

# **ADAMA Ltd.**

## **Pre-approval of the Independent Directors on the Expected Related Party Transactions in the Ordinary Course of Business in 2019**

In accordance with the *Company Law of the People's Republic of China*, *Guidance on Establishing the Independent Director System in Listed Companies*, and other laws, regulations and normative documents, as well as the *Articles of Association* and *Independent Director System*, we, as the independent directors of ADAMA Ltd. (hereinafter referred to as "Company"), had a prior review on the expected related party transactions in the ordinary course of business in 2019. We give our opinions on that issue from the standpoint of independent judgment:

1. It is reasonable for the Company and its subsidiaries to have related party transactions in the ordinary course of business in 2019.
2. The transactions are based on the principles of voluntariness, fairness and reasonableness. The ways of the transactions meet the rules of the market. The transactions will not harm the interests of the Company, the non-related shareholders, and the medium-small shareholders.
3. We pre-approve the related party transactions in the ordinary course of business in 2019, and agree to submit that issue to the Board of Directors meeting.

(The signature page of Pre-approval of the Independent Directors on the expected related party transactions in the ordinary course of business in 2019)

Independent Director Signature:

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Tang Yunwei

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Xi Zhen

February 21, 2019