

## **ADAMA Ltd.**

### **Announcement of Resolutions of the 18<sup>th</sup> Meeting of the 10<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 18<sup>th</sup> Meeting of the 10<sup>th</sup> Session of the Board of Directors of ADAMA Ltd. (hereinafter referred to as the “Company”) was held via video and on-site conference on March 26, 2026 following notifications sent to all the directors by email of March 20, 2026. Seven directors were entitled to attend the meeting and seven directors attended.

The meeting complies 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 2025 Annual Report and its Abstract**

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions. For details, please refer to the 2025 Annual Report and its Abstract disclosed on the same day.

This proposal is subject to the approval of the Shareholders.

#### **2. Proposal on the 2025 Financial Statements**

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions. For details, please refer to the relevant sections of the 2025 Annual Report disclosed on the same day.

This proposal is subject to the approval of the Shareholders.

### **3. Proposal on the Pre-Plan of the 2025 Dividend Distribution**

As audited by KPMG Huazhen LLP, the net profit attributable to shareholders of the Company in its consolidated financial statements for 2025 was a loss of RMB 1,045,719,000. The Company recorded a net loss as its operating results for the year.

Based on the Company's operating results of 2025 and according to the Articles of Association of the Company, taking into account the actual operating and leveraging situations, as well as future funding needs, to safeguard the sustainable development and stable operation of the Company while considering the long-term interests of all shareholders, the profit distribution proposal for the year of 2025 is as follows: No cash or share will be distributed as dividend, and no reserve will be transferred to equity capital. This profit distribution proposal is in line with the profit distribution policy stipulated in the Company's Articles of Association and its actual situation.

The retained earnings of the Company at the end of 2025 in its consolidated financial statements was RMB 502,977,000, and that in its financial statement was RMB 710,790,000. The retained earnings as of the end of 2025 will be used to support future working capital needs and execution of the Company's development strategies. The Company will continue to uphold the business philosophy of bringing returns to investors, strictly regulate and improve the efficiency of the use of funds, and endeavor to deliver returns to investors with a more active profit distribution plan.

For details, please refer to *Announcement on the Pre-Plan of 2025 Dividend Distribution* disclosed on the same day.

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions. This proposal is subject to the approval of the Shareholders.

### **4. Proposal on the Self-Assessment Report on the 2025 Internal Control of the Company**

This proposal was passed with 7 affirmative votes, 0 negative votes, and 0 abstentions. This proposal is subject to the approval of the Shareholders.

## **5. Proposal on the 2025 Working Report of the Board of Directors**

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions. For details, please refer to the 2025 Working Report of the Board of Directors disclosed on the same day.

This proposal is subject to the approval of the Shareholders.

## **6. Proposal on the 2025 Risk Appraisal Report of Sinochem Finance Co., Ltd.**

The related directors, Mr. Liu Hongsheng and Mr. An Liru, refrained from voting. This proposal was passed with 5 affirmative votes, 0 negative votes and 0 abstentions. For details, please refer to the reports disclosed on the same day.

## **7. Proposal on the Engagement with an Audit Firm for the Audit of the Financial Statements and Internal Control of the Company for 2026**

The Company intends to engage KPMG Huazhen LLP as the auditor of the Company for the 2026 annual financial reports and the 2026 annual internal control of the Company. Upon the subsequent authorization of the Shareholders, the corresponding expenditures with respect to such auditing services will be approved by the Company's management and KPMG Huazhen LLP based on actual circumstances such as market conditions, the Company's business scale, audit scope and workload and other related factors.

For details, please refer to the *Announcement on the Engagement of Accounting Firm* disclosed on the same day.

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions.

This proposal is subject to the approval of the Shareholders.

## **8. Proposal on the Report on Performance Evaluation of Audit Firm in 2025 and the Performance of Supervision Duties by the Audit Committee**

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions.

For details, please refer to the reports disclosed on the same day.

## **9. Proposal on the Special Opinion on Self-examination of the Independence of Independent Directors**

This proposal was passed with 7 affirmative votes, 0 negative votes and 0 abstentions. For details, please refer to the Special Opinion on Self-examination of the Independence of Independent Directors disclosed on the same day.

## **10. Proposal on Consolidation of Credit Facilities from the Related Party**

To optimize the debt structure and for management convenience, the Company intends to consolidate multiple short-term credit facilities totaling USD 750 million previously provided to Adama Fahrenheit B.V., an indirectly wholly-owned subsidiary of the Company, by Syngenta Group (NL) B.V., a subsidiary of the Company's controlling shareholder, Syngenta Group Co., Ltd., into a single credit arrangement, and to enter into a new Facility Agreement (the "Transaction") to replace the original facility agreements. The Transaction constitutes a related party transaction.

For details, please refer to the Announcement on Consolidation of Credit Facilities from the Related Party disclosed on the same day.

The related directors, Mr. Qin Hengde, Mr. Liu Hongsheng and Mr. An Liru, refrained from voting. This proposal was passed with 4 affirmative votes, 0 negative vote and 0 abstention.

This proposal is subject to the approval of the Shareholders.

## **11. Presenting of the 2025 Working Reports of the Independent Directors**

After the review of the above proposals, 2025 Working Reports of the Independent Directors were presented to the meeting.

## **12. Proposal on Calling for the 2025 Annual General Meeting**

The Board of Directors called for the 2025 Annual General Meeting to be held on April 20, 2026, at which a vote will be conducted by a combination of on-site votes and online votes, to consider proposals 1 to 5, proposal 7, and proposal 10.

This proposal was passed with 7 affirmative votes, 0 negative votes, and 0 abstentions.

The above proposals 1 to 4, proposals 7 and proposal 8 were reviewed and approved by the Audit Committee of the Board of Directors of the Company.

The Company's Specialized Meeting of Independent Directors was held to consider the above proposal 3, proposal 6 and proposal 10 and issued approval opinion.

It is hereby announced.

Board of Directors of ADAMA Ltd.

March 28, 2026