

ADAMA Ltd.

Announcement on the Pre-plan of 2024 Dividend Distribution

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.

Special Reminder:

1. The Company's 2024 dividend distribution plan: no cash dividends will be distributed, no bonus shares will be given, and no reserves will be converted into share capital.
2. The dividend distribution plan still needs to be submitted to the Company's 2024 annual general meeting for approval.
3. The Company's disclosure of dividend distribution plan does not touch upon the possible application of other risk warnings as stipulated in Article 9.8.1 of the Shenzhen Stock Exchange Listing Rules.

I. Approval procedures

On March 12, 2025, Adama Ltd. (hereinafter referred to as the "Company") held the 10th meeting of the 10th Board of Directors and approved the " Proposal on the Pre-Plan of the 2024 Dividend Distribution". The proposal has already been approved at the 1st meeting of the Audit Committee of the Company's Board of Directors in 2025, at the special meeting of independent directors and at the 4th meeting of the 10th Board of Supervisors, and still needs to be submitted to the Company's 2024 annual general meeting of shareholders for review and approval.

II. Basic information of the pre-plan of 2024 dividend distribution

As audited by the auditor, Deloitte Touche Tohmatsu CPA LLP, the consolidated net

profit attributable to shareholders of the Company for the year 2024 was a loss of RMB 2,903,204,000. Based on the Company's operating result of the year and the provisions of the Articles of Association, taking into account the Company's debt situation and future funding needs, in order to ensure the sustainable development and smooth operation of the Company, as well as for the long-term interests of all shareholders, the pre-plan of 2024 dividend distribution of the Company is: no cash dividends will be distributed, no bonus shares will be given, and no reserves will be converted into share capital. The pre-plan of the dividend distribution still needs to be submitted to the Company's 2024 annual general meeting of shareholders for review and approval.

III. Detailed information of dividend distribution plan

1. The Company does not touch upon the possible application of other risk warnings

Item	2024	2023	2022
Cash dividend distributed (RMB)	-	-	62,905,000
Share repurchase and cancellations (RMB)	-	-	-
Net profit attributable to the shareholders (RMB)	(2,903,204,000)	(1,605,887,000)	609,391,000
The consolidated retained earnings by the end of current year (RMB)	1,680,382,000		
The retained earnings of the parent company by the end of current year (RMB)	779,972,000		
Whether being listed for 3 complete calendar year	Yes		
Accumulated total cash dividends in the past 3 accounting years (RMB)	62,905,000		
Accumulated share repurchase and cancellations in the past 3 accounting years	-		

(RMB)	
Average net profit for the past 3 accounting years (RMB)	(1,299,900,000)
Accumulated total cash dividends and share repurchase and cancellations in the past 3 accounting years (RMB)	62,905,000
Whether touch upon the possible application of other risk warnings as stipulated in Article 9.8.1 of the Shenzhen Stock Exchange Listing Rules	No

Based on the above indicators, the Company does not touch upon the possible application of other risk warnings as stipulated in Article 9.8.1 of the Shenzhen Stock Exchange Listing Rules.

2. Explanations on the reasonableness of the pre-plan of 2024 dividend distribution

The balance of the consolidated retained earnings of the Company at the end of 2024 was RMB 1,680,382,000, and the balance the retained earnings of the parent company at the end of 2024 was RMB 779,972,000. The retained earnings of the Company as of the end of 2024 will be used to support the Company's future working capital needs and execute the Company's development strategy. The Company will continue to adhere to the business philosophy of bringing returns to investors, strictly regulate the use of funds, improve the efficiency of fund used, and strive to give back to investors with more positive dividend distribution plans.

The Company's pre-plan of 2024 dividend distribution complies with the dividend distribution policy stipulated in the Company's Articles of Association and the actual situation of the Company. There is no violation of relevant provisions such as the Company Law of the People's Republic of China and the Shenzhen Stock Exchange Self discipline Supervision Guidelines for Listed Companies No. 1- Standardized Operation of Main Board Listed

Companies.

IV. The decision-making process performed by the Company

1. Approval by the Audit Committee

The Company held the 1st meeting in 2025 of the Audit Committee of the Board of Directors on March 10, 2025, and approved the "Proposal on the Pre-Plan of the 2024 Dividend Distribution". The Audit Committee believes that the plan has taken into account the actual operating situation and future funding needs of the Company, ensuring the sustainable development of the Company and meeting the long-term interests of the Company, and agrees to submit the plan for review and approval at the 2024 annual general meeting of shareholders.

2. Pre-approval by the Independent Directors

The Company held a special meeting of independent directors on March 11, 2025, and approved the "Proposal on the Pre-Plan of the 2024 Dividend Distribution". The independent directors believe that the plan is in line with the Company's operating situation and business development needs of the Company, and complies with relevant regulations such as the Company Law of the People's Republic of China and the Chinese Enterprise Accounting Standards. They also agree to submit the plan to the shareholders' meeting for review and approval.

3. Approval by the Board of Directors

The Company held the 10th meeting of the 10th Board of Directors on March 12, 2025, and approved the "Proposal on the Pre-Plan of the 2024 Dividend Distribution", and agreed to submit the plan to the Company's 2024 annual general meeting of shareholders for review and approval. The Board of Directors believes that the plan complies with the dividend distribution policy stipulated in the Company's Articles of Association and the actual situation of the Company.

4. Approval by the Board of Supervisors

The company held the 4th meeting of the 10th board of supervisors on March 12, 2025, and approved the "Proposal on the Pre-Plan of the 2024 Dividend Distribution". The board of

supervisors agreed to submit the plan to the Company's 2024 annual general meeting of shareholders for review and approval.

V. Documents for Future Reference

1. The Auditor's Report
2. The resolutions of the Audit Committee
3. The resolutions of the Specialized Meeting of Independent Directors
4. The resolutions made at the 10th Meeting of the 10th Session of the Board of Directors of the Company
5. The resolutions of the 4th Meeting of the 10th Board of Supervisors of the Company

It's hereby announced.

Board of Directors of ADAMA Ltd.

March 14, 2025