

## **ADAMA Ltd.**

### **Announcement of the Resolutions of the 26<sup>th</sup> Meeting of the 9<sup>th</sup> Session of the Board of Directors**

The Company and all members of its Board of Directors hereby confirm that all information disclosed herein is true, accurate and complete with no false or misleading statement or material omission.

The 26<sup>th</sup> Meeting of the 9<sup>th</sup> Session of the Board of Directors of ADAMA Ltd. (hereinafter referred to as the “Board” and the “Company”) was held via circulation of the resolution on November 15, 2023 following notifications sent to all the directors by email on November 14, 2023 (With the unanimous consent of all the directors, the notice time limit of this meeting is exempted). Five directors were entitled to participate in the circulation and five directors participated.

The meeting complied with all relevant laws and regulations as well as the Articles of Association of the Company. The following resolutions were deliberated and adopted:

#### **1. Proposal on the Nomination of a Non-Independent Director of the 9<sup>th</sup> Session of the Board of Directors**

The Board recently received notice from Mr. Chen Lichtenstein informing the Company of his resignation from his position as a director in the Company and accordingly from his position as the member of the Strategy Committee of the Board, due to his resignation from Syngenta Group. Mr. Chen Lichtenstein will continue to act as a director and perform his duties in the special committees of the Board until November 30, 2023, in accordance with applicable laws and administrative regulations as well as the *Company's Articles of Association*.

Mr. Chen Lichtenstein has confirmed that he has no disagreement with the Board and his resignation does not involve any circumstances that should be brought to the attention of the Company’s shareholders or the creditors of the Company.

The Board highly values and appreciates the contribution Mr. Chen Lichtenstein made to the Company during his successful tenure, and sincerely thanks him for his service.

(1) Nomination of Mr. Qin Hengde

According to the *Company Law of China* and the *Company's Articles of Association*, the Company's controlling shareholders, Syngenta Group Co., Ltd. (hereinafter referred to as "SG"), has nominated Mr. Qin Hengde to serve as a non-independent director of the Company, starting from the date of approval by the shareholders' meeting and until the expiration of the 9<sup>th</sup> session of the Board.

In accordance with the *Company Law of China* and the *Company's Articles of Association*, the Board approves the submission of Mr. Qin Hengde's nomination to the Company's shareholders meeting for their approval, requiring also the affirmative vote of the majority of the votes held by all the shareholders present at such shareholders' meeting.

The Board further confirms the appointment of Mr. Qin Hengde as the member of the Strategy Committee of the Board, following his election as a director by the shareholders meeting.

The Company's independent directors provided independent opinions on this proposal. The detailed opinions were disclosed on the website of Juchao Information (<http://www.cninfo.com.cn>) with this announcement.

This proposal was passed with 5 affirmative votes, 0 negative votes, and 0 abstentions.

This proposal shall be submitted to the shareholders' meeting for approval.

**2. Proposal on Calling for the 2<sup>nd</sup> Interim Shareholders Meeting in 2023**

The Board called for the 2<sup>nd</sup> interim shareholders meeting to be held on December 1, 2023, at which a vote will be conducted by a combination of on-site votes and online votes, to consider the above proposal 1.

This proposal was passed with 5 affirmative votes, 0 negative votes and 0 abstentions.

It is hereby resolved.

Board of Directors of ADAMA Ltd.

November 16, 2023

## Appendix – Profile of the Nominee of the Non-Independent Director

Mr. Qin Hengde, Chinese, born in April 1970, master's degree, senior accountant, is the Vice President and Chief Human Resources Officer of Syngenta Group Co., Ltd., the Chairman of Winall Hi-tech Seed Co.,Ltd., the Chairman of Zhenda Xianjing (Shanghai) Science and Technology Development Co., Ltd. as well as the Chairman and General Manager of Syngenta Group Modern Agricultural Technology Co., Ltd. He joined in work in August 1991 and served as deputy chief accountant of Hubei Hongqi Cable Factory, chief accountant of SDIC YuanYi Industry Co.,Ltd., as well as deputy general manager of investment management department of D'Long International Strategic Investment Co.,Ltd.

Mr. Qin Hengde joined Sinochem in July 2004 and served as General Manager of Business Development Department, Financial Controller, Deputy General Manager, Executive Deputy General Manager, General Manager and the Party Secretary of Sinochem International Corporation.

He previously served as the Party Secretary and President of Agricultural Division of Sinochem Corporation, Vice Chairman of Qinghai Salt Lake Industry Co., Ltd., the Party Secretary and Executive Director of China National Seed Group Co., Ltd, Party Secretary and President of Syngenta Group China, Party Secretary, General Manager and Executive Director of Sinofert Holdings Limited, and General Manager and Executive Director of Sinofert Company Limited as well as Chairman of Jiangsu Yangnong Chemical Co., Ltd.

As of the date of this Announcement, Mr. Qin Hengde does not directly or indirectly hold any of the Company's shares. Save as disclosed herein, Mr. Qin Hengde has no relationship with any shareholders holding more than 5% of the Company's shares, the actual controllers, or other directors, supervisors and senior executives of the Company.

Mr. Qin Hengde has not been subject to any punishment imposed by the CSRC and the SZSE and does not fall under any of the circumstances stipulated in Article 3.2.2 of the *Guidelines of Shenzhen Stock Exchange on Self-discipline Supervision of Listed Companies No.1: Standardized Operation of Main Board Listed Companies*. Mr. Qin Hengde is not a judgement debtor subject to enforcement and meets all the qualifications set under the applicable laws and regulations.