

## **ADAMA Ltd.**

### **Statement by the Nominator of the Independent Director Candidate of the Company**

The Board of Directors of ADAMA Ltd. (hereinafter referred to as “the Company”), the nominator, issues this public statement regarding the nomination of Mr. Xi Zhen as an independent director candidate for the 9<sup>th</sup> session of the Board of Directors of the Company. Mr. Xi Zhen, the nominee, has accepted the nomination in writing.

Based upon comprehensive consideration of the nominee’s career, education background, professional qualifications, detailed work and part-time employment experience, etc., the nominator has made the submission and hereby confirms that the nominee complies with the relevant laws, administrative regulations, departmental rules and regulatory guidelines as well as various requirements of the Shenzhen Stock Exchange on the qualifications and independence of an independent director candidate, with the detailed statement as follows.

I. The nominee does not fall within any of the cases stipulated in Article 146 of the “Company Law of the People's Republic of China” that could disqualify him as a director of the Company.

True  False

If it is false, please provide details.

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II. The nominee has all the qualifications and meets the requirements stipulated in the Guidelines on Establishing the System of Independent Directors in Listed Companies of the China Securities Regulatory Commission.

True  False

If it is false, please provide details.

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III. The nominee meets all the criteria for independent directors specified in the Articles of Association of the Company.

True  False

If it is false, please provide details.

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IV. The nominee has obtained the certificate for independent directors in accordance with the “Guidelines on Training Senior Executives of Listed Companies” of the China Securities Regulatory Commission.

True  False

If it is false, please provide details.

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V. The appointment of the nominee as an independent director does not violate relevant provisions of the Civil Servant Law of the People’s Republic of China.

True  False

If it is false, please provide details.

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VI. The appointment of the nominee as an independent director does not violate the “Notice on Regulating Cadres Managed by the Organization Department of the CPC Central Committee to Take up Positions in Listed Companies and Funds as Independent Directors or Supervisors after Resigning or Retiring from Public Office” of the Central Commission of Discipline Inspection of CPC.

True  False

If it is false, please provide details.

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VII. The appointment of the nominee as an independent director does not violate the “Opinions on Further Regulating Party and Government Leading Cadres to Hold Part-time or any Positions in Enterprises” of the Organization Department of the CPC Central Committee.

True  False

If it is false, please provide details.

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VIII. The appointment of the nominee as an independent director does not violate relevant regulations in the “Opinions on Strengthening Anti-corruption Campaigns in Colleges and Universities” of the Central Commission of Discipline Inspection of CPC, the Education Ministry and the Ministry of Supervision.

True  False

If it is false, please provide details.

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IX. The appointment of the nominee as an independent director does not violate the “Guidelines for the System of Independent Directors and External Supervisors of Shareholding Commercial Banks” of the People’s Bank of China.

True  False

If it is false, please provide details.

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X. The nominee’s appointment as an independent director does not violate the “Supervision Measures for the Qualifications of Directors, Supervisors and Senior Management of Securities Companies” of China Securities Regulatory Commission.

True  False

If it is false, please provide details.

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XI. The appointment of the nominee as an independent director does not violate relevant provisions in the “Administrative Measures for the Qualifications of Board Directors (Council Directors) and Senior Managers of Financial Institutions” and the “Interim Administrative Measures for the Qualifications of Directors, Supervisors and Senior Managers of Financing Insurance Companies” of China Banking and Insurance Regulatory Commission.

True  False

If it is false, please provide details.

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XII. The appointment of the nominee as an independent director does not violate relevant provisions in the “Administrative Measures for the Qualifications of Directors, Supervisors and Senior Managers of Insurance Companies” and the “Interim Administrative Measures for Independent Directors of Insurance Companies” of China Banking and Insurance Regulatory Commission.

True  False

If it is false, please provide details.

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XIII. The nominee as independent director does not violate relevant provisions on the qualifications of independent directors stipulated in other laws, administrative regulations, department rules and standard guidelines as well as the business rules of Shenzhen Stock Exchange.

True  False

If it is false, please provide details.

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XIV. The nominee possesses basic knowledge related to the operation of listed companies and is aware of the relevant laws, administrative regulations, standard guidelines and rules of the Shenzhen Stock Exchange. He or she has the necessary work experience to perform duties as independent director for more than five years.

True  False

If it is false, please provide details.

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XV. None of the nominee, his or her direct relatives and main social relations are employees of the Company or any of its holding, subsidiaries and associated companies.

True  False

If it is false, please provide details.

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XVI. The nominee and anyone of his direct relatives do not directly or indirectly hold more than 1% of the issued shares of the Company. None of them sits as the natural person shareholder among the top 10 shareholders of the Company.

True  False

If it is false, please provide details.

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XVII. The nominee and anyone of his or her direct relatives are not directly or indirectly employed by any shareholder that holds more than 5% of the issued shares of the Company. None of them takes any position in any of the top 5 shareholders of the Company.

True  False

If it is false, please provide details.

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XVIII. The nominee and anyone of his or her direct relatives are not employees of the controlling shareholder, the actual controller or any of their affiliates.

True  False

If it is false, please provide details.

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XIX. The nominee does not offer financial, legal, consulting and other services to the Company, its controlling shareholders, actual controllers or their respective affiliates.

True  False

If it is false, please provide details.

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XX. The nominee is not employed by any other company that has significant business transactions with the Company, its controlling shareholder, the actual controller or their respective affiliates. He or she does not work for any controlling shareholder of any other company that has significant business transactions with the Company.

True  False

If it is false, please provide details.

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XXI. The nominee did not meet any of the scenarios prescribed in the first six articles within the immediately preceding twelve months.

True  False

If it is false, please provide details.

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XXII. Within the immediately preceding twelve months, the nominee and any employer that he or she is currently working for or previously worked for did not fall within any other case that may affect the independence of the nominated person.

True  False

If it is false, please provide details.

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XXIII. The nominee is not among those who are banned from access to the securities market by China Securities Regulatory Commission and whose prohibition has not yet expired.

True  False

If it is false, please provide details.

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XXIV. The nominee is not among those who is publicly deemed by the stock exchange authority as unsuitable to be a board director, supervisor or senior executive of listed companies and whose time limit related to such a recognition mentioned above has not yet expired.

True  False

If it is false, please provide details.

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XXV. The nominee has not received any criminal penalty from judicial authorities or administrative penalty by China Securities Regulatory Commission for crimes related to securities and futures in the past 36 months.

True  False

If it is false, please provide details.

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XXVI. The nominee has not been publicly condemned by the stock exchange or criticized more than three times through notifications in the past 36 months.

True  False

If it is false, please provide details.

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XXVII. The nominee has not been recognized by the National Development and Reform Commission and other ministries and commissions as being restricted from

serving as a director on the board of any listed company because of being a subject to disciplinary actions due to dishonesty.

True  False

If it is false, please provide details.

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XXVIII. In the past twelve months, the nominee has never been dismissed or replaced by a board because of absence from board meetings for three consecutive times during his previous tenure as an independent director, or because of two consecutive absences without entrusting other board members to participate on his behalf.

True  False  Not Applicable

If it is false, please provide details.

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XXIX. The number of listed companies, including the Company, for which the nominee serves as an independent director does not exceed five.

True  False

If it is false, please provide details.

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XXX. The nominee has served as an independent director in the Company for less than six consecutive years.

True  False

If it is false, please provide details.

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XXXI. In accordance with the requirements of the “Measures to Register Independent Directors of the Shenzhen Stock Exchange”, the nominee has already entrusted the Board of Directors of the Company to publicize his or her career, education background,

professional qualifications and detailed work experience, including all part-time employment, etc.

True  False

If it is false, please provide details.

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XXXII. During any past tenures as an independent director of a listed company, the nominee never failed to attend the board meeting of the listed company in person for two consecutive times.

True  False  Not Applicable

If it is false, please provide details.

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XXXIII. During his past tenure of the nominee as an independent director, the number of his or her absence from the board meetings of the listed company in twelve consecutive months did not exceed half of the total number of board meetings.

True  False  Not Applicable

If it is false, please provide details.

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XXXIV. During his past tenure as an independent director, the nominee did not fall within any of the cases in which the independent director's opinions were not expressed in accordance with laws and regulations or the independent opinions expressed were clearly inconsistent with the facts.

True  False  Not Applicable

If it is false, please provide details.

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XXXV. The nominee has not been punished by relevant authorities other than China Securities Regulatory Commission over the last 36 months.

True  False

If it is false, please provide details.

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XXXVI. The nominee does not simultaneously serve as a director, supervisor or senior manager in more than five companies.

True  False

If it is false, please provide details.

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XXXVII. In his past tenures, the nominee has never been removed from the position of independent directors before the expiration of the term.

True  False  Not Applicable

If it is false, please provide details.

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XXXVIII. The nominee does not fall within other circumstances affecting him to perform duties of fidelity and due diligence to the Company as an independent director.

True  False

If it is false, please provide details.

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The nominator hereby solemnly declares that the above statement is true, accurate and complete, and that there are no false records, misleading statements or major omissions. The nominator shall bear the legal liabilities arising therefrom and accept the self-regulatory measures or disciplinary punishment of the Shenzhen Stock Exchange.

The nominator authorizes the secretary of the Company's Board of Directors to input and submit the full contents of this statement to the Shenzhen Stock Exchange or

announce it to the public via the Shenzhen Stock Exchange online system. Such act by the secretary shall be regarded as same as that of the nominator, who, therefore, shall bear all the corresponding legal responsibilities.

Nominator: The Board of Directors of ADAMA Ltd.

April 29, 2021