

Company Number: 11349694

THE COMPANIES ACT 2006

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

SONORA LITHIUM LTD

(the "**Company**")

Circulated on 30 April 2021 (the "**Circulation Date**")

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (the "**Act**"), the directors of the Company propose that the following resolutions be passed as special resolutions (the "**Resolutions**"):

SPECIAL RESOLUTIONS

- 1 "THAT, pursuant to section 641(1)(a) of the Act, reduce the amount standing to the credit of the share premium account of the Company as at the date the relevant resolution is passed by USD 8,339,332."
- 2 "THAT, the amount arising upon the reduction of capital pursuant to Resolution 1 above be credited to the profit and loss reserves of the company."
- 3 "THAT, pursuant to section 630 of Act, any modification, variation, abrogation or surrender of the rights and privileges attached to all issued shares in the capital of the Company, as will or may be involved in or effected by or pursuant to the passing and implementation of these Resolutions be and hereby is approved."

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

[Remainder of page left intentionally blank]

WEDNESDAY



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19/05/2021

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COMPANIES HOUSE

We, the undersigned, being all the eligible members of the Company, hereby confirm that we have received a copy of the Resolutions in accordance with section 291 of the Act and hereby irrevocably agree that the Resolutions be passed as written resolutions pursuant to section 288 of the Act and shall take effect as special resolutions.


DocuSigned by:

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For and on behalf of Bacanora Lithium Plc

Name: Peter Anthony Secker

Title: Director

Date: 10 May 2021

DocuSigned by:

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For and on behalf of Ganfeng International (Trading) Shanghai Ltd

Name: Xiaoshen Wang

Title: Director

Date: 10 May 2021

NOTES

1. Eligible members are the members of the Company who would have been entitled to vote on the Resolutions on the Circulation Date.
2. You can choose to agree to all of the Resolutions or none of them but you cannot agree to only one of them. If you agree to all of the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company.
3. If you do not agree to any of the Resolutions, you do not need to do anything; you will not be deemed to agree if you fail to reply.
4. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
5. Pursuant to section 642 of the Act, the Resolutions must be passed not more than 15 days after the date of the solvency statement relating to the reduction of capital, therefore unless sufficient agreement has been received for the Resolutions to be passed within 15 days after the date of the solvency statement, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before the end of this period.