

## **ADAMA Ltd.**

### **Announcement on the Expiry of the Repurchase Period and the Results of the B-Shares Repurchase**

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.

The 26th Meeting of the 8th Session of the Board of Directors of ADAMA Ltd. (hereinafter referred to as "the Company") held on August 19, 2020 approved the *Repurchase Plan for Part of the Company's Domestically Listed Foreign Shares (B share)*. This repurchase plan has been further deliberated at the 3rd Interim Shareholders Meeting in 2020 of the Company and approved by more than 2/3 of the voting rights represented by the attending shareholders.

In order to protect the Company's value and shareholders' interests, the Company decided to use its own funds to repurchase (and cancel) a portion of its B-Shares through centralized price bidding transactions and/or any other method/s permitted by the applicable laws and regulations. The Company will spend no more than RMB 132,562 thousand (including exchanging and transaction fees) to repurchase B-shares at the price of no more than 5.70 HKD/share. The upper limit of the number of shares to be repurchased is 26,000,000 shares, and the lower limit is 13,000,000 shares. The actual amount will be based on the actual number of shares repurchased by the end of the repurchase period. The repurchasing period will not exceed three months following the date of the Company's shareholders' approval of the repurchase plan.

For details of the repurchase plan, please refer to the *Announcement of Resolutions of the 26th Meeting of the 8th Session of the Board of Directors (Announcement No.2020-40)*, the *Repurchase Plan for Part of the Company's Domestically Listed Foreign Shares (B share) (Announcement No.2020-44)* published on the website [www.cninfo.com.cn](http://www.cninfo.com.cn) on August 21, 2020 and the *Announcement on the Resolutions of the 3<sup>rd</sup> Interim Shareholders Meeting in 2020 (Announcement No.2020-50)* as well as the *Repurchase Report for Part of the Company's Domestically Listed Foreign Shares (B share) (Announcement No.2020-51)* published on the website [www.cninfo.com.cn](http://www.cninfo.com.cn) on September 8, 2020.

As of December 6, 2020, the repurchase period has expired. According to the *Implementation Rules of the Shenzhen Stock Exchange on Share Repurchases of Listed Companies*, the results of the Company's share repurchase are now announced as follows:

### **I. Implementation of share repurchase**

From September 16, 2020 to December 6, 2020, the Company repurchased 14,309,536 shares of B-Shares by means of a centralized price bidding transaction through a special securities repurchase account for B-Shares, which accounts for 0.61% of the Company's total share capital. The highest transaction price is 5.22 HKD/share, the lowest transaction price is 4.27 HKD/share, and the total payment amount is HKD 69,747,209 (including transaction fees).

### **II. No difference between the implementation of repurchase and the repurchase plan**

The actual amount of shares repurchased by the Company, the repurchase price, the total funds used for the repurchase, method of repurchasing as well as the repurchase period are in line with *Repurchase Plan for Part of the Company's Domestically Listed Foreign Shares (B share)*, and there is no difference between the actual implementation and the announced repurchase plan.

### **III. Impact of the implementation of share repurchase on the Company**

The Company's operations are in good condition and the financial status is sound. The share repurchase will not have a negative impact on the Company's finance, operations, research and development, debt payment ability and future development. After the implementation of the share repurchase plan, the Company's controlling shareholder remains the same; the Company is still a listed company and its equity distribution still meets the listing conditions.

### **IV. Purchase and sale of the Company's stock by relevant entities during the repurchase period**

From the date when the Company first disclosed the repurchase plan (August 21, 2020) to the day before the disclosure of this announcement, the Company's directors, supervisors, senior executives, the controlling shareholder, the actual controller and its person acting in concert did not buy or sell the Company's shares during the aforementioned period, which is in line with the repurchase plan.

### **V. Arrangement of repurchased shares**

The above-mentioned 14,309,536 B-Shares repurchased by the Company are all deposited in the Company's special securities repurchase account. During the deposit period, they are not entitled to vote at the shareholders meeting, profit distribution, rights offering, and pledge. Within three years after the disclosure of this announcement, the B-Shares that have been repurchased will be cancelled and the registered capital will be reduced after approval of the shareholders; if the shareholders fail to approve, the repurchased shares will be transferred within three years in accordance with relevant regulations.

According to the calculation of the Company's share capital structure as of December 6, 2020, assuming the Company's shareholders will have considered and approved the repurchased shares cancellation and reduction of registered capital, the Company's share capital structure is expected to be as follows:

| Item   | Before the repurchase and the cancellation |                | After the repurchase and the cancellation |                |
|--|--|----------------|---|----------------|
|  | Number of shares                           | Proportion (%) | Number of shares                          | Proportion (%) |
| <b>I. Restricted Shares</b>                              | 4,500                                      | 0.0002         | 4,500                                     | 0.0002         |
| <b>Including: Shares held by domestic natural person</b> | 4,500                                      | 0.0002         | 4,500                                     | 0.0002         |
| <b>II. Shares not subject to Trading Restriction</b>     | 2,344,116,802                              | 99.9998        | 2,329,807,266                             | 99.9998        |
| <b>Including: RMB Ordinary Shares</b>                    | 2,177,067,461                              | 92.8735        | 2,177,067,461                             | 93.4439        |
| <b>Domestically Listed Foreign Shares</b>                | 167,049,341                                | 7.1263         | 152,739,805                               | 6.5559         |
| <b>III. Total Shares</b>                                 | 2,344,121,302                              | 100.0000       | 2,329,811,766                             | 100.0000       |

## VI. Other notes

1. The purpose of the repurchase of part of the Company's B-Shares is to maintain the Company's value and shareholders' rights and interests. The repurchased shares will be cancelled, and the registered capital will be reduced accordingly after being approved by the shareholders. The relevant provisions of Articles 17 and 18 of the *Implementation Rules of the Shenzhen Stock Exchange on Share Repurchases of Listed Companies* do not apply to the aforesaid repurchase of shares.

2. The purchasing period of the Company's share repurchases complies with the relevant provisions of Article 19 of the *Implementation Rules of the Shenzhen Stock Exchange on Share Repurchases of Listed Companies*.

The Company did not repurchase the shares during the following trading hours:

- (1) Open call auction;
- (2) Within half an hour before closing;
- (3) on the trading day without increase or decrease limit for stock price.

The price of the Company's share repurchase is lower than the increase limit for trading of the Company's stock on the day.

3. From the date when the Company first disclosed the repurchase plan to the day of the disclosure of this announcement, the Company's directors, supervisors, senior executives, the controlling shareholder, the actual controller and its person acting in concert did not directly or indirectly reduce their shares of the Company during the aforementioned period.

4. The Company will perform its information disclosure obligations in a timely manner according to the follow-up progress of the arrangement of repurchased shares.

The Announcement is hereby made.

The Board of Directors of ADAMA Ltd.

December 8, 2020