

## **ADAMA Ltd.**

### **Announcement of the Resolutions of the 29<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 29<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 December 29, 2023 following notifications sent to all the directors by telephone two days prior to the meeting. 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 Salary Management Measures, External Guarantee Management Rules, Liability Management Measures and External Donation Management Measures**

In order to improve the quality of listed companies and standardize the internal operation of the Company, according to the relevant laws, regulations, normative documents and other relevant provisions, and in combination with the actual situation of the Company, the Board approved Salary Management Measures and three financial management rules and measures, including External Guarantee Management Rules, Liability Management Measures and External Donation Management Measures.

The rules and measures were disclosed on the website of Juchao Information (<http://www.cinfo.com.cn>) with this announcement.

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

## **2. Proposal on Revisions to the Management Policy of Investor Relations**

In order to strengthen the information communication between the Company and investors as well as potential investors, to enhance their understanding and recognition of the Company, and to promote the healthy interactive relationship, the Board approved to revise the Management Policy of Investor Relations to improve the integrity of the Company in accordance with laws, regulations, normative documents and other relevant provisions and in light of the actual situation of the Company.

The policy was disclosed on the website of Juchao Information (<http://www.cinfo.com.cn>) with this announcement.

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

## **3. Proposal on Signing of Supplemental Agreement to the Entrusted Operation and Management Agreement on Anhui Petro & Chemical**

On December 31, 2021, an Entrusted Operation and Management Agreement (hereinafter as “Agreement”) was signed by and between the Company and China National Agrochemical Co., Ltd. (hereinafter as “CNAC”), according to which, during the entrustment period, the Company shall be entrusted with the management rights held by CNAC over Anhui Petroleum & Chemical Group Co., Ltd. (hereinafter as “Anhui Petro & Chemical”). The Company shall receive entrustment fees from CNAC, the entrustment period under the Agreement shall be two years (as detailed in the Announcement on Signing of an Entrusted Operation and Management Agreement with a Related Party disclosed by the Company on January 4th, 2022).

The Board approved the Company and ADAMA (China) Investment Co., Ltd. to sign Supplemental Agreement to the Entrusted Operation and Management Agreement (“Supplemental Agreement”) with CNAC (“Transaction”). The Transaction constitutes related-party transaction.

Main contents of the Supplemental Agreement are as follows:

( 1 ) CNAC and the Company unanimously agree to extend the entrustment period under the Agreement for one year until December 31, 2024.

( 2 ) The entrustment fees for 2023 and 2024 shall be paid by CNAC to ADAMA (China) Investment Co., Ltd.

( 3 ) The Agreement shall, except as amended by the Supplemental Agreement, remain in full force and effect.

The related directors, Mr. Qin Hengde and Mr. Erik Fyrwald, refrained from voting. This proposal was passed with 3 affirmative votes, 0 negative votes and 0 abstentions.

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

It is hereby resolved.

Board of Directors of ADAMA Ltd.

December 30, 2023