Ninth Session of the Supervisory Committee of the Company	

Signature of the principal (seal):

Signature of the trustee:

ID No. of the principal:

ID No. of the trustee:

Date of entrustment:

Notes: The principal shall choose one of "agree", "Against" or "Abstain" intention in the power of attorney and hit " √ ". "The trustee shall have the right to vote according to his/her own wishes if the trustee has not given any specific instruction in this power of attorney.

**Annex 2: Explanation of the voting method for the election of directors,
independent directors and supervisors using the cumulative voting system**

I. The election of director candidates, the election of independent director candidates, and the election of supervisor candidates at the general meeting of shareholders are numbered separately as motion groups. Investors shall vote for each candidate under each motion group.

The number of shares declared represents the number of votes cast. For each motion group, each share held by a shareholder shall have a total number of votes equal to the number of directors or supervisors to be elected under that motion group. For example, if a shareholder holds 100 shares of a listed company and 10 directors are to be elected at the shareholders' meeting, and there are 12 candidates for the election of directors, the shareholder shall have 1,000 votes for the election of the board of directors.

C. Shareholders shall vote up to the number of election votes for each motion group. Shareholders may cast their votes according to their own wishes, either by concentrating their votes on a particular candidate or by casting their votes in any combination for different candidates. After the voting is completed, the number of votes cast for each motion is counted cumulatively and separately.

IV. Example:

A listed company held a general meeting of shareholders using cumulative voting system for the re-election of the Board of Directors and Supervisory Committee, 5 directors should be elected, there are 6 candidates for directors; 2 independent directors should be elected, there are 3 candidates for independent directors; 2

supervisors should be elected, there are 3 candidates for supervisors. The matters to be voted on are as follows:

Serial No.	Cumulative voting proposal	Number of voting
4.00	Proposal on Election of Directors	
4.01	e.g.Chen XX	
4.02	e.g.Zhao XX	
4.03	e.g.Jiang XX	
.....	
4.06	e.g.SongXX	
5.00	Proposal on the Election of Independent Directors	
5.01	e.g.Zhang XX	
5.02	e.g.Wang XX	
5.03	e.g.Yang XX	
6.00	Proposal on the Election of Supervisors	
6.01	e.g.Li XX	
6.02	e.g.ChenXX	
6.03	e.g.Huang XX	

An investor who holds 100 shares of the company's stock at the close of business on the share registration date, will have 500 votes on Proposal 4.00 "Proposal on Election of Directors", 200 votes on Proposal 5.00 "Proposal on Election of Independent Directors", and 200 votes on Proposal 6.00 "Proposal on Election of Supervisors", using the cumulative voting system.

The investor may vote as he/she wishes on Motion 4.00 with a limit of 500 votes. He/she can either cast his/her 500 votes for a particular candidate or scatter them in any combination for any candidate.

As shown in the table:

Serial No.	Proposal	Number of votings			
		Method I	Method II	Method III	Method IV
4	Proposal on Election of Directors	-	-	-	-
4.01	e.g. Chen XX	500	100	100	
4.02	e.g. Zhao XX	0	100	50	
4.03	e.g. Jiang XX	0	100	200	
.....	
4.06	e.g. Song XX	0	100	50	