

ADAMA Ltd.

Announcement on Providing Guarantees in favor of the Company's Subsidiaries

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

In order to meet the daily operation and business development needs of ADAMA Anpon (Jiangsu) Ltd. (hereinafter referred to as "Anpon"), a wholly-owned subsidiary of ADAMA Ltd. (hereinafter referred to as "the Company"), the Company intends to provide guarantees in favor of certain financing banks that are to provide annual loans to Anpon, under which it will guarantee Anpon's repayment of such loans, in a total amount not exceeding RMB 160 million.

Additionally, in order to meet the daily operation and business development needs of ADAMA Huifeng (Jiangsu) Ltd. (hereinafter referred to as "ADAMA Huifeng"), a controlled subsidiary of the Company, the Company intends to provide joint liability guarantees in favor of certain banks and financial institutions that are to provide credit facilities to ADAMA Huifeng. Under such guarantees, the Company will guarantee ADAMA Huifeng's repayment of such debt up to a total amount up to RMB 153 million.

According to the Listing Rules of the Shenzhen Stock Exchange, the 11th meeting of the 10th session of the Board of Directors of the Company approved the *Proposal on Providing Guarantees in favor of the Company's Subsidiaries*. The decision to provide such guarantees is within the rights of the Board of Directors. No additional approval for the aforesaid guarantees is required from the shareholders of the Company.

II. Basic Information of the Warrantees

1. Basic Information of Anpon

Name of the Warrantee: ADAMA Anpon (Jiangsu) Ltd.

Established Date: November 25, 1998

Registered Address: No. 30, Huagong Road, Huai'an City

Legal Representative: Jiang Yutian

Registered Capital: RMB 251,380,000

Business Scope: Manufacture and sale of chemical products

Relationship with the Company: The Company's wholly owned subsidiary.

Credit status: After searching on the website of disclosure of enforcement information of China, Anpon is not a dishonest person subject to judicial enforcement.

The most recent financial situation of the Warrantee is as follows:

Unit: '0000 RMB

	At Mar 31 2025 (unaudited)	At Dec 31,2024 (audited)
Total Assets	190,916	181,441
Total Liabilities	113,059	106,226
Bank Loans	52,800	47,800
Other Current Liabilities	-	-
Contingency	-	-
Net Assets	77,858	75,215
	Jan to Mar 2025 (unaudited)	2024 (audited)
Revenue	48,512	141,336
Total Profit	3,077	-5,386
Net Profit	2,654	-6,183

2. Basic Information of ADAMA Huifeng

Name of the Warrantee: ADAMA Huifeng (Jiangsu) Ltd.

Established Date: June 11, 2018

Registered Address: South of Wanggangzha, Dafeng District, Yancheng City, Jiangsu Province.

Legal Representative: Liu Jianhua

Registered Capital: RMB 1,000,000,000

Business Scope: Manufacture and sale of pesticides.

Relationship with the Company: The Company's controlled subsidiary.

Credit status: After searching on the website of disclosure of enforcement information of China, ADAMA Huifeng is not a dishonest person subject to judicial enforcement.

The most recent financial situation of the Warrantee is as follows:

Unit: '0000 RMB

	At Mar 31, 2025 (unaudited)	At Dec 31,2024 (audited)
Total Assets	156,147	155,160
Total Liabilities	65,630	66,664
Bank Loans	13,584	16,186
Other Current Liabilities	303	299
Contingency	-	-
Net Assets	90,517	88,496
	Jan to Mar 2025 (unaudited)	2024 (audited)
Revenue	45,981	123,020
Total Profit	2,021	-14,797
Net Profit	2,021	-14,797

III. Main Contents of the Guarantees

A. Guarantees in favor of the Company's wholly-owned subsidiary Anpon

The Company intends to provide joint liability guarantees for the below loans of Anpon which will not exceed a period of one year.

1. Comprehensive credit line which will not exceed RMB 70 million in 2025 to be provided by Industrial and Commercial Bank of China (Huai'an Branch).
2. Loan for working capital, L/C and trade finance which will not exceed RMB 90 million in 2025 to be provided by Huai'an Qing Jiangpu Branch of Agricultural Bank of China.

B. Guarantees in favor of the Company's controlled subsidiary ADAMA Huifeng

ADAMA Huifeng intends to apply for financing facilities in a total amount of up to RMB 300 million from certain banks and financial institutions, as listed below, to meet its daily operation and business development needs. The financing facilities will not exceed a period of one year.

1. Comprehensive credit line which will not exceed RMB 200 million in 2025 to be provided by Sinochem Finance Co., Ltd.
2. Comprehensive credit line which will not exceed RMB 100 million in 2025 to be provided by Jiangsu Dafeng Rural Commercial Bank Co., Ltd.

The Company, as a shareholder holding 51% equity interest in ADAMA Huifeng, intends to provide the joint liability guarantees for the above credit facilities of ADAMA Huifeng, in proportion to its equity interest, in a total guarantee amount not exceeding RMB 153 million

(i.e., the guarantee amount for Sinochem Finance Co., Ltd. shall not exceed RMB 102 million, and the guarantee amount for Jiangsu Dafeng Rural Commercial Bank Co., Ltd. shall not exceed 51 million).

IV. Opinions of the Board of Directors

With regard to the guarantees to be provided by the Company in favor of Anpon, the Company's wholly-owned subsidiary, the Board of Directors is of the opinion that: (i) the guaranteed funds are used for the daily operation needs of the Company's wholly owned subsidiary; (ii) the financial risk of the guarantees is under the Company's control; and (iii) the guarantees neither significantly impact the normal operation of the Company, nor violate the relevant provisions of the CSRC and the Articles of Association of the Company.

With regard to the guarantees to be provided by the Company in favor of the Company's controlled subsidiary ADAMA Huifeng, the Board of Directors is of the opinion that: (i) the guaranteed funds are to be used for the daily operation and business development needs of the Company's controlled subsidiary, ADAMA Huifeng; (ii) Jiangsu Huifeng Agrichemical Co., Ltd., the minority shareholder of ADAMA Huifeng, holding 49% equity stake, (hereinafter referred to as "Jiangsu Huifeng"), shall provide a respective guarantee in proportion to its capital contribution. If Jiangsu Huifeng ultimately fails to provide respective guarantee to ADAMA Huifeng in proportion to its capital contribution, the Company will also terminate the provision of the above guarantees and will not sign any relevant guarantee contract. Therefore, the financial risk provided by the guarantees is within the Company's control. The guarantees neither significantly impact the regular operations of the Company, nor violate the relevant provisions of the CSRC and the Articles of Association of the Company and do not harm the legitimate interests of the Company and its minority shareholders.

V. Accumulated Quantity of External Guarantees and Overdue Guarantees

As of March 31, 2025, the balance of the guarantees that have been provided by the Company and/or its subsidiaries is RMB 4,754.21million. After providing the above guarantees, the balance of the guarantees provided by the Company and its subsidiaries will be RMB 5,067.21 million, accounting for approximately 26.68% of the latest audited net assets of the Company.

No guarantee is provided by the Company and/or its subsidiaries for the favor of entities not consolidated in the Company's financial statements.

The Company and its controlled subsidiaries do not have overdue guarantees.

VI. List of Reference Documents

Resolutions of the 11th Meeting of the 10th Session of the Board of Directors of the Company.

The Announcement is hereby made.

The Board of Directors of ADAMA Ltd.

April 29, 2025