

## ADAMA Ltd.

### Announcement on Expected Related-Party Transactions in the Ordinary Course of Business in 2025

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.

#### I. Basic Information on Related Party Transactions in the ordinary course of business

##### (1) Overview of related-party transactions in the ordinary course of business

The Company expects that the aggregated amount of related party transactions between it and/or its subsidiaries (together the "**Group Companies**") and the subsidiaries of Sinochem Holdings Corporation Ltd. ("**Sinochem Holdings**", the actual controller of the Company) in 2025 shall not exceed RMB 3,589.97 million.

Such aggregated amount consists of (1) expected transactions of the Group Companies for the purchase of raw materials/products/fixed assets and the receipt of certain services from subsidiaries controlled by Sinochem Holdings, in a total amount that shall not exceed RMB 2,042.52 million; and (2) expected transactions of the Group Companies for the sale of products and the provision of services, in a total amount that shall not exceed RMB 1,547.45 million, to subsidiaries controlled by Sinochem Holdings. Such transactions hereinafter referred as the "Related-party transactions".

Related-party transactions of the above type performed by the Company in 2024 in the ordinary course of business amounted to RMB 2,617.19 million.

These estimations were performed based on the current available data and may change, inter alia, as a result of changes to the Group Companies' business and/or due to market conditions and the continued alignment and cooperation between the companies of Syngenta Group Co., Ltd. ("**Syngenta Group**"), comprising the Company, Syngenta AG and Sinochem Holdings' agriculture-related activities, which will further capitalize on the value creation and synergy opportunities identified.

The related-party transactions matter has been reviewed and approved at the 10<sup>th</sup> Meeting of the 10<sup>th</sup> Session of the Board of Directors of the Company. Among the six directors of the Company, there were three affirmative votes, zero negative votes and zero abstentions, while the three related-party directors (Mr. Qin Hengde, Mr. An Liru and Mr. Liu Hongsheng) refrained from voting.

The related-party transactions matter shall be further approved by the Shareholders Meeting. Syngenta Group will refrain from voting. The validity period of the expected related-party transactions is from the date of approval by the Company's 2024 Annual Shareholders Meeting to the date of the convening of the next Annual Shareholders Meeting.

##### (2) The types and amounts of expected related-party transactions in the ordinary course of business in 2025

RMB'0000

Type of related-party transaction	Related party	Content of related-party transaction	The pricing principle of related-party transaction	Contract amount or estimated amount not to exceed	Amount already occurred in 2025 as of the disclosure date	Amount occurred in the previous year
Purchasing raw materials and products from related parties	Syngenta AG and its subsidiaries	Purchase of raw materials/products	Market price	118,797	13,059	91,594
	Bluestar (Beijing) Chemical Machinery Co., Ltd.	Purchase of raw materials/products	Market price	1	-	1
	Jiangsu Huaihe Chemical Co., Ltd.	Purchase of raw materials/products	Market price	16,500	13,200	13,163
	Sinochem Oil (Hainan) Co., Ltd.	Purchase of raw materials/products	Market price	6,250	402	-
	Sinochem Nengke Carbon Assets Operation Co., Ltd.	Purchase of raw materials/products	Market price	1,250	-	-
	Sinochem Petrochemical Sales Co., Ltd.	Purchase of raw materials/products	Market price	1,000	149	489
	Sinochem Hebei Co., Ltd.	Purchase of raw materials/products	Market price	902	-	242
	Jiangsu Youjia Plant Protection Co., Ltd.	Purchase of raw materials/products	Market price	25,235	3	21,197
	Hangzhou (Torch) Xidou Door Film Industry Co., Ltd.	Purchase of raw materials/products	Market price	6	2	8
	Zhonglan International Chemical Co., Ltd.	Purchase of raw materials/products	Market price	566	454	5,990
	Liaocheng Luxi Polyol New Material Technology Co., Ltd./ Liaocheng Luxi Methylamine Chemical Co., Ltd.	Purchase of raw materials/products	Market price	3,750	-	2,654
	Ningxia Ruitai Technology Co., Ltd.	Purchase of raw materials/products	Market price	125	-	3
	Sinofert	Purchase of raw materials/products	Market price	125	-	341
	Sinochem Agro Co., Ltd.	Purchase of raw materials/products	Market price	4,253	241	1,182
	Jiangsu Yangnong Chemical Co., Ltd.	Purchase of raw materials/products	Market price	17,088	2,835	154
	Sinochem Crop Protection Products Co., Ltd.	Purchase of raw materials/products	Market price	3,719	-	981
	Sub-total	-	-	-	199,567	30,345
Purchasing fixed assets from related parties	Bluestar Engineering Co., Ltd.	Purchase of fixed assets	Market price	3,375	-	-
	Bluestar (Beijing) Chemical	Purchase of fixed assets	Market price	313	-	-

	Machinery Co., Ltd.					
	Sub-total	-	-	3,688	-	-
Selling raw materials and products to related parties	Syngenta AG and its subsidiaries	Selling products	Market price	114,794	6,290	84,060
	Jiangsu Huaihe Chemical Co., Ltd.	Selling products	Market price	19,488	15,590	15,437
	Sinofert	Selling products	Market price	14,825	2,547	12,085
	Jiangsu Youjia Plant Protection Co., Ltd.	Selling products	Market price	84	4	113
	Beijing Guangyuan Yinong Chemical Co., Ltd.	Selling products	Market price	59	27	105
	Sinochem Agricultural Ecological Technology (Hubei) Co., Ltd.	Selling products	Market price	75	13	74
	Jiangsu Youshi Chemical Co., Ltd.	Selling products	Market price	5,000	703	4,186
	Sinochem Agro Co., Ltd.	Selling products	Market price	420	282	495
	Sub-total	-	-	154,745	25,456	116,555
Receiving services from related parties	Sinochem Information Technology Co., Ltd.	IT services	Market price	379	68	47
	Syngenta AG and its subsidiaries	Regular service	Market price	63	7	169
	Sinochem Insurance Brokers (Beijing) Co., Ltd.	Insurance service	Market price	500	-	-
	Sino MAP	Regular service	Market price	3	-	76
	Sinochem Fertilizer Co., Ltd.	Regular service	Market price	26	-	2
	Shenyang Chemical Research Institute Co., Ltd.	Technical service	Market price	13	-	8
	Sinochem Zhoushan Hazardous Chemicals Emergency Rescue Base Co., Ltd.	Training service	Market price	13	-	9
	Sub-total	-	-	997	75	311

**(3) Actual related-party transactions in the ordinary course of business performed in the previous year (2024)**

RMB'0000

Type of related-	Related party	Content of related-party transaction	Actually occurred amount	Estimated amount not to exceed	Difference proportion (%)
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<b>party transaction</b>					
Purchasing raw materials and products from related parties	Syngenta AG and its subsidiaries	Purchase of raw materials/products	91,594	136,681.49	-32.99%
	Bluestar (Beijing) Chemical Machinery Co., Ltd.	Purchase of raw materials/products	1	62.50	-98.40%
	Jiangsu Huaihe Chemical Co., Ltd.	Purchase of raw materials/products	13,163	24,750	-46.82%
	Jiangsu Ruixiang Chemical Co., Ltd.	Purchase of raw materials/products	-	37.50	-100%
	Jiangsu Yangnong Chemical Co., Ltd.	Purchase of raw materials/products	154	14,176.65	-98.91%
	Jiangsu Youjia Plant Protection Co., Ltd.	Purchase of raw materials/products	21,197	19,437.41	9.05%
	Sinochem Crop Protection Products Co., Ltd.	Purchase of raw materials/products	981	593.75	65.22%
	Hangzhou (Torch) Xidou Door Film Industry Co., Ltd.	Purchase of raw materials/products	8	15	-46.67%
	Zhonglan International Chemical Co., Ltd.	Purchase of raw materials/products	5,990	10,625	-43.62%
	Sinochem Agro Co., Ltd.	Purchase of raw materials/products	1,182	7,531.77	-84.31%
	Liaocheng Luxi Polyol New Material Technology Co., Ltd./ Liaocheng Luxi Methylamine Chemical Co., Ltd.	Purchase of raw materials/products	2,654	4,500	-41.02%
	Shandong Dacheng Agrochemical Company Limited	Purchase of raw materials/products	167	3,285.75	-94.92%
	China National Bluestar (Group) Co., Ltd.	Purchase of raw materials/products	810	2,152.80	-62.37%
	Beijing Guangyuan Yinong Chemical Co., Ltd.	Purchase of raw materials/products	60	180	-66.67%
	Ningxia Ruitai Technology Co., Ltd.	Purchase of raw materials/products	3	25	-88.00%
	Sinochem Fertilizer Co., Ltd.	Purchase of raw materials/products	341	15.88	2047.36%
	Shenyang Sinochem Agrochemicals R&D Co., Ltd.	Purchase of raw materials/products	3	-	-
	ELKEM SILICONES BRASIL LTDA	Purchase of raw materials/products	192	-	-
	Qingdao Rubber Six Conveyor Belt Co., Ltd.	Purchase of raw materials/products	87	-	-
	Sinochem Hebei Co., Ltd.	Purchase of raw materials/products	242	-	-
Sinochem Petrochemical Sales Co., Ltd.	Purchase of raw materials/products	489	-	-	
China Bluestar Chengrand Research Institute Chemical Industry	Purchase of raw materials/products	2	-	-	

	Shenyang Sciencreat Chemicals Co., Ltd.	Purchase of raw materials/products	527	-	-
	Sub-total	-	139,847	224,070.50	-37.59%
Purchasing fixed assets from related parties	Bluestar Engineering Co., Ltd.	Purchase of fixed assets	-	6,250	-100%
	Sub-total	-	-	6,250	-100.0%
Selling raw materials and products to related parties	Syngenta AG and its subsidiaries	Selling products	84,060	133,939.91	-37.24%
	Jiangsu Huaihe Chemical Co., Ltd.	Selling products	15,437	29,231.25	-47.19%
	Sinofert	Selling products	12,085	8,000	51.06%
	Jiangsu Youjia Plant Protection Co., Ltd.	Selling products	113	250	-54.80%
	Beijing Guangyuan Yinong Chemical Co., Ltd.	Selling products	105	127.50	-17.65%
	Sinochem Agricultural Ecological Technology (Hubei) Co., Ltd.	Selling products	74	750	-90.13%
	Jiangsu Youshi Chemical Co., Ltd.	Selling products	4,186	8,750	-52.16%
	Syngenta Nantong Crop Protection Co., Ltd.	Selling products	-	522.50	-100%
	Sinochem Crop Protection Products Co., Ltd.	Selling products	570	312.50	82.40%
	Sinochem Agro Co., Ltd.	Selling products	495	906.23	-45.38%
	Syngenta (China) Investment Company Limited	Selling products	1,827	625	192.32%
	Jiangsu Ruixiang Chemical Co., Ltd.	Selling products	-	37.50	-100%
	Henan Junhua Development Co., Ltd.	Selling products	-	12.50	-100%
	Sino MAP	Selling products	2,211	-	-
	Sub-total	-	121,163	183,464.89	-33.96%
Receiving services from related parties	Sinochem Information Technology Co., Ltd.	Value-added OA services	-	47.38	-100%
	Sinochem Information Technology Co., Ltd.	IT services	47	37.50	25.33%
	Syngenta AG and its subsidiaries	Regular service	169	56.25	200.44%
	Sino MAP	Regular service	76	179.99	-57.78%
	Shenyang Chemical Research Institute Co., Ltd.	Regular service	8	4.38	82.65%
	China National Chemical Information Center	Value-added OA services	16	97.61	-83.61%
	Shenyang Shenhua Institute Testing Technology Co., Ltd.	Regular service	3	87.50	-96.57%
	Sinochem Chemical Science and Technology Research Institute Co., Ltd.	Regular service	-	37.50	-100%

	Sinochem Zhoushan Hazardous Chemicals Emergency Rescue Base Co., Ltd.	Regular service	9	37.50	-76.00%
	Shenyang Chemical Co., Ltd.	Regular service	3	-	-
	Zhonglan Lianhai Design Institute Co., Ltd.	Regular service	118	-	-
	Sinochem Fertilizer Co., Ltd.	Regular service	2	-	-
	Jiangxi Bluestar Xinghuo Organic Silicone Co., Ltd.	Regular service	159	-	-
	Changsha Huaxing Construction Supervision Co., Ltd.	Regular service	3	-	-
	Sub-total	-	613	585.61	4.68%
Rendering services to related parties	Syngenta AG and its subsidiaries	Regular service	30	-	-
	Sinochem Agro Co., Ltd.	Regular service	66	-	-
	Sub-total	-	96	-	-
<b>Aggregated</b>		-	<b>261,719</b>	<b>414,371</b>	<b>-36.84%</b>
An explanation by the board of directors for the major difference between the actual occurred amount of daily related transactions and the estimated amount			The actual total amount of related transactions in the ordinary business course in 2024 does not exceed the total amount expected, but it did not reach 80% of the total amount. The main reason is due to related impacts from the changing market conditions and the actual needs fluctuation of the Company.		
An explanation by the independent directors for the major difference between the actual occurred amount of daily related transactions and the expected amount			The gap between the actual amount and the estimations of the related party transactions in the course of routine business in 2024 is due to the related impacts from the changing market conditions and the actual needs fluctuation of the Company. Such gap will neither trigger any major impact on production and operation, nor harm the interests of the Company and its minority shareholders, as well as will not compromise the independency of the Company.		

Notes: Please refer to the announcements on March 27, 2024, for the 2024 expected related-party transactions of the Company (Announcement No. 2024-8).

## II. Introduction to Related Parties and Their Relationships with the Company

1. Syngenta AG, a company registered in Switzerland with its registered office at Rosentalstrasse 67, 4058 Basel, Switzerland, with the share capital of CHF 9,257,814.9, mainly undertakes the businesses related to crop protection, seeds. The main financial data as of the date June 30, 2024 are: operating revenue USD 8,242 million, total assets USD 33,770 million, net assets USD 7,476 million, net income USD 274 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: Syngenta AG produces and operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it

is not a dishonest party subject to enforcement.

2. Jiangsu Huaihe Chemical Co., Ltd. (legal representative: Xia Wenbiao; registered address: Yutai County, Jiangsu Province) has registered capital of RMB 160 million and mainly undertakes the businesses related to manufacturing and sale of chemical products. The main financial data as of December 31, 2024 are: operating revenue of RMB 758.55 million, net profit of RMB -24.09 million, total assets of RMB 603.14 million, net assets of RMB 261.04 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of performance capability: To the best knowledge of the Company, Jiangsu Huaihe Chemical Co., Ltd. produces and operates normally and is in good operational and financial conditions and thus has a good performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

3. Sinofert Holdings Limited (Non-executive Director & Chairman: Su Fu; registered office: Clarendon House, 2 Church Street, Hamilton HM11, Bermuda) is a company listed on the Main Board of the Stock Exchange of Hong Kong (stock code:00297), which has registered capital of HKD 8,316,000,000 and mainly undertakes the production, import and export, distribution and retail of fertilizer raw materials and finished products, provision of technological research and development and services relating to the fertilizer business and products, exploration and exploitation of phosphate mine, and production of monocalcium/dicalcium phosphate (MCP/DCP). The main financial data as of June 30, 2024 are: operating revenue of RMB 13,680.87 million, net profit of RMB 1,072.59 million, total assets of RMB 19,958.35 million, net assets of RMB 10,608.58 million. Sinochem Fertilizer Co., Ltd. and Sinochem Agricultural Ecological Technology (Hubei) Co., Ltd. mentioned in this announcement as expected related parties are subsidiaries of Sinofert Holdings Limited.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Sinofert Holdings Limited produces and operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

4. Sinochem Energy Co., Ltd. (legal representative: Chen Chengmin; registered address: Floor F9, Middle Building, Kaichen World Trade Center, No. 28 Fuxingmen Inner Street, Xicheng District, Beijing) has registered capital of RMB 18,888.88 million and mainly undertakes the operation of the petroleum and petrochemical industry. The main financial data as of December 31, 2024 are: operating revenue of RMB 424,013.13 million, net profit of RMB -3,485.70 million, total assets of RMB 106,082.44 million, net assets of RMB 40,926.07 million. Sinochem Oil (Hainan) Co., Ltd., Sinochem Nengke Carbon Assets Operation Co., Ltd., Sinochem Petrochemical Sales Co., Ltd. and Sinochem Zhoushan Hazardous Chemicals Emergency Rescue Base Co., Ltd. mentioned in this announcement as expected related parties are subsidiaries of Sinochem Energy Co., Ltd.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of performance capability: To the best knowledge of the Company, Sinochem Energy Co., Ltd. produces and operates normally and thus has a performance capability. After searching

on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

5. Sinochem Hebei Co., Ltd. (legal representative: Ren Jianpo; registered address: Sinochem Building, No. 707 Lianmeng Road, Shijiazhuang) has registered capital of RMB 475,072,687 and mainly undertakes the businesses related to research and development, production, and marketing of fine chemical products. The main financial data as of December 31, 2024 are: operating revenue of RMB 2,804.98 million, net profit of RMB 21.69 million, total assets of RMB 878.57 million, net assets of RMB 451.23 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of performance capability: To the best knowledge of the Company, Sinochem Hebei Co., Ltd. produces and operates normally and is in good operational and financial conditions and thus has a good performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

6. Jiangsu Yangnong Chemical Co., Ltd. (legal representative: Su Fu; registered address: No. 39, Wenfeng Road, Yangzhou) has registered capital of RMB 406,686,909 and mainly undertakes the manufacture of agrochemicals and fine chemicals. The main financial data as of September 30, 2024 are: operating revenue of RMB 8,015.70 million, net profit of RMB 1,025.83 million, total assets of RMB 17,109.94 million, net assets of RMB 10,375.24 million. Jiangsu Youjia, Jiangsu Youshi, Sinochem Crop Protection Products Co., Ltd. and Sinochem Agro Co., Ltd. mentioned in this announcement as expected related parties are subsidiaries of Jiangsu Yangnong Chemical Co., Ltd.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Jiangsu Yangnong Chemical Co., Ltd. produces and operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

7. Luxi Chemical Group Co., Ltd. (listed on the Main Board of Shenzhen Stock Exchange, legal representative: Wang Yanji; registered address: the headquarters of Luxi Chemical in Liaocheng High-tech Industrial Development Zone) has registered capital of RMB 1,910,172,451 and mainly undertakes new chemical materials, basic chemicals, fertilizer products and other businesses. The main financial data as of September 30, 2024 are: operating revenue of RMB 21,578.81 million, net profit of RMB 1,574.78 million, total assets of RMB 35,888.53 million, net assets of RMB 18,259.42 million. Liaocheng Luxi Polyol New Material Technology Co., Ltd. and Liaocheng Luxi Methylamine Chemical Co., Ltd. mentioned in this announcement as expected related parties are subsidiaries of Luxi Chemical Group Co., Ltd.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Luxi Chemical Group Co., Ltd. produces and operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

8. Sinochem Information Technology Co., Ltd. (legal representative: Zhao Yang; registered address: Room 703, Floor 7, No.28 Fuxingmennei Street, Xicheng District, Beijing) has registered capital of RMB 50 million and mainly undertakes the businesses related to software development, technical service, technical development, technical consultation, information system integration service and computer system services. The main financial data as of the date December 31, 2024 are: operating revenue of RMB 777.88 million, net profit of RMB 17.32 million, total assets of RMB 303.26 million, net assets of RMB 81.84 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Sinochem Information Technology Co., Ltd. operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

9. Sinochem Agriculture Co., Ltd. (legal representative: Tang Kepan; registered address: Room 818, No. 28 Fuxingmennei street, Xicheng district, Beijing) has registered capital of RMB 4,000 million and mainly undertakes sales of agricultural production materials; grain purchases; services for agriculture; technology development and technology consultation on soil improvement and restoration, etc. The main financial data as of September 30, 2024 are: operating revenue of RMB 18,602.96 million, net profit of RMB -190.40 million, total assets of RMB 11,172.50 million, net assets of RMB 957.23 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Sinochem Agriculture Co., Ltd. produces and operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

10. Shenyang Chemical Research Institute Co., Ltd. (Legal Representative: Xu Weichang; registered address: No.8 Shenliao East Road, Tiexi District, Shenyang) has registered capital of RMB 1,426,333,532 and mainly undertakes research and industrialization projects include new industrial chemicals, eco-friendly agriculture, industrial biochemicals, chemical testing and evaluation, chemical reaction risk assessment, and waste product hazard determination. The main financial data as of December 31, 2024 are: operating revenue of RMB 381.80 million, net profit of RMB 6.32 million, total assets of RMB 2,142.19 million, net assets of RMB 1,724.70 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Shenyang Chemical Research Institute Co., Ltd. operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

11. Beijing Guangyuan Yinong Chemical Co., Ltd. (legal representative: Han Chunhua; registered address: Room 101, Floor 3, Building 24, Courtyard 3, Gaolizhang Road, Haidian District, Beijing) has registered capital of RMB 10.5 million and mainly engages in the research and

development, production, sales of agricultural adjuvants and related technical services. The main financial data as of the date December 31, 2024 are: operating revenue of RMB 45.06 million, net profit of RMB 5.13 million, total assets of RMB 58.63 million, net assets of RMB 52.93 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Beijing Guangyuan Yinong Chemical Co., Ltd. operates normally and is in good operational and financial conditions and thus has a good contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

12. China National Bluestar (Group) Co. Ltd. (legal representative: Li Bo; registered address: No.9 Beitucheng West Road, Chaoyang District, Beijing) has registered capital of RMB 15,365,589,192 and mainly involved in the fields of new chemical materials, animal nutrition and engineering services. The main financial data as of the date December 31, 2024 are: operating revenue of RMB 55,299.40 million, net profit of RMB 211.89 million, total assets of RMB 78,176.29 million, net assets of RMB 22,111.55 million. Bluestar (Beijing) Chemical Machinery Co., Ltd., Bluestar Engineering Co. Ltd., Zhonglan International Chemical Co., Ltd. and Hangzhou (Torch) Xidou Door Film Industry Co., Ltd. mentioned in this announcement as expected related parties are subsidiaries of China National Bluestar (Group) Co. Ltd.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, China National Bluestar (Group) Co. Ltd. operates normally and thus has a contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

13. Ningxia Ruitai Technology Co., Ltd. (legal representative: Tang Qingshan; registered address: Zhongwei Industrial Park Fine Chemical Industry Zone) has registered capital of RMB 566,354,361 and mainly undertakes the businesses related to the manufacture of chemical raw materials and chemical products. The main financial data as of the date December 31, 2024 are: operating revenue of RMB 2,416.60 million, net profit of RMB -120.31 million, total assets of RMB 3,264.44 million, net assets of RMB 1,775.98 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Ningxia Ruitai Technology Co., Ltd. operates normally and thus has a contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

14. Sinochem Insurance Brokers (Beijing) Co., Ltd. (legal representative: Hu Qin; registered address: Rooms 1-23-1604 to 1612, 16th Floor, Building 1, No. 66 Nanlishilu Road, Xicheng District, Beijing) has registered capital of RMB 50 million and mainly engages in the insurance brokerage business. The main financial data as of the date December 31, 2024 are: operating revenue of RMB 97.75 million, net profit of RMB 30.92 million, total assets of RMB 180.11 million, net assets of RMB 152.26 million.

Relationship with the Company: It is a legal person controlled by Sinochem Holdings, the actual

control holder of the Company. According to item (2) of paragraph 2 of Article 6.3.3 of the Rules of Shenzhen Stock Exchange for the Listing of Stocks, it is a related party of the Company.

Analysis of contract performance capability: To the best knowledge of the Company, Sinochem Insurance Brokers (Beijing) Co., Ltd. operates normally and thus has a contract performance capability. After searching on the website of disclosure of enforcement information of China, it is not a dishonest party subject to enforcement.

### **III. Main Content of Related-Party Transactions**

#### 1. Main content

- (1) All related-party transactions between the Group Companies and the relevant related parties should be carried out based on market terms and according to the principles of voluntariness, equality, mutual benefit, justice and fairness and without prejudice to the interests of the Company.
- (2) If there is any available state fixed price, then the state fixed price shall prevail; if the state fixed price is inapplicable or not applicable any more, then the market price shall prevail; if the market price is inapplicable or not applicable any more, then both parties shall determine the exact and fair pricing standards they believe to be based on relevant data.

#### 2. Signing of transaction agreement

The Group Companies will conclude contracts with the relevant related parties according to their production and operation requirements and their ordinary course business practices.

### **IV. Purpose of Related-Party Transaction and its Impact on the Company**

These related-party transactions are necessary for the daily business operation of the Group Companies. They mainly aim to capitalize on the Group Companies' unique positioning and profile, including as part of the Syngenta Group, achieve cost savings, increase the Company's sales and market share and to drive its profitable growth. Based on the understanding of the related-parties' business performance, credit status and performance capability, the Group Companies have selected them to conduct transactions in the ordinary course of business. The related-party transaction activities follow the principle of fairness and justice, they will not adversely affect the Company and its non-related party shareholders. The Board of Directors of the Company holds that the related-party transactions benefit the continuity and stability of the Company's business operations and has a positive impact on the normal operations of the Company. Those transactions will not impact the independence of the Company.

### **V. Independent Directors' Prior Approval**

The Company's Specialized Meeting of Independent Directors approved the related party transactions and the independent directors have given approval opinions: The Group's related-party transactions performed in the ordinary course of business are mainly to purchase or sell goods, materials and services from/to the related parties based on the principles of justice and fairness and the pricing standards consistent with those of non-related parties, in order to capitalize on the Group's unique positioning and profile including as part of the Syngenta Group, achieve cost savings, increase the Company's sales and market share and to drive its profitable growth. All such transactions shall conform to relevant national laws and regulations, as applicable, and market-oriented principles, and shall not influence the independence of the Company or damage the interests of the Group Companies and their other shareholders. The decision-making procedures for these related party transactions shall conform to the *Company Law of the People's Republic of China*, the *Rules of Shenzhen Stock Exchange for the Listing of Stocks*, the *Articles of Association* and

other laws and regulations. All the independent directors agree on this proposal and submit it to the Board for deliberation.

**VI. Documents for Future Reference**

1. The resolutions made at the 10<sup>th</sup> Meeting of the 10<sup>th</sup> Session of the Board of Directors of the Company;
2. The resolutions of the Specialized Meeting of Independent Directors.

The Board of Directors of ADAMA Ltd.

March 14, 2025