

ADAMA Ltd.

Work Plan on Supporting External Directors to Perform Duties (March 2023)

In order to promote the standardized management and effective operation of the Board of Directors (hereinafter referred to as the "Board") of ADAMA Ltd. (hereinafter referred to as "the Company"), strengthen the supporting services to external directors, including independent directors, of the Company to perform their duties, and provide strong support for external directors to know the company profile, perform their duties better and work at full capacity, the Company hereby formulated the work plan in accordance with the national laws and regulations as well as relevant requirements of the Board for standardized development and operation management and based on the actual situations of the Company.

I. Supporting Bodies to External Directors

As the functional department for supporting external directors to perform their duties, the Securities and Legal Affairs Department of the Company, under supervision/leadership of the General Legal Counsel, is responsible for providing services to support external directors in performing their duties, and timely coordinating and implementing requirements raised by external directors. Under the leadership of the General Legal Counsel, the Secretary of the Board of the Company should actively assist external directors in performing their duties by timely providing information and material needed by external directors to perform their duties, and communicating well with them.

All functional departments and subsidiaries of the Company shall actively support and cooperate with the Securities and Legal Affairs Department in supporting external

directors to perform their duties and facilitating the process. The Strategy Department functions as the department to coordinate and develop the Company's strategy and investment plan, the Internal Control Department functions as the department to provide the Company's audit and risk information, and the Human Resources Department works to provide the Company employees' salary and evaluation information. Each functional department shall be clear about its specific responsibilities to support the work of the Board, designate staff to cooperate with other departments for carrying out work and ensure provision of services and, if necessary, assist in engaging intermediaries to provide professional advice to the Board committees.

II. Supporting Mechanism for Information on Decision-Making by External directors

- i. Support the right to know of external directors in performing duties
 1. Open the information system in accordance with the regulations to external directors. The IT department shall timely make the Company's electronic office and reporting systems available to external directors in accordance with the regulations. The Company should provide relevant policies, industry development information, business operation material and financial data.
 2. Timely deliver regulatory documents. Important documents, which are related to material development, operation and reform of the Company and issued by regulatory authorities, including the State-owned Assets Supervision and Administration Commission, the securities regulatory bureaus and the stock exchange, documents, comments or replies from the upper organization regarding material matters of company operation and reform as well as speeches and approvals of the leaders shall be timely communicated or delivered to external directors subject to the confidentiality

provisions.

ii. Timely inform the Company's operation and management

1. At the review of quarterly periodic reports, the management of the Company should report to external directors, inter alia, major production and operation situations, major strategy advancement, progress of major projects, and major reform and development of the Company during the reporting period for their comments.

2. Where any material emergent or abnormal incident (including economic security incidents, public opinion crisis, safety accidents, quality accidents, environmental protection accidents) happens to the Company, relevant departments of the Company should, within one working day upon occurrence of the said situations, provide information to the Securities and Legal Affairs Department, which should timely report such information to external directors.

iii. Standardize documents of the Board

Requirements on timeliness, accuracy and completeness of meeting documents as set out in the *Articles of Association* and *Rules of Procedure for the Board of Directors* should be strictly implemented, and the meeting notices and documents should be timely delivered to external directors.

1. The requirements on pre-deliberation process in the "Three Material and One Major Matter List" of the Company should be strictly complied with, and for any matter in the "Three Material and One Major" list submitted to the Board for deliberation, the execution of pre-deliberation of the Party Committee should be introduced in the meeting documents for the directors to be aware of.

2. The Company should provide sufficient material to all directors in advance, including those concerning the background of the proposals at the meeting, as well as

information and data which help directors understand the business progress of the Company.

3. The notice and documents of both regular and interim meetings of the Board should be timely delivered to external directors as specified in *the Rules of Procedure for the Board of Directors*, to ensure timely review of meeting proposals and material by external directors.

iv. Improve the reporting mechanisms for proposals and resolution implementation

1. Define the subject of reporting. Generally, the President and CEO as the main reporter should report the proposals raised by the management to the Board, and timely make explanations upon request by external directors. Before being reported, the above proposals should be submitted to the Board committees for study and discussion as appropriate and as and if required, and suggestions should be made.

2. Follow up execution of Board resolutions. The Securities and Legal Affairs Department should establish a working log at intervals of the Board sessions for the implementation of Board resolutions, supervise relevant functional departments to make timely follow-ups on a monthly basis, and present the important information to external directors in a timely manner. A regular reporting mechanism should be established, and the management of the Company should report the implementation of the resolutions of the Board, if and as required, at regular meetings of the Board every six months.

III. Supporting Mechanism for External directors' Participation in Decision Making

i. Ensure the participation of external directors in important meetings and visits

1. Scope of meeting participation of external directors. In addition to the meetings of

the Board and its committees, the Company should invite external directors to attend its General Assemblies and strategic workshops, as appropriate. Departments hosting these meetings should communicate with the Securities and Legal Affairs Department to confirm the attendance of external directors and submit relevant meeting notices and arrangements to external directors in advance.

2. Improve the visiting mechanism for external directors. The Company should organize external directors to make site visits every year if the external directors deem necessary and provide timely and efficient services for external directors to conduct on-site work. The Securities and Legal Affairs Department should be responsible for coordinating relevant functional departments to provide support for the visits, making reasonable plans, and providing relevant information about subsidiaries for external directors before the visits, such as company profile, financial conditions, and implementation of the Board resolutions, so that the visits will be fully and thoroughly conducted. The department should also provide survey services and report support for external directors coordinate relevant departments during the visits. Relevant staff should prepare visit records and collate related data, and complete the visit report in a timely manner based on the needs of external directors.

ii. Strengthen pre-meeting communication with external directors

Before the Board meeting, the President and CEO should brief external directors on material issues and should carefully consider their advice. As required by external directors, the Securities and Legal Affairs Department should timely organize relevant functional departments to make special reports on related issues raised by external directors.

iii. Execution and feedback

Establish the "business inquiry" mechanism and implement the right of external directors to inquire about the production and operation of the Company. External directors could make written inquiries to the Management and relevant departments regarding the implementation of the Board resolutions, resolutions authorized by the Board, and material issues regarding company reform, development, production, and operation when they deem necessary, and the Securities and Legal Affairs Department should coordinate the respondents to explain or reply in writing and hold an on-site meeting if necessary. Relevant subsidiaries should carefully study the opinions and suggestions of external directors, and timely report solutions to the Securities and Legal Affairs Department. For material decision-making risks as well as production and operation problems found in the inquiries, the Securities and Legal Affairs Department should coordinate the relevant subsidiaries to cooperate with external directors to report to the state-owned asset supervisory and administration authority. The Secretary of the Board should record faithfully the opinions and suggestions of external directors on the Board development, strategic development of the Company, and business management, and timely organize relevant departments to make studies and replies.

IV. Other Support Measures

- i. Standardize training for performing duties. The Company should urge external directors to attend director-related trainings organized by China Securities Regulatory Administration, Shenzhen Stock Exchange, China Association of Listed Companies, or self-discipline organizations during their tenure as required.
- ii. Establish the record of performance of duties. The Company should establish a record for the performance of duties by external directors to record their participation in meetings and their opinions, voting results, visits, trainings, communication with

relevant parties, guidance, and advisory opinions.

iii. Strengthen basic work support. The Company should provide office conditions, business travel, communications, and other service support necessary for the performance of duties of external directors.

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