

ADAMA Ltd.

Announcement on Consolidation of Credit Facilities from the Related Party

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

I Overview of the Related Party Transaction

The 18th meeting of the 10th session of the Board of Directors of ADAMA Ltd. (hereinafter referred to as the "Company") held on March 26, 2026, approved the 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 previously provided to Adama Fahrenheit B.V. (hereinafter referred to as "ADAMA NL"), an indirectly wholly-owned subsidiary of the Company, by Syngenta Group (NL) B.V. (hereinafter referred to as "SG NL"), a subsidiary of the Company's controlling shareholder, Syngenta Group Co., Ltd. (hereinafter referred to as "SG").

The consolidation involves the following original facility agreements:

1. The facility agreement approved by the 18th meeting of the 9th session of the Board of Directors and the 2022 Annual Shareholders Meeting, according to which SG NL provided a total of USD 350 million in short-term committed, annually revolving credit facility in favor of ADAMA NL (For details, please refer to Announcement No. 2023-6).
2. The facility agreements approved by the 33rd meeting of the 9th session of the Board of Directors and the 1st Interim Shareholders Meeting in 2024, and the 7th meeting of the 10th session of the Board of Directors and the 3rd Interim Shareholders Meeting in 2024, according to which SG NL provided a total of USD 400 million in short-term annually revolving credit facility in favor of ADAMA NL (For details, please refer to Announcement No. 2024-24 and 2024-52).

It is now proposed to consolidate the aforementioned short-term credit facilities totaling USD 750 million into a single credit arrangement and sign a new Facility Agreement (the “Transaction”) to replace the aforementioned original facility agreements.

Since SG NL and ADAMA NL are both controlled by Sinochem Holdings Corporation Ltd. (hereinafter referred to as “Sinochem Holdings”), the Transaction constitutes a related party transaction.

Among the seven directors of the Company, the related-party directors, Mr. Qin Hengde, Mr. Liu Hongsheng and Mr. An Liru refrained from voting, while among the remaining votes of the four directors, there were four (4) affirmative votes, and no negative votes or abstentions. The Transaction has been reviewed by the Specialized Meeting of Independent Directors of the Company and approved by all independent directors.

The Transaction requires the approval of the Company’s shareholders. SG will refrain from voting.

The Transaction does not constitute a Material Assets Restructuring as stipulated by the Administrative Measures on Significant Asset Restructuring of Listed Companies.

II. Introduction to the Related Party

SG NL was established in 2016. Its legal representative is Edwin Pool, and its registered address is Westeinde 62, 1601BK Enkhuizen, The Netherlands. It has registered capital of USD 2 and mainly undertakes the businesses related to holding and financing activities. The main financial data as of December 31, 2024 is: operating revenue of USD 33,986,000, net profit of USD 2,354,000, total assets of USD 722,087,000, net assets of USD 708,906,000.

Related-party relationship: Both SG NL and ADAMA NL are controlled by Sinochem Holdings, the ultimate controlling shareholder of the Company. SG NL is related party of the Company in accordance with Item 2, Paragraph 2 of Article 6.3.3 of the Listing Rules of Shenzhen Stock Exchange.

Analysis of contract performance capability: To the best of the Company’s knowledge, SG NL operates normally and is in good operational condition. After

searching on the website of disclosure of enforcement information of China, it is not a debtor subject to judicial enforcement.

III. Basic Information on the Target of the Related-Party Transaction

The Transaction consolidates the original multiple facility agreements into a single short-term committed, annually revolving credit facility with a total amount of USD 750 million, bearing an annual interest rate of 3-month SOFR plus a 0.95% margin, and a commitment fee of 0.35% on the unutilized amount, subject to the Facility Agreement signed between the two parties. The Transaction is a consolidation of the Company's already approved credit facilities and does not increase the total credit amount.

IV. Pricing Basis of the Related-Party Transaction

The Transaction is made on the principles of voluntariness, equality, mutual benefit, justice and fairness. The terms of the Transaction were negotiated fairly on the basis of market practice.

V. Main Contents of the Facility Agreement

Contract Name: Facility Agreement between Adama Fahrenheit B.V. and Syngenta Group (NL) B.V. (2026)

Borrower: Adama Fahrenheit B.V.

Lender: Syngenta Group (NL) B.V.

Main Terms: Consolidates the original multiple facility agreements into a single short-term committed, annually revolving credit facility with a total amount of USD 750 million, bearing an annual interest rate of 3-month SOFR plus a 0.95% margin, and a commitment fee of 0.35% on the unutilized amount.

The Lender may assign its rights and obligations under the Facility Agreement solely to another entity within its group according to the terms of the Facility Agreement, by providing Borrower with a prior written notice.

The Borrower may assign its rights and obligations under the Facility Agreement to a third party with the prior consent of Lender, which will not be unreasonably withheld.

Effective Date of the Agreement: upon signing the Facility Agreement, following the approval of the Parties' requisite organs, as required. The requisite organs of the Company will review the terms of this Agreement every three years.

Dispute Resolutions: The Facility Agreement is governed in all respects by the laws of the Netherlands.

VI. Purpose of the Transaction and Its Impact on the Company

The Transaction aims to consolidate the existing credit facilities from the related party for the Company's subsidiary, simplify the management of facility agreements, and enhance the efficiency and flexibility of fund utilization and management. The Facility Agreement follows the general practice of similar transactions in the market and doesn't contain unfair terms. The Transaction will not adversely affect the interests of the Company and its non-related party shareholders, nor will it affect the independence of the Company.

VII. Status of the Different Kinds of Related Party Transactions between the Company and Sinochem Holdings

As of the end of February 2026, the related party transactions between the Company and subsidiaries of Sinochem Holdings are as follows:

1. The occurred amount of related party transactions with subsidiaries of Sinochem Holdings in the ordinary course of business is around RMB 666.47 million. The estimated related party transaction amount in the ordinary course of business approved by the 1st Interim Shareholders Meeting in 2026 is RMB 3,152.93 million.
2. The Company and its subsidiaries' Deposits and Loans in the Finance Company: the balance of deposits remains RMB 910.11 million and USD 4.03 million, and the loan amount is RMB 249.64 million, which have been approved by the 3rd Interim Shareholders Meeting in 2024.

VIII. Independent Directors' Prior Approval

The Company's Specialized Meeting of Independent Directors approved the Transaction, and the independent directors have given approval opinions on the Transaction: The Transaction is based on the funding needs of the Company and the need to optimize the Company's debt management structure and is normal business

operations. The Transaction conforms to relevant national laws and regulations, as applicable, and market-oriented principles, and will not impact the independence of the Company or harm the interests of the Company and its other shareholders. The decision-making procedures for the Transaction conform to the Company Law, the Rules of Shenzhen Stock Exchange for the Listing of Stocks, the Articles of Association of the Company and other laws and regulations. Therefore, the independent directors pre-approved the Transaction and agree to submit it to the Board of Directors.

IX. Documents for Future Reference

1. The resolutions of the 18th Meeting of the 10th Session of the Board of Directors of the Company.
2. The resolutions of the Specialized Meeting of Independent Directors.

It is hereby announced.

The Board of Directors of ADAMA Ltd.

March 28, 2026