ANNUAL INTEGRATED REPORT 2024




# HARNESSING POTENTIAL




## COVER RATIONALE

The 2024 theme, **'Harnessing Potential',** reflects the power of agriculture in driving growth, uplifting communities, and safeguarding the environment. It highlights FGV's commitment to innovation, inclusivity, and long-term value creation, empowering people, and supporting national development through a resilient agri-food eco-system.

The cover design emphasises the strength derived from unity and collaboration. It showcases a diverse workforce, whose collective presence highlights the human element behind FGV's success. This also underscores the importance of teamwork in achieving shared goals. The dynamic interplay of visuals, including Plantation, Oils & Fats, Sugar, Logistics & Support, and Consumer Products, seamlessly blends the various facets of FGV's operations. Together, these elements capture the essence of FGV's journey and vision. The design presents a compelling visual narrative of resilience and progress as the Group continues to strive to reach its full potential.

We welcome inquiries, comments, and feedback to help us enhance our reporting. Please contact us via:

**Tel:** 03-2789 0000

**Email:** fgv.investors@fgvholdings.com

# Our Reporting Approach

## OUR REPORTING SUITE

FGV Holdings Berhad (FGV) 2024 reporting suite comprises the following:

AIR

The FGV Annual Integrated Report (AIR) serves as the primary source of information on the Group's financial and non-financial performance, offering a comprehensive view of our business operations across Malaysia and beyond. It reflects our commitment to transparency, accountability, and sustainable growth by integrating key financial results with insights into our environmental, social, and governance (ESG) initiatives, strategic direction, and operational achievements.

ANNUAL INTEGRATED REPORT 2024

AFS

The FGV Audited Financial Statements (AFS) provide a detailed and audited account of the Group's financial position and performance for the financial year. It offers stakeholders a clear and accurate understanding of our financial health, corporate governance, and regulatory compliance.

AUDITED FINANCIAL STATEMENTS 2024

### REPORTING PERIOD, SCOPE, AND BOUNDARIES

FGV's AIR is published annually and covers the calendar year from 1 January to 31 December 2024, presenting both financial and non-financial updates. The report encompasses all operations and activities across FGV's businesses, including its subsidiaries and joint ventures.

It outlines our strategic direction, performance outcomes, and future outlook, detailing material matters, risks, and opportunities that influence our ability to create and deliver value. Additionally, it provides insights into our financial and non-financial performance, ensuring transparency and accountability in line with evolving stakeholder expectations.

The Sustainability Review forms part of this report, covering FGV's business operations, subsidiaries, and headquarters in Malaysia. The scope excludes subsidiaries, joint ventures, and associates outside Malaysia.

### REPORTING FRAMEWORKS

This report has been prepared in alignment with the following standards, guidelines, and industry best practices:

- Main Market Listing Requirements, Bursa Malaysia Securities Berhad (MMLR)
- Malaysian Code on Corporate Governance (MCCG) 2021, issued by Securities Commission Malaysia
- Integrated Reporting Framework
- Malaysian Financial Reporting Standards (MFRS)
- Companies Act 2016
- Sustainability Reporting Guide (3rd Edition) 2022, Bursa Securities
- Global Reporting Initiative (GRI) Standards 2021
- Task Force on Climate-related Financial Disclosures (TCFD)
- United Nations Sustainable Development Goals (UN SDGs)

### MATERIALITY & MATERIAL MATTERS

The materiality reporting is shaped by key matters of interest to our stakeholders, ensuring relevance and transparency. These considerations play a crucial role in driving value creation by addressing both current and emerging risks and opportunities. They are identified through stakeholder engagement and internal assessments, reflecting factors that influence FGV's long-term growth and sustainability.

*Further information can be found in Material Matters on pages 49 to 54.*

### REPORTING INTEGRITY & ASSURANCE

We uphold the accuracy, consistency, and transparency of this report through rigorous oversight. The Reporting Committee ensures alignment with the Integrated Reporting Framework, while the Audit Committee and the Board review and approve this report together with the AFS. Our AFS underwent a comprehensive assurance review, and the Statement on Risk Management and Internal Control was subject to a limited assurance review by appointed external auditors.

As part of our ongoing commitment to transparency and accountability, an independent third party conducted a limited assurance on selected sustainability indicators for 2024. This was performed in accordance with the International Standard on Assurance Engagements (ISAE) 3000 (Revised), Assurance Engagements Other Than Audits or Reviews of Historical Financial Information, as detailed on page 252 to 255 of this report.

### FORWARD-LOOKING STATEMENTS

This AIR contains forward-looking statements relating to our plans, strategies, and performance expectations. These statements are subject to risks, uncertainties, and assumptions, and do not guarantee future results. Actual outcomes may differ materially from those projected. FGV makes no representation or warranty regarding the achievement of any targeted results and assumes no obligation to update these statements or any historical information.

### STATEMENT FROM THE BOARD OF DIRECTORS

The Board of Directors of FGV is responsible for ensuring the integrity and accuracy of FGV's AIR 2024. To the best of our knowledge, this report provides a comprehensive overview of the material issues relevant to our business and stakeholders, offering a balanced and fair assessment of FGV's financial and non-financial performance for the reporting period.

**Tan Sri Rastam Mohd Isa**
Chairman
FGV Holdings Berhad

**Fakhrunniam Othman**
Group Chief Executive Officer
FGV Holdings Berhad

### HOW TO READ THIS REPORT

This report features the following icons to highlight the linkages between key elements of our business.

#### CAPITALS

- Financial Capital
- Intellectual Capital
- Natural Capital
- Human Capital
- Manufactured Capital
- Social & Relationship Capital

#### STRATEGIC THRUST

- Operational Improvement
- New Growth Areas
- Product & Market Penetration
- Financial & Capability Building

#### MATERIAL MATTERS

**Economics Growth**

- EI Economic Impact
- BD Business Development and Product Quality
- TR Traceability, Responsible Sourcing and Supply Chain Management

**Governance**

- RE Regulatory Compliance and Sustainability Certifications
- DS Data Security and Protection
- CG Corporate Governance and Risk Management
- AC Anti-Corruption and Anti-Bribery

**Social**

- CD Community Development
- DI Diversity, Equity and Inclusion (DEI)
- TD Talent Development
- HL Human Rights and Labour Standards
- OH Occupational Health and Safety
- SM Smallholders

**Environment**

- BL Biodiversity and Land Management
- CL Climate Action
- EN Energy Management
- SO Soil, Pest and Disease Management
- WM Waste Management
- WU Water Use

**Innovation & Technology**

- OE Operational Excellence

#### KEY RISKS

- TR Trading Risk
- OR Operational Risk
- IT Information Technology Risk
- SR Sustainability Risk
- LR Legal & Regulatory Risk

#### STAKEHOLDERS

- Customers
- FELDA Settlers
- Suppliers
- Investors & Capital Providers
- Regulators & Government
- Joint Venture & Business Partners
- Board of Directors and Employees
- Media
- Field Workers
- Non-Governmental Organisations
- FELDA

**In This Report** – This icon directs you to the relevant sections of the report, where you can find more details on the topic.

**Online Access** – This icon indicates that additional information is available on our website. Please visit the provided link for further details.

# WHAT'S INSIDE








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FGV

Scan here to access our website.
www.fgvholdings.com

**17TH ANNUAL GENERAL MEETING**

Thursday, **26 June 2025**

11:00 a.m.

Location: Banquet Hall 1, Level B2, Menara Felda, Platinum Park, No.11 Persiaran KLCC, 50088, Kuala Lumpur, Malaysia.

Online Platform:
**https://investor.boardroomlimited.com**

# Who We Are

## About Us

FGV is an agribusiness based in Malaysia and one of the world's largest producers of crude palm oil (CPO), contributing approximately 3% of global and 14% of Malaysia's CPO production. Since its listing on the Main Market of Bursa Malaysia Securities Berhad in 2012, FGV has remained committed to achieving its strategic goals and leveraging synergies to create value for its stakeholders.

As a responsible organisation, we focus on fostering a culture of sustainability, ensuring long-term value creation through environmentally and socially responsible operations and growth.

### OUR PURPOSE

- To deliver sustainable value to shareholders and stakeholders

### OUR VISION

- Delivering sustainable foods and agriproducts to the world

### OUR MISSION

- Developing and producing high-quality products sustainably, that are both good for the people and the environment
- Practicing a healthy and innovative working environment and culture within the Group, whilst promoting the same to our suppliers
- Establishing an integrated value chain business ecosystem
- The embodiment of governance and compliance
- Cultivating diversification in products and geographies

**RANKING IN MALAYSIA**

**41%**
of the market share for oil palm germinated seeds



**35.4%**
of the market share for SAJI refined cooking oil



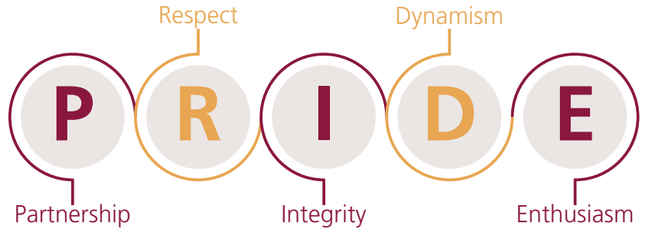

**53.5%**
of the market share for Seri Pelangi margarine




**60%**
of the market share for Gula Prai refined sugar




## OUR PRIDE VALUES




**INDICES REPRESENTATION**

BURSA MALAYSIA

**CERTIFICATIONS AND CREDIT RATINGS**

EMG ENERGY MANAGEMENT GOLD STANDARD

MSPO MSPO/4-3-0031 MALAYSIAN SUSTAINABLE PALM OIL

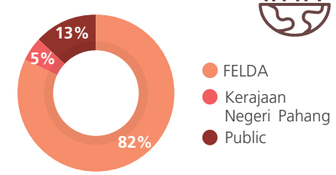
CERTIFIED SUSTAINABLE PALM OIL RSPO 1-0225-16-100-00

ISCC CERTIFIED

MARC RATING
(MALAYSIA CORPORATION BERHAD)
AA-IS

**Market Capitalisation**
RM 4.16 billion

**Shareholding Structure**




**FGV Total Workforce***
51,437

** As at 31 December 2024, FGV's total workforce comprised FGV employees (including Malaysia, its overseas operations, and MSM) as well as operational labour.*

**Our Presence**
7 Countries

**Business Operations**

Plantation | Oils & Fats | Sugar | Logistics & Support | Consumer Products

# What We Do

At FGV, we are an agribusiness with an integrated value chain spanning multiple divisions. Our diverse operations include Plantation, Oils & Fats, Sugar, Logistics & Support, and Consumer Products. With a commitment to sustainability, innovation, and operational excellence, we drive value creation across our business and global markets.

## PLANTATION

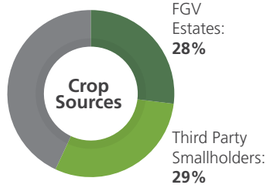
As the backbone of our operations, the Plantation Division manages the entire supply chain, from estates and mills to research & development (R&D), rubber, and renewable energy. This division plays a crucial role in driving efficiency and sustainability across our agricultural activities.

**413,951 Ha**
Total Landbank

**335,420 Ha**
Planted Area

- 324,563 Ha Oil Palm
- 7,123 Ha Rubber
- 3,734 Ha Other Crops

**78,531 Ha**
Unplanted Area




**214**
Estates

**66**
Mills

**100%**
MSPO-certified

**45%**
RSPO-certified

**>12,000 Ha**
of palm oil plantations dedicated to R&D purposes

Producer of **Yangambi** **ML161** Seed

**76**
highly qualified researchers

**24**
agronomists

Malaysia's leading fertiliser manufacturer with
**over 700,000 MT**
an annual production capacity

## OILS & FATS

The Oils & Fats Division focuses on refining and producing palm-based food ingredients, oleochemicals, and biodiesel. As a key contributor to the Group's supply chain, this division adds value by delivering high-quality bulk commodities, edible oils, and chemical products. With a strong presence in Malaysia, Pakistan, and the United States (U.S), we maintain a robust and sustainable supply network to meet global market demands.

**6** Vegetable Oil Refineries

**4** Kernel Crushing Plants

**2** Oleochemical Plants

**1** Biodiesel Plant



Operates in **3 countries**
(Malaysia, Pakistan, and U.S)

## SUGAR

The Sugar Division, operated through its 51% subsidiary, MSM Malaysia Holdings Berhad (MSM), is the largest refined sugar producer in Malaysia and a significant player in the Asian market. Listed on Bursa Malaysia Securities Berhad since 2011, MSM offers a diverse range of products, including refined sugars and healthier alternatives such as sucralose and stevia mix, catering to both industrial and consumer needs.

**2.05 million MT**
Sugar Refining Capacity

**2** Refineries

**Gula Prai**
Flagship Brand

## LOGISTICS & SUPPORT

The Logistics & Support Division ensures seamless business operations through its services including bulking and storage, transport, information technology, and travel services. With Malaysia's largest liquid bulking installation, the division supports core business activities with cutting-edge logistics and digital solutions.

**1.12 million MT**
Total Storage Capacity
*(including Malaysia and Pakistan)*

**1 million MT**
Liquid

**0.12 million MT**
Dry Cargo

**12**
Bulking Terminals

**>600 units**
Mixed Fleet Vehicles

## CONSUMER PRODUCTS

We provide high-quality consumer food products while advancing integrated farming practices. This division supports food security and sustainability, aligning with evolving consumer preferences.

**BRANDS**

Saji · Seri Pelangi · Adela Gold · Premeo · Ladang'57 · Bright Cow · Kedai FGV

# Our Competitive Edge








# How We Are Structured

## PLANTATION

- Estates & Mills
  - FGV Plantations (Malaysia) Sdn Bhd
  - FGV Palm Industries Sdn Bhd
  - Pontian United Plantations Berhad
  - Asian Plantations Limited
  - FGV Agri Services Sdn Bhd
  - FGV Security Services Sdn Bhd
- Rubber
  - FGV Rubber Industries Sdn Bhd
- Research & Development
  - FGV R&D Sdn Bhd
  - FGV Fertiliser Sdn Bhd

## OILS & FATS

- Bulk Commodity
  - FGV Trading Sdn Bhd
- Edible Oils & Chemicals
  - FGV Refineries Sdn Bhd
  - FGV Kernel Products Sdn Bhd
  - Twin Rivers Technologies Holdings Inc
  - FGV Biotechnologies Sdn Bhd
  - Mapak Edible Oil (Pvt) Ltd.
  - FGV IFFCO Sdn Bhd
  - FPG Oleochemicals Sdn Bhd

## SUGAR

- MSM Malaysia Holdings Berhad

## LOGISTICS & SUPPORT

- Logistics
  - FGV Transport Services Sdn Bhd
  - FGV Johor Bulkers Group
  - F.W.Q Enterprises (Pvt) Ltd.
  - Malaysia Pakistan Venture Sdn Bhd
- Support
  - Felda Travel Sdn Bhd
  - FGV Prodata Systems Sdn Bhd

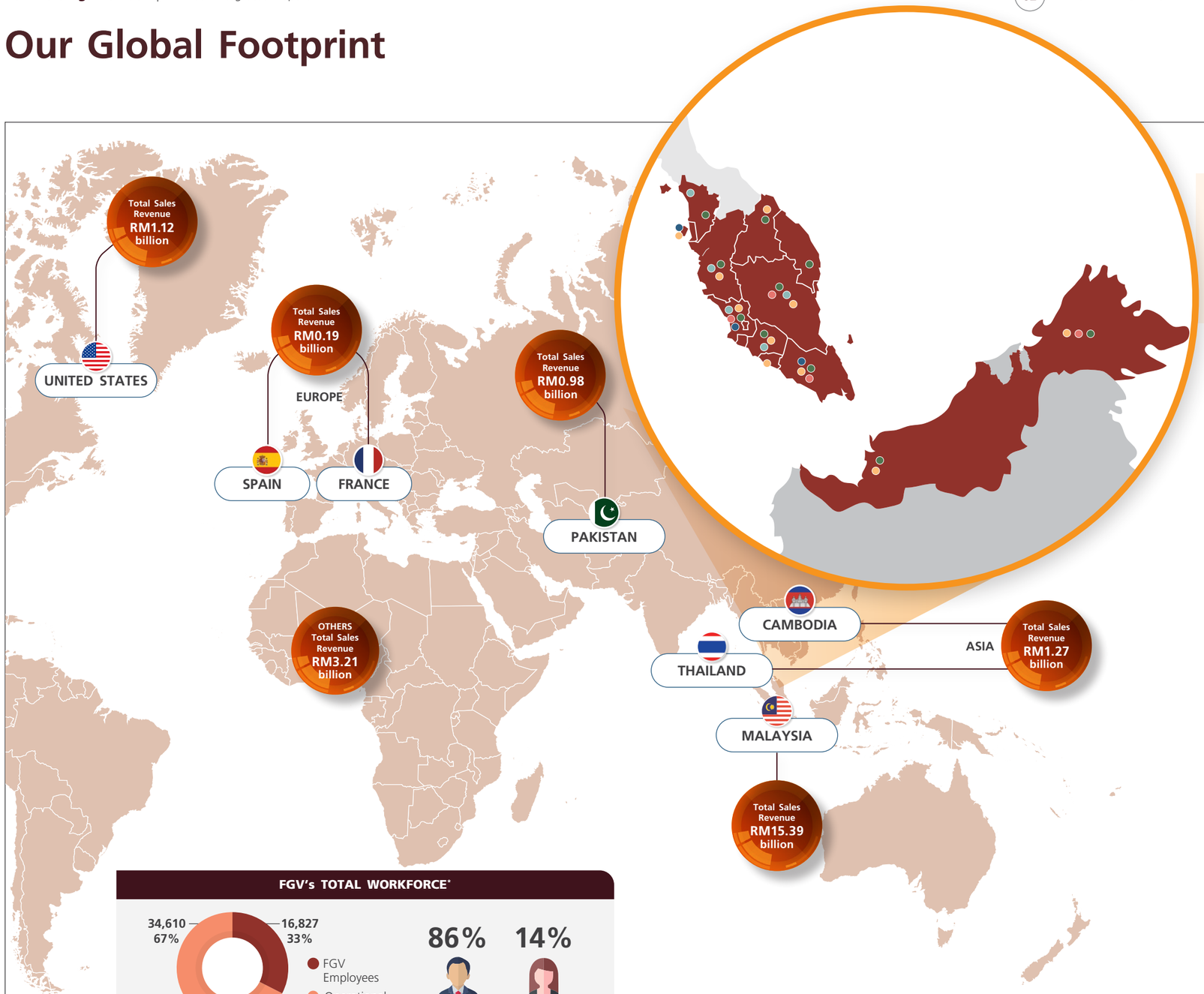
## CONSUMER PRODUCTS

- Delima Oil Products Sdn Bhd
- FGV Intergrated Farming Holdings Sdn Bhd
- FGV Dairy Farm Sdn Bhd
- FGV Dairy Industries Sdn Bhd

● Subsidiaries ● Joint Ventures

*Further information can be found in the Audited Financial Statements 2024.*

# Our Global Footprint




We have operations in **seven countries** across North America, Europe, and Asia.

## LOCATIONS

### Asia

**Cambodia**
- 1 Rubber processing facility

**Thailand**
- 1 Rubber processing facility

**Malaysia**
- 214 Estates
- 66 Mills
- 5 Rubber processing facilities (two are located in the same location)
- 3 R&D centres
- 3 Seed production centres
- 3 Fertiliser manufacturing plants
- 5 Vegetable oil refineries (1 is JV)*
- 4 Kernel crushing plants
- 1 Biodiesel plant
- 1 Oleochemical plant*
- 2 Sugar refineries
- 1 Refined sugar warehouse
- 10 Bulking terminals
- 10 Transportation hub and spoke
- 12 Warehouses (located in three different locations)
- 4 Transportation depots
- 1 Jetty operation
- 1 Hotel
- 2 Collection, Processing, and Packaging Centres (CPCC)
- 1 Chuping agro food valley
- 6 Paddy farming
- 2 Animal feed plants
- 1 Fresh milk processing facility
- 1 Integrated cattle dairy farm

**Pakistan**
- 1 Vegetable oil refinery*
- 2 Bulking terminals*
- 1 Warehouse*
- 1 Jetty operation*

### North America

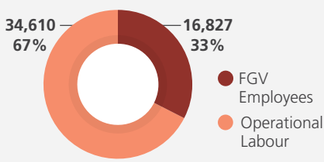
**United States**
- 1 Oleochemical plant

### Europe

**France**
- 1 Trading office*

**Spain**
- 1 Trading office*

## FGV's TOTAL WORKFORCE*




86% 14%

**Business Operations**

Plantation · Oils & Fats · Sugar · Logistics & Support · Consumer Products

* *Joint Venture (JV)*

* *As at 31 December 2024, FGV's total workforce comprised FGV Employees (including Malaysia, its overseas operations, and MSM) as well as operational labour.*

*Further details on FGV's assets are available on our website at www.fgvholdings.com.*

# Our Investment Case

## FINANCIAL HIGHLIGHTS

**Revenue**
**RM22,158 million**
(2023: RM19,359 million)

**Profit After Tax and Minority Interest**
**RM276 million**
(2023: RM102 million)

**Earnings per Share**
**7.6 sen**
(2023: 2.8 sen)

**Dividend per Share**
**5.0 sen**
(2023: 3.0 sen)

## BUSINESS HIGHLIGHTS

### Economic

Completed **89% of the replanting programme** (Felling: 13,196 Ha / Planting: 18,543 Ha).

Introduced the **electric steer power barrow** to ease workers' workload, while **unmanned weighbridges** at mills streamlined operations and minimised human intervention.




Launched the new **Fract750 Refinery Plant** at Kuantan Port for premium products.



Completed **10 new tanks with a total capacity of 24,000 MT** for renewable feedstocks.




Awarded a project to **develop, implement, and maintain the MyInvois** system for LHDN.



Launched **Yangambi Platinum**, a high-yielding new clonal planting material.




Sold **40,000 MT of Green Gold Label-certified PKS** to Japan.



One of the **first Malaysian plantation companies to produce CPKO** in accordance with EUDR requirements.

Installed **26 units of Automated Tank Gauging systems** at bulking facilities for real-time monitoring.

Granted the rights to **commercialise the enhanced variety of fragrant rice, MRQ111**, developed by MARDI.

Launched **23 new Stock Keeping Units** in the market

**SAJI**

- **SAJI Sup Bunjut** with three variations: *Sup Bunjut Ayam, Sup Bunjut Tulang,* and *Sup Bunjut.*
- **SAJI Paste** with two variations: *Pes Sup Siam* and *Pes Sup Tomyam.*
- **SAJI Kerisik.**




**PREMEO**

- **PREMEO Blended Vegetable Oil** in two variations: Palm & Sunflower Oil and Palm & Canola Oil.



**BRIGHT COW**

- **Yoghurt Drinks:** Yuzu, Strawberry, and Fruit Punch flavours.
- **UHT Milk:** Strawberry and Chocolate flavours.
- **Malt Powder** in Chocolate flavour.

### Environmental & Social

Submitted **near-term and long-term GHG reduction targets** to SBTi for validation.



Invested **RM126.73 million** in improving infrastructure and sustainability initiatives for migrant workers.



A total of **5,500 trees, including indigenous and wild fruit species,** have been planted at FGV estates in Perak and Kelantan.

Reimbursed **RM5.54 million** in recruitment fees to 1,164 former migrant workers.



Launched ***"Projek Rintis*: Plantation Technician (Harvesting Specialist)"**, a structured programme to train 60 local youth.

### Governance




Established the **Gender Diversity in Top & Key Management Policy.**




Launched the **Enhanced Sustainability Framework.**



Submitted a **petition to the U.S CBP for WRO modification.**

Ranked 20th globally and 6th among Malaysian plantation companies in the **2024 SPOTT assessment, with a score of 83.4%.**

# Our Investment Case

## AWARDS AND RECOGNITIONS

### ANNUAL REPORT AWARD

**FGV:**

1. **Gold Award** for AIR 2022 at the Australasian Reporting Awards (ARA).
2. **Gold Award** for Best Annual Report in Bahasa Malaysia at the National Annual Corporate Reporting Awards (NACRA) 2024.



3. **Bronze Award** for Asia's Best Integrated Report (CEO Message category) at the Asia Integrated Reporting Awards (AIRA) 2023.

**MSM:**

1. **Silver Award** for AIR 2022 at the ARA.
2. **Platinum Award** for Best Annual Report in Bahasa Malaysia and **Silver Excellence Award** for Companies with Less than RM2 billion Market Capitalisation at NACRA 2024.

### HUMAN CAPITAL

**FGV:**

1. **Best Employer Award** from the Human Resource Development Corporation.
2. Kincentric **Malaysia's Best Employer Award** 2023.

**MSM:**

1. **Silver Award** for Employer of Choice & Best CSR at the 24th Malaysia International Human Resource Awards (MIHRA) 2024.

### SAFETY

1. **Earned 63 awards** across the Group, with standout achievements at the Malaysian Society for Occupational Safety and Health (MSOSH) Awards 2024.
2. **Multiple Awards** for MiSHA Excellence under the following categories:
   - **Gold Award** (Emergency Response).
   - **Gold Award** (Chemical Category OSH Principle of Prevention (OSHPoP)).
   - **Gold Award** (Risk Management in Agriculture/Forestry/Fishing Sector).

### SUSTAINABILITY

**FGV:**

1. **Special Award** in the Energy Management Gold Standard (EMGS) programme.

**MSM:**

2. **Overall Excellence Award (Ranked 19th)** at the National Corporate Governance and Sustainability Awards (NACGSA) 2024.

### PLANTATION

1. **Multiple Awards** at the Anugerah Industri Sawit Malaysia 2023/2024:
   - FGV Kernel Products Sdn Bhd: Palm Kernel Crushing Plant Category, Own Palm Kernel Supply.
   - FGV Palm Industries Sdn Bhd: Palm Oil Mill Category, External FFB Supply.

### CONSUMER PRODUCTS

1. **Platinum Award** for SAJI in the Cooking Oil category by Reader's Digest.
2. **Kancil Award** SAJI's *"Perajurit Dapur"* campaign, focusing on consumer appreciation and community building.

# Our Strategic Goals and Pillars

**"Delivering Sustainable Foods and Agriproducts to the World"**

**Vision**

**Strategic Thrusts**

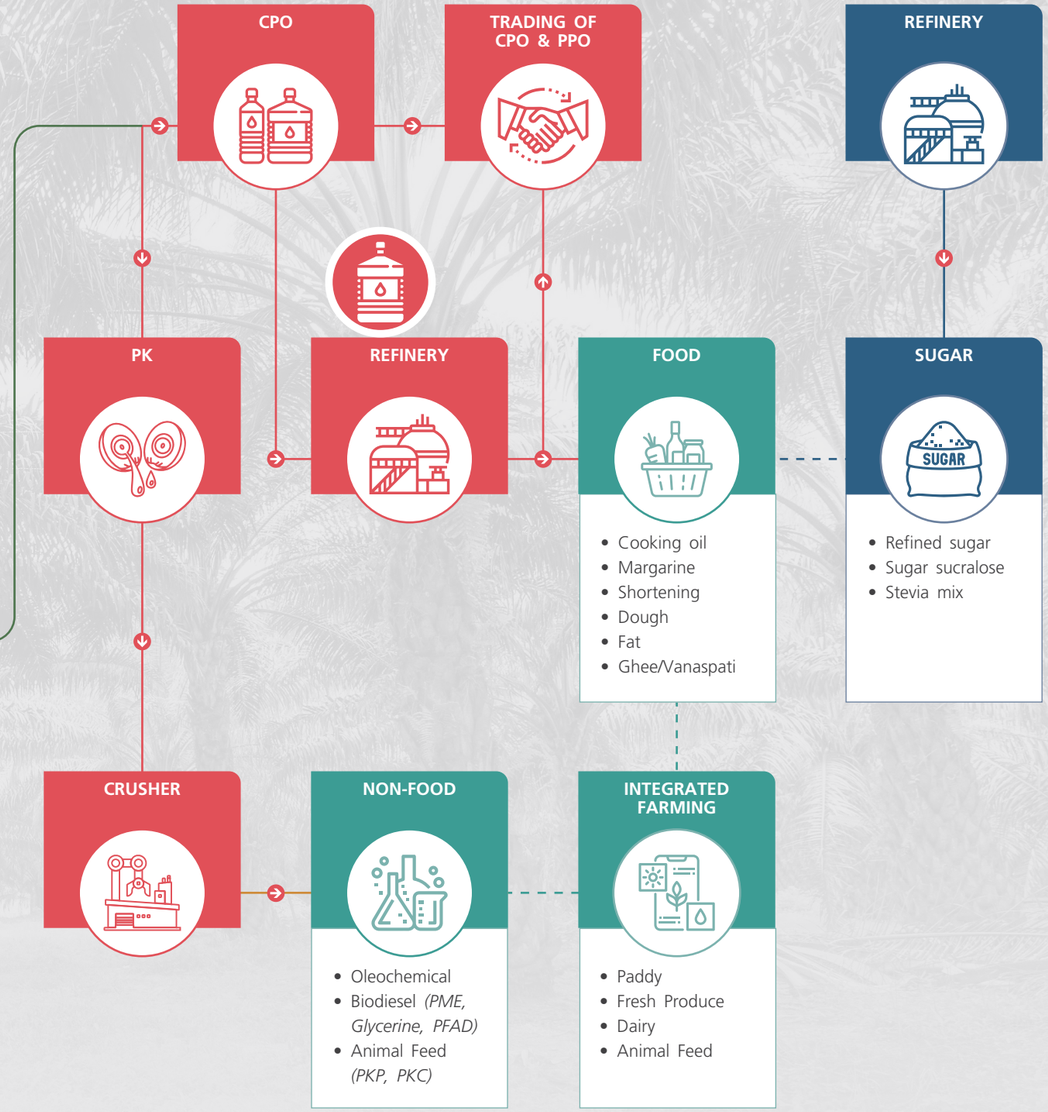
- **Operational Improvement**
- **Product & Market Penetration**
- **New Growth Areas**
- **Financial & Capability Building**

**Strategic Enablers**

- **Human Capital**
- **Financial**
- **Sustainability**



# Optimising Our Value Chain



# Events and Milestones




22 JAN

**Launch of *'FGV Bersedia'*** – FGV debuted its official song, symbolising unity, resilience, and its global mission.



26 JAN

**Port Qasim Visit** – Strengthened Pakistan partnership, showcasing FGV's contributions to the edible oil supply chain and sustainability.

19 FEB

**Gulfood Dubai 2024** – Launched SAJI Creamers, expanding into the MENA region with innovative F&B solutions.




4 MAR

**POC 2024** – Participated as a Titanium Sponsor, reinforcing FGV's leadership in the palm oil industry and highlighting inclusivity and sustainability.




18 MAR

**International Women's Day** – Celebrated women employees with talks, health booths, and a leadership forum.

23 APR

**Pesona Raya** – Engaged nearly 100 orphans with performances and donations, reinforcing FGV's commitment to Corporate Social Responsibility (CSR).







20 JUNE

**16th AGM** – Approved nine resolutions, declared a dividend of RM109.44 million, and shared key updates on sustainability, governance, and operations.

21 JUNE

**Fortune Southeast Asia 500** – Recognised as one of the region's top companies for influence and leadership.

17 MAY

**Hajj Pilgrim Programme** – Guided pilgrims on rituals and practices through sessions by Felda Travel.




9 MAY

**FELT Leadership Programme** – Focused on environmental and safety initiatives, launching ENR Green Tyre, a wildlife campaign, and *Muzium Lori*.






12 JUL

**FGV Festival: FELDA Settlers' Day** – Held at MAEPS, this inaugural festival showcased FGV's brands and activities under the theme *"Melahirkan Masa Depan Lestari."*

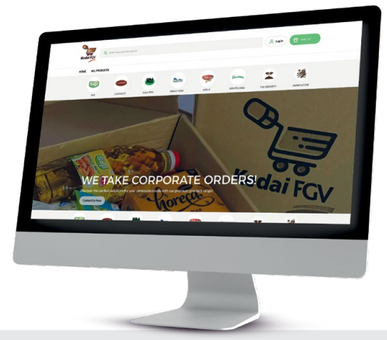



13 JUL

**PPPTR's 55th Anniversary** – Marked 55 years of palm oil research, featuring eco-friendly practices, and GAP-certified clonal seeds innovations.

14 JUL

**Launch of KedaiFGV.com** – Officiated by the Prime Minister, the platform supports Malaysia's food security agenda.




2 SEP

**Downstream Facilities Visit** – Deputy Minister commended FGV's contributions to Malaysia's palm oil sector during a visit to Pasir Gudang operations.




8 OCT

**Updated Sustainability Framework** – Strengthened five key pillars: Economic Growth, Governance, Social, Environment, and Innovation & Technology.

50th ASEAN-Japan Business Meeting – FGV's Group Chief Strategy Officer advocated for climate-resilient crops and global collaboration for food security.

12 NOV




17 OCT

**FGV Johor Bulkers' 50th Anniversary** – Celebrated five decades of excellence under 'Storing Sustainably', reaffirming innovation, and responsible operations.

11 OCT

**#FGVPinkRun** – Over 200 employees participated in a 5km run, Zumba, and lucky draw to support breast cancer awareness.



# Message from the Chairman

**TAN SRI RASTAM MOHD ISA**
Chairman

## Dear Shareholders,

2024 has been a defining year for FGV, marked by significant progress and transformation. Despite the complexities of the global landscape shaped by economic fluctuations, geopolitical uncertainties, and pressing environmental challenges, we have rebounded from past hurdles and emerged stronger. The results we have achieved this year prove that we are on the right path. Our ability to adapt, innovate, and stay true to our core values has allowed us to deliver meaningful outcomes for our stakeholders.

### REFLECTING ON 2024

The global macroenvironment in 2024 presented a mix of challenges and opportunities that tested the resilience of plantation businesses. Market volatility, driven by trade policy restrictions and geopolitical tensions, continued to put pressure on operational margins. Meanwhile, global demand for agricultural commodities like palm oil and rubber remained robust, supported by population growth and shifting dietary patterns. Competition from alternative oils and fluctuating palm oil prices underscored the need for adaptability.

FGV confronted these headwinds with strategic execution and a focused approach. The Plantation Transformation Plan proved pivotal, driving profitability by optimising plantation practices and capitalising on immediate opportunities. By addressing labour shortages and accelerating mechanisation across estates, we boosted efficiency and productivity, resulting in a 15% increase in fresh fruit bunch (FFB) yield to 15.56 metric tonnes (MT) per hectare (Ha). Favourable weather further supported these gains, mitigating risks associated with climate variability.

Equally critical was our comprehensive response to the United States Customs and Border Protection (U.S CBP) to resolve the Withhold Release Order (WRO). By implementing enhanced labour standards and ethical recruitment practices, we reinforced our commitment to responsible and sustainable operations, strengthening our compliance credentials and global standing. These efforts, alongside advancements in operational strategies, further increased capacity and efficiency across our estates.

These operational enhancements, combined with an improved average crude palm oil (CPO) price of RM4,102 per MT, up from RM3,901 per MT in 2023, drove positive growth. Together, these efforts have translated into a more resilient business, enabling FGV to navigate elevated input costs while seizing growth opportunities and creating sustainable value for all stakeholders.

## Message from the Chairman



*An aerial view of Maokil Estate in Johor, highlighting the oil palm fields that shape the surrounding landscape.*




*FGV delegates at the 7th Pakistan Edible Oil Conference 2025, engaging with global industry to support international growth.*

# Supporting Nation Building

### DRIVING LEADERSHIP AND STRENGTHENING GOVERNANCE

At FGV, we continuously refine our leadership and decision-making approach to meet the evolving needs of our business and stakeholders. Effective governance starts with an understanding of the realities on the ground. To this end, Board members, including myself, routinely visit our business operations. These engagements allow us to connect with workers, observe operations firsthand, and gain valuable insights into the challenges and opportunities within our value chain.

By gaining a deeper understanding of risks at all levels of the organisation, we have taken deliberate measures to enhance transparency and accountability. A key milestone this year was the launch of the FGV Anti-Corruption Plan 2024–2027, reinforcing our zero-tolerance stance on unethical behaviour. This plan is complemented by targeted training on integrity and anti-corruption, the introduction of an Integrity Guidebook, and the deployment of *e-Latih* modules, which collectively engage the entire FGV workforce.

Governance has been strengthened by enhancing the whistleblowing disclosure procedure, ensuring a transparent and robust system for handling complaints involving Senior Management and Board members. The Board Governance & Risk Management Committee oversees these processes, reinforcing top-level accountability. Additionally, the Audit Committee's Terms of Reference (TOR) now explicitly include oversight of conflicts of interest. Together, these measures fortify our governance framework, ensuring resilience, adaptability, and alignment with best practices.

To reinforce this commitment, FGV introduced the Gender Diversity in Top and Key Management Policy in November 2024, aimed at increasing women's participation in leadership, integrating diversity into selection and promotion processes, and fostering an inclusive corporate culture. Reflecting its sustained focus on gender diversity, the Board continues to comprise three women directors out of seven members, surpassing the minimum requirement of 30% female representation.

> Our role extends beyond profitability, with delivering value for stakeholders being integral to our mission.

### CREATING SHARED VALUE

As a Government-Linked Company (GLC), we remain committed to driving progress that supports both nation-building and sustainable development, while delivering shared value to all stakeholders. In 2024, we declared a final dividend of 5 sen per share, amounting to a total final dividend payout of RM182 million for the year. This aligns with FGV's dividend policy of distributing at least 50% of our annual Profit After Tax and Minority Interest (PATAMI) and reflects our commitment to shareholder value. These results highlight the success of our strategic initiatives, where improved productivity and operational resilience have contributed to consistent value creation.

Beyond financial performance, our mission extends to creating meaningful impact for our stakeholders, particularly the Federal Land Development Authority (FELDA) settlers, independent smallholders, and plantation workers. Recognising the interdependence of our success with theirs, we engaged directly with field workers to develop practical solutions for optimising fruit harvesting methods and minimising emissions by reducing truck idling during loading, enhancing both efficiency and environmental responsibility.

Empowering smallholders and suppliers remain a key focus this year. Through roadshows and awareness programmes, we engaged over 341 participants, including FFB suppliers, to promote sustainability standards, traceability requirements, and regulatory compliance. These initiatives equipped smallholders with the knowledge to align their operations with FGV's sustainability policies and meet market standards such as the Malaysian Sustainable Palm Oil (MSPO) and Roundtable on Sustainable Palm Oil (RSPO) certifications, ensuring their long-term success in an evolving industry.

**Total Dividend**

**5.0 sen per share**
(2023: 3.0 sen per share)

# Message from the Chairman

## SUSTAINABILITY INTEGRATION INTO FGV OPERATIONS

Sustainability has become a business imperative, particularly in agribusiness, where exposure to Environmental, Social, and Governance (ESG) risks is intensifying. Issues like labour shortages, climate variability, and increasing regulatory scrutiny, including the European Union Deforestation Regulation (EUDR), present complex and urgent challenges. However, sustainability goes beyond managing risks. It is central to nation-building and creating shared value. By embedding sustainable practices into our operations, we enhance rural livelihoods, foster innovation, and position Malaysia as a global leader in sustainable agribusiness.

In 2024, FGV introduced an enhanced Sustainability Framework, a comprehensive blueprint structured around five core pillars: Economic Growth, Governance, Social, Environment, and Innovation & Technology. This framework incorporates sustainability-related indicators to measure and track progress, addressing the evolving expectations of stakeholders, customers, and investors while aligning with international requirements. Under the guidance of the Board Sustainabilty Committee (BSC), we have aligned our operations with market standards, including the MSPO and the RSPO certifications while also addressing critical regulatory requirements like the EUDR. Enhanced ESG reporting mechanisms have further strengthened transparency and accountability by integrating key sustainability metrics into our financial and integrated reports.

### Environment

One of the most pressing threats to agribusiness, and humanity as a whole, is climate change. To mitigate its impacts, we continue to prioritise our climate action agenda, focusing on our Group-wide greenhouse gas (GHG) emission reduction ambition. In addition, we have adopted the Energy Audit Conditional Grant (EACG) programme and trialled B100 biodiesel for our transport fleet. These initiatives align with Malaysia's 12th Malaysia Plan and the National Energy Transition Roadmap (NETR), underscoring our commitment to reducing carbon emissions and advancing the nation's energy transition goals.

### Social

Social sustainability has been a key focus, particularly in respecting human rights across our value chain. This year, we rolled out a third party grievance mechanism, *Suara Kami* covering all our estates and mills. In addition, we provided online training for management, on-site training for workers, and distributed educational materials to raise awareness of the *Suara Kami* Helpline, ensuring grievances are addressed effectively and promptly. We continue to enhance worker welfare by reviewing recruitment policies and upgrading housing and facilities. This includes improving internet access in our remote estates to support better connectivity for both work-related needs and personal well-being.

### Governance

Our sustainability efforts have delivered measurable results with a strong emphasis on transparency. An 83.4% score on the Sustainability Policy Transparency Toolkit (SPOTT), up from 76.7% in 2023, reflects our commitment to governance and sustainability practices. By embedding sustainability into every facet of our business, FGV continues to drive meaningful impact for stakeholders while securing long-term resilience and competitiveness.

## LOOKING AHEAD

The road ahead is not without its challenges. Global market uncertainties, climate change, and evolving regulatory landscapes create complexities that demand adaptability and resilience. To ensure long-term growth, FGV must move beyond its traditional reliance on plantations as remaining static is not an option. We are actively exploring innovative opportunities that align with our sustainability framework, positioning our business for the future.

The progress we have made this year gives me confidence that we are moving steadily on our journey towards greater excellence. With stronger performance and a clear focus on sustainability, we are well-prepared to navigate these challenges and capitalise on emerging opportunities.



*FGV Chairman officiating the Rancangan Perumahan Tersusun (RPT) for our field workers in Sarawak.*




*FGV Directors visiting our Sabah estates, reflecting on-ground commitment to FGV's progress.*

As we look to the year ahead, our priorities will focus on three key areas:

**Driving Operational Excellence:** We will build on the success of the Plantation Transformation Plan by further optimising operations through Good Agricultural Practices (GAP), adopting and adapting technology, advancing mechanisation, and implementing enhanced efficiency measures. These initiatives will fortify our foundation for sustained growth.

**Expanding into High-Value Products and Diversification:** We will explore opportunities in downstream products, agricultural technology, and renewable energy, including biofuel production and solar integration. These ventures aim to reduce reliance on commodity cycles and establish a more balanced, resilient business model.

**Strengthening Stakeholder Partnerships:** We are committed to fostering shared prosperity by engaging FELDA settlers, smallholders, and local communities. Addressing the WRO and upholding ethical labour practices remain central to our approach. We will also incorporate climate-resilient strategies and sustainable business models to ensure inclusive progress.

FGV remains steadfast in its commitment to a future defined by adaptability and ambition. By prioritising and embracing innovation and sustainability, we are strategically positioned to address challenges, deliver meaningful value for our stakeholders, and reinforce our leadership in the agribusiness sector.

## APPRECIATION

On behalf of the Board of FGV, I extend my heartfelt gratitude to everyone who contributed to FGV's progress in 2024. I wish to thank my fellow Board members, for their commitment, active involvement, and interest in the company's performance and well-being.

We welcome Datuk Abdul Halim Hamzah as Non-Independent Non-Executive Director and Rozainah Awang as Independent Non-Executive Director. Their leadership and insights will strengthen FGV's governance and drive sustainable growth.

We bid farewell to our esteemed departing Board members – Dato' Mohd Rafik Shah Mohamad, Nik Fazila Nik Mohamed Shihabuddin, and Datuk Dr. Yatimah Sarjiman – for their contributions, and we wish them the best in their future endeavours. We would also like to thank former Group Chief Executive Officer, Dato' Mohd Nazrul Izam Mansor (August 2021–September 2024), for his inspiring leadership and commitment during his tenure.

The Board wishes to thank the Management team and employees at all levels for their hard work and commitment, which have helped drive our achievements.

We also extend our gratitude to FELDA, our key stakeholder for their unwavering trust and partnership, which have supported our growth and progress. Similarly, we are grateful to our collaborators, including FELDA settlers, independent smallholders, and business partners.

Finally, we owe gratitude to our shareholders, customers, and other stakeholders whose confidence and trust have energised us to uphold the highest standards of accountability and innovation.

**Tan Sri Rastam Mohd Isa**
Chairman

# Group Chief Executive Officer's Review



**FAKHRUNNIAM OTHMAN**
Group Chief Executive Officer

## Dear Shareholders,

I am pleased to present my first assessment as Group Chief Executive Officer, a role I embrace with great responsibility. With a long history at FGV, stepping into this position prompted me to ask: *Why do we exist?* Reflecting on our purpose has reinforced the clarity of our mission as a contributor to nation-building: to deliver sustainable value to all stakeholders. This includes creating economic value for our largest shareholder, FELDA, while also driving value for *Warga FGV*, smallholders, communities, and the natural ecosystems that sustain us, recognising the planet as a vital stakeholder.

The strong foundation built over the years, marked by progress, resilience, and a focus on embedding sustainability throughout our business, demonstrate the dedication of our team. Together, we are moving forward with purpose, progress, and meaningful impact.

# Group Chief Executive Officer's Review

> Our efforts in 2024 led to significant improvements in profitability, underscoring our resilience and adaptability.

**Revenue**

**RM22,158**
**million**
(2023: RM19,359 million)

**Profit After Tax and Minority Interest**

**RM276**
**million**
(2023: RM102 million)

**Profit Before Zakat and Taxation**

**RM566**
**million**
(2023: RM336 million)

## RESILIENCE IN A DYNAMIC LANDSCAPE

The year 2024 marked a turning point for FGV as we navigated a dynamic and challenging operating environment, determined to enhance performance and long-term stability. The lingering effects of the COVID-19 pandemic, particularly on labour availability, posed significant challenges. Through enhanced recruitment efforts and closer engagement with recruitment agencies in source countries, we reduced labour shortages from 16% in 2023 to 12% in 2024.

This progress allowed us to realign our operational fundamentals. Enhanced estate management, driven by meticulous plantation practices and a focus on addressing immediate opportunities, alongside strict adherence to GAP, further strengthened our operations. These efforts were reinforced by corrective actions and continuous improvements through mechanisation, manuring, and replanting, which are integral components of our medium and long-term strategies that solidify our industry position.

In addition, we successfully navigated the volatility of CPO prices, which fluctuated between RM3,600 and RM5,300 per MT in 2024. These fluctuations required us to optimise operations, manage costs, and enhance value chain integration. Despite these challenges, our efforts in 2024 led to significant improvements in profitability, underscoring our strength and adaptability.

## A YEAR OF GROWTH AND IMPACT

FGV delivered a solid performance in 2024, driven by enhanced efficiency and productivity, cost optimisation, market expansion, and a strong commitment to sustainability. Revenue climbed to RM22,158 million, supported by higher FFB yields, a broader product range, and higher average CPO prices of RM4,102 per MT. The Group recorded a PATAMI of RM276 million this year, in comparison to RM102 million in 2023, reflecting a year-on-year increase of over 100%.




*GCEO officiated the Plantation Division Managers' Seminar, reinforcing strategic alignment and performance focus across the division.*



*FGV Chairman and GCEO engaging with Malaysia's Minister of Plantation and Commodities during their visit to Pakistan.*

# Building Stronger Performance and Resilience

As part of its long-term strategy under the Business Plan 2024-2026 (BP26), FGV has prioritised operational excellence, capital efficiency, and renewable energy to foster sustainable growth. Return on Capital Employed (ROCE) rose to 5.5% in 2024 from 3.7% in 2023, reflecting more effective resource allocation and a disciplined approach to investment. With a target of achieving double-digit ROCE within three years, the company remains focused on optimising cost structures, managing profitability fluctuations, and supporting smallholders while channelling investments into high-margin growth areas.

FFB yield per Ha increased by 15% supported by enhanced harvesting practices, including loose fruit collection, unharvested bunch elimination, crop security, and better accessibility. With FFB processed reaching 14.13 million MT, CPO production also grew by 11% during the year.

The Sugar Division also saw notable progress, with improved performance driven by a 6% increase in average selling prices, an 8% rise in sales volume, an 11% reduction in refining costs, and better capacity utilisation. This growth highlights the division's continued emphasis on streamlining operations and optimising margins.

Beyond business performance, FGV made significant strides in sustainability and governance, including submitting a petition on 30 June 2024 to the United States Customs and Border Protection (U.S CBP) to modify the Withhold Release Order (WRO). In response, the company invested RM455.1 million in strengthening labour practices, enhancing infrastructure, and reinforcing grievance mechanisms in line with global standards. These efforts reinforce financial sustainability, investor confidence, and long-term regulatory compliance.

## STRATEGIC PROGRESS: BP26

FGV's success in 2024 was anchored in the strategic execution of its BP26, a comprehensive framework designed to navigate an increasingly dynamic and disruptive market. This strategy focuses on short, medium, and long-term objectives, enabling the company to respond proactively to market changes while ensuring agility, adaptability, and sustainable growth. Central to BP26 are its four strategic thrusts; Operational Improvement, Product & Market Penetration, New Growth Areas, and Financial & Capability Building. These thrusts provide a robust foundation for aligning operational priorities with the broader goal of delivering long-term stakeholder value.

BP26 ensures effective execution through a dual approach that balances strategic ambitions with operational excellence. The 35 identified Key Initiatives comprise Key Strategic Initiatives (KSIs), which focus on driving growth through high-level strategies and long-term planning and Key Operational Initiatives (KOIs), which aim to enhance daily efficiencies. These initiatives are designed to drive group-wide profitability and deliver measurable results. By aligning immediate operational priorities with future-focused objectives, BP26 positions us for sustained growth and market leadership.

# Group Chief Executive Officer's Review

Below is the progress across **BP26's strategic thrusts:**

## Strategic Thrust 1: Operational Improvement

Guided by the principle that "not a single fruit should go to waste", we adopted the "FootPrint" initiative to optimise resources, modernise operations, and tackle key challenges across estates and mills.

Estate management focused on optimising plantation practices, including improved loose fruit collection, minimising unharvested bunches, and strengthening crop security. Regular weeding and infrastructure maintenance enhanced accessibility, while strict adherence to GAP ensured nearly full coverage of targeted fertiliser applications across mature areas. Meanwhile, mechanisation, optimised manuring, and replanting efforts boosted FFB yields, reduced reliance on manual labour, and improved overall productivity.

Cost efficiencies were achieved through an optimised man-to-land ratio, reduced administrative costs, and stronger alignment between financial metrics and operational KPIs. These measures reinforced profitability and long-term financial strength, ensuring sustainable value creation.

In logistics, we streamlined operations by installing Automated Tank Gauging (ATG) systems at bulking facilities, enhancing storage accuracy and cutting supply chain inefficiencies. While the implementation of SAP S/4HANA is in the sourcing stage, we have completed phases one and two of migrating operational data to cloud platforms and are progressing with the final stage to further strengthen real-time decision-making and operational visibility.

Leveraging AI-powered monitoring systems, we sharpened yield predictability, positioning FGV with agility, responsiveness, and operational strength needed for long-term industry leadership.

## Strategic Thrust 2: Product & Market Penetration

Strengthening market presence and penetration remains a key priority in FGV's BP26 strategy, ensuring competitiveness in an increasingly dynamic global landscape. In 2024, we intensified our efforts to align with shifting consumer preferences by expanding our portfolio of certified sustainable products and enhancing traceability systems. These initiatives reinforce our commitment to sustainability while meeting the evolving demands of global markets.

Building on this foundation, we further advanced our Downstream production capabilities with the launch of the Fract750 Refinery Plant at Kuantan Port. This state-of-the-art facility enables us to better serve high-value markets with specialty products, including high IV Olein (IV60-IV65) and hard stearin, thus strengthening FGV's competitive position in premium product offerings.

Expanding our premium product portfolio requires continuous innovation and diversification. To cater to evolving consumer demands, we introduced high-margin products such as liquid sugar and European Union Deforestation Regulation (EUDR)-compliant palm oil derivatives. These strategic additions reinforce FGV's standing in the global Fast-Moving Consumer Goods (FMCG) market while ensuring compliance with international sustainability standards.

Ensuring operational stability is fundamental to sustaining our market leadership. To support this, we expanded our storage capacity by adding 13 new stainless steel tanks, providing an additional 24,900 MT of capacity for renewable energy oils and biomass feedstock. This enhanced infrastructure not only improves efficiency but also enables us to meet the rising demand for sustainable energy solutions.

Beyond physical infrastructure, digital transformation plays a crucial role in enhancing efficiency and transparency across our operations. As part of this initiative, we secured a tender from Lembaga Hasil Dalam Negeri (LHDN) to develop, implement, and maintain the MyInvois System and Software Development Kit (SDK) beta release. This initiative strengthens compliance, improves traceability, and further reinforces the integrity of our value chain.

## Strategic Thrust 3: New Growth Areas

In line with BP26's long-term strategy, the company continues to strengthen its role in responsible agribusiness while pursuing new opportunities for value creation. Its performance in 2024 highlights not only financial and operational resilience but also a strong commitment to sustainability, innovation, and long-term industry growth.

In 2024, FGV became the first Malaysian plantation company to attain GLOBALG.A.P V5.4-1 GFS certification for pineapple cultivation. This achievement enhances the company's export potential while reaffirming its commitment to internationally recognised sustainability practices.

Further advancing its sustainability efforts, FGV expanded its footprint in the biomass market by exporting 10,000 MT of Green Gold Label (GGL)-certified Palm Kernel Shells (PKS) to Japan. By converting palm biomass into bioenergy, the company supports the circular economy, aligning with BP26's focus on resource monetisation and renewable energy development.

## Strategic Thrust 4: Financial & Capability Building

Sustainability is not just our license to operate; it embodies our responsibility to contribute to nation-building and defines the legacy we aim to leave for future generations. Our efforts in 2024 underscore our determination to address ESG challenges while delivering measurable progress.

On the environmental front, FGV continues to advance renewable energy adoption, reducing reliance on fossil fuels. In 2024, we continued optimising oil palm by-products to generate electricity for the national grid. We also began integrating solar energy into our operations and aim to expand renewable energy contributions in our business.

Recognising the role of sustainable logistics in decarbonisation, FGV transitioned its logistics operations to cleaner fuels, improving fuel efficiency and reducing emissions. Several initiatives are in place to further strengthen our commitment to sustainable transport solutions.

Building on this progress, in December 2024, we set near-term and long-term GHG reduction targets and submitted them to the Science Based Targets initiative (SBTi) for acknowledgment and validation. This milestone reflects our dedication to aligning with global climate goals, providing a clear framework for reducing emissions across our operations and supply chain. Additionally, we completed data collection for Scope 1, 2, and 3 emissions across all operations, establishing a baseline for targeted reductions and supporting our commitment to net-zero emissions by 2050.

Strong governance remains the foundation of our sustainability strategy, ensuring transparency, accountability, and ethical business practices. Our compliance with the EUDR and the ongoing work of our Palm Traceability Task Force (PTTF) reinforce our commitment to ethical supply chain management. As one of the first Malaysian plantation companies to produce CPKO in accordance with EUDR requirements, we continue to strengthen our position in sustainable practices while building trust with stakeholders, investors, and international markets.

## BUILDING FUTURE LEADERS

FGV's achievements in 2024 stem from the dedication, perseverance, and commitment of *Warga FGV*, whose collaborative efforts drive the company forward. We foster a culture where challenges are embraced as opportunities, encouraging our workforce to act decisively and innovate with purpose. These principles are deeply rooted in our PRIDE values—Partnership, Respect, Integrity, Dynamism, and Enthusiasm, which guide our actions and decisions in shaping a sustainable and high-performing organisation.

In 2024, we introduced key initiatives to future-proof our workforce by enhancing leadership development, prioritising upskilling, and integrating digital tools for knowledge transfer. This included specialised training for emerging leaders, mentorship programmes, and partnerships with educational institutions to equip *Warga FGV* with industry-relevant skills. By fostering a solution-driven mindset, adaptability, and accountability, we are equipping our people to meet challenges head-on and deliver meaningful contributions that drive organisational success.

## OUTLOOK

As we look to the future, I am confident in FGV's ability to navigate the evolving landscape with clarity and determination. While the global market faces fluctuations in commodity prices, regulatory scrutiny, and shifting consumer preferences, our strategic approach ensures we are prepared to address these complexities and deliver meaningful value.

Climate unpredictability, trade restrictions, and rising sustainability expectations reinforce the need for operational efficiency and sustainable growth. In the short-term, we will focus on enhancing productivity and operational efficiency through mechanisation, while actively increasing market penetration and capturing a larger share of the domestic market. In the long-term, we aim to diversify our portfolio with high-value FMCG products and expand into international markets to drive sustainable growth.

Our strategy remains both focused and agile, leveraging advanced technologies like AI and the Internet of Things (IoT) to optimise operations and anticipate market shifts. Strategic partnerships will strengthen market access and align with global sustainability standards. Beyond business priorities, we remain committed to uplifting communities, empowering smallholders, and supporting nation-building.

## A NOTE OF APPRECIATION

Success is never achieved in isolation; it is the result of collaboration and dedication from all involved. I extend my deepest gratitude to my predecessor, Dato' Mohd Nazrul Izam Mansor, for his transformative leadership and vision during a pivotal period for FGV.

My heartfelt thanks also go to the Board of Directors for entrusting me with this responsibility and inspiring me to work towards our shared vision for the company.

We also appreciate FELDA's invaluable guidance and steadfast partnership, which strengthen our efforts to drive progress, create shared value, and achieve sustainable growth.

Finally, I thank other stakeholders including *Warga FGV*, FELDA settlers, independent smallholders, customers, suppliers, government agencies, and regulators for their trust and collaboration. I look forward to another year of progress as we build a stronger, more sustainable FGV together.



**Fakhrunniam Othman**
Group Chief Executive Officer

# Our Integrated Approach to Value Creation

Our approach to value creation sets out the structured process through which we generate sustainable value for all stakeholders. Various factors that may influence our ability to achieve stakeholder objectives are carefully evaluated. Through a materiality assessment of our operating environment and stakeholder expectations, we recognise key risks and opportunities, enabling us to focus on the most vital factors that drive FGV's value creation across the short, medium, and long-term. These priorities serve as strategic reference points, ensuring our reporting focuses on material issues that impact our ability to deliver sustained stakeholder value.

## 1 Assessing Our Context

### Assess And Evaluate Our Operating Context

Refer to pages 55-57

We assess global trends, market conditions, and regulatory changes that impact our operations. By understanding economic shifts, commodity price fluctuations, and geopolitical developments, we adapt our strategies to strengthen operational resilience and market competitiveness.

### Stakeholder Engagement Relationship

Refer to pages 36-47

With effective engagement strategies, we are able to prioritise what each of our key stakeholders, as well as the value FGV strives to achieve from each relationship in return.

**FGV Key Stakeholders**

- Customers
- Field Workers
- Joint Venture & Business Partners
- Suppliers
- FELDA
- Media
- Regulators & Government
- FELDA Settlers
- Non-Governmental Organisations
- Board of Directors & Employees
- Investors & Capital Providers

### Identify Risks and Opportunities

Refer to pages 227-229

Effective risk management is critical to sustaining long-term value. We proactively identify risks and opportunities, to ensure business continuity, supply chain efficiency, and sustainable growth while delivering value to stakeholders.

- TR Trading Risk
- OR Operational Risk
- IT Information Technology Risk
- SR Sustainability Risk
- LR Legal & Regulatory Risk

## 2 Identify and Prioritise Our Material Issues

### Evaluate the Impact of Material Matters

Refer to pages 49-54

Material matters are key issues that may impact our ability to create value and execute our strategy over the short, medium, and long-term. We have identified 20 material issues, which play a critical role in shaping our strategy, enabling us to mitigate risks, and capitalise on emerging opportunities.

**Economic Growth**

- EI Economic Impact
- BD Business Development and Product Quality
- TR Traceability, Responsible Sourcing and Supply Chain Management

**Governance**

- RE Regulatory Compliance and Sustainability Certifications
- DS Data Security and Protection
- CG Corporate Governance and Risk Management
- AC Anti-Corruption and Anti-Bribery

**Social**

- CD Community Development
- DI Diversity, Equity and Inclusion (DEI)
- TD Talent Development
- HL Human Rights and Labour Standards
- OH Occupational Health and Safety
- SM Smallholders

**Environment**

- BL Biodiversity and Land Management
- CL Climate Action
- EN Energy Management
- SO Soil, Pest and Disease Management
- WM Waste Management
- WU Water Use

**Innovation & Technology**

- OE Operational Excellence

**EMBEDDING ETHICAL ENVIRONMENTAL, SOCIAL, AND GOVERNANCE PRACTICES**

Sustainability is embedded in our operations, from responsible plantation management to renewable energy development and environmentally-friendly logistics solutions.

## 3 Integrate Our Strategy To Allocate Our Resources Into Our Business Model

### Formulate Business Strategy

Refer to pages 30-31

Our strategy is driven by four thrusts:

- Operational Improvement
- Product & Market Penetration
- New Growth Areas
- Financial & Capability Building

These thrusts guide our efforts to enhance efficiency, expand markets, develop high-value products, and strengthen our financial and human capital.

### Our Capitals

Refer to page 34

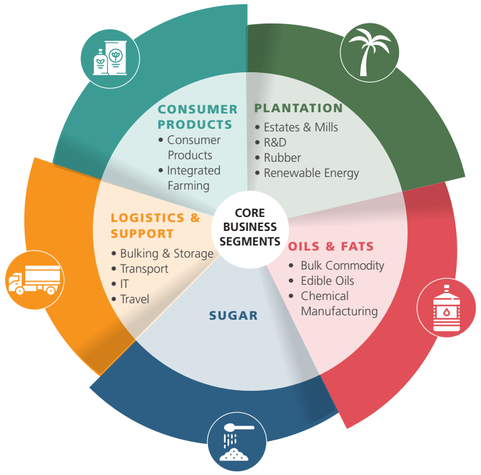
We optimise financial, natural, and human resources to maximise returns while maintaining sustainability. Capital is strategically allocated across our Plantation, Oils & Fats, Sugar, Logistics & Support, and Consumer Products businesses to drive innovation, operational efficiency, and long-term growth.

- Financial Capital
- Intellectual Capital
- Natural Capital
- Human Capital
- Manufactured Capital
- Social & Relationship Capital

### Business Model

Refer to pages 34-35

We actively manage our activities and their impacts to enhance positive outcomes and minimise negative effects, thereby generating and sustaining value for all our stakeholders




*Further information can be found in the Business Review on pages 81 - 117 of this report.*

## 4 Creating Value

Our success is measured by sustainable financial performance, quality products, strong partnerships, and positive social impact. Through continuous innovation and strategic execution, we deliver lasting value for our stakeholders.

# Our Value Creation Model

**Our value creation model illustrates the manner in which capital inputs are used in our business activities to create value for our stakeholders.**

The model also describes the ways in which these inputs are replenished through these activities in a sustainable life cycle. We use the International Integrated Reporting Council's definition of value creation, which defines value as the outcome of an organisation's business activity that transforms capital inputs into value outputs and outcomes. These outputs, over the short, medium and long-term, create or destroy value for our stakeholders.

**Vision**

Delivering Sustainable Foods and Agriproducts to the World

**Mission**

- Developing and producing high-quality products sustainably that are both good for the people and the environment
- Practicing a healthy and innovative working environment and culture within the Group whilst promoting the same to our suppliers
- Establishing an integrated value chain business ecosystem
- The embodiment of governance and compliance
- Cultivating diversification in products and geographies

**Values**

**P**artnership **R**espect **I**ntegrity **D**ynamism **E**nthusiasm

## OUR CAPITALS... → ...ENABLE VALUE-ADDING ACTIVITIES THAT CREATE → ...VALUE FOR OUR STAKEHOLDERS...

### FINANCIAL

- Total Assets: **RM18,615 million**
- Deposits, Cash, and Bank Balance: **RM1,728 million**
- Total Equity: **RM7,616 million**

### NATURAL

- Total Landbank: **413,951 Ha**
- Planted Area: **335,420 Ha**
  - Oil Palm: **324,563 Ha**
  - Rubber: **7,123 Ha**
  - Other Crops: **3,734 Ha**
- Total Replanted Area:
  - Felling: **13,196 Ha**
  - Planting: **18,543 Ha**

### MANUFACTURED

- No of Mills: **66**
- Bulking Terminals: **12**
- Vegetable Oil Refineries: **6**
- Storage Capacity: **1.12 million MT**
- Fleet Vehicles: **More than 600 units**
- Sugar Refineries: **2**
- Warehouse: **13**

### INTELLECTUAL

- No of Agronomists: **24**

### HUMAN

- FGV Total Workforce*: **51,437** (Male: **86%**, Female: **14%**)
- No. of New Hires: **11,644**

** FGV Total workforce as at 31 December 2024 comprised FGV Employees (including Malaysia, its overseas operations, and MSM) as well as operational labour.*

### SOCIAL & RELATIONSHIP

- Partnering with **112,638** FELDA settlers and supporting communities
- **100%** MSPO-certified mills
- **45%** RSPO-certified mills

## Our Strategic Thrusts

- Operational Improvement
- Product & Market Penetration
- New Growth Areas
- Financial & Capacity Building

## Strategic Enablers

- Human Capital
- Financial
- Sustainability




### SUSTAINABILITY PILLARS

**Economic Growth**
- Economic Impact
- Business Development and Product Quality
- Traceability, Responsible Sourcing and Supply Chain

**Governance**
- Regulatory Compliance and Sustainability Certifications
- Data Security and Protection
- Corporate Governance and Risk Management
- Anti-Corruption and Anti-Bribery

**Social**
- Community Development
- Diversity, Equity and Inclusion (DEI)
- Talent Development
- Human Rights and Labour Standards
- Occupational Health and Safety
- Smallholders

**Environment**
- Biodiversity and Land Management
- Climate Action
- Energy Management
- Soil, Pest, and Disease Management
- Waste Management
- Water Use

**Innovation & Technology**
- Operational Excellence

| OUTCOMES | ACTIONS TO ENHANCE OUTCOMES | STAKEHOLDERS | UN SDGs | TRADE-OFFS |
|---|---|---|---|---|
| **FINANCIAL**<br>• Revenue: **RM22,157.53 million**<br>• PATAMI: **RM276.25 million**<br>• Dividend per Share: **5.0 sen** | • Deliver sustainable returns while ensuring strong financial stewardship to support long-term growth | | | Allocating financial resources to strategic investments ensures effective utilisation of other capitals, though this may limit immediate liquidity. |
| **NATURAL**<br>• FFB Production: **3.97 million MT**<br>• FFB Yield: **15.56 MT per Ha**<br>• Average Oil Palm Age Profile: **12.73 years** | • Optimise resources, integrate sustainability, and drive responsible growth | | | Investing in sustainability initiatives, such as optimising resource use, normalising palm tree age distribution, and implementing responsible land management, strengthens long-term operational resilience. |
| **MANUFACTURED**<br>• FFB Processed: **14.18 million MT**<br>• CPO Production: **2.92 million MT**<br>• Oil Extraction Rate: **20.61%**<br>• Edible Oils Sales Volume: **0.42 million MT**<br>• Biodiesel Sales Volume: **84,000 MT**<br>• Oleochemical Sales Volume: **311 million lbs**<br>• Total Sugar Sales Volume: **1.09 million MT**<br>• FGV launched a total of **23 SKU** | • Maximise value chain synergies to enhance operational performance and investment returns | | | Investing in manufacturing improvements, such as upgrading mills and refineries, enhances operational performance and enables business expansion. However, this requires reallocation of intellectual and financial capital, which may impact other strategic initiatives and necessitate careful financial planning to manage business cycle fluctuations. |
| **INTELLECTUAL**<br>• Awarded a project to develop, implement, and maintain MyInvois system for LHDN<br>• Implemented SAP S/4HANA and migrated operational data to cloud platforms, enhancing real-time decision-making, and improving operational visibility | • Strengthen market position through advanced agriculture, innovation, and sustainability efforts | | | Investing in intellectual capital enhances agricultural efficiency, product innovation, and sustainability. These improvements drive long-term competitiveness but may require significant financial resources, affecting short-term profitability. |
| **HUMAN**<br>• Training Hours*: **224,389 hours**<br>• Number of Workers Trained on Health, and Safety Standards*: **45,310** workers<br>** This data excludes FGV's overseas employees.* | • Develop a skilled, resilient workforce by fostering continuous learning and well-being | | | Developing a highly skilled and resilient workforce through training, well-being initiatives, and continuous learning strengthens long-term business sustainability. |
| **SOCIAL & RELATIONSHIP**<br>• Invested **RM126.73 million** in improving infrastructure and sustainability initiatives for migrant workers<br>• Reimbursed **RM5.54 million** in recruitment fees to **1,164 former** migrant workers<br>• Launched *'Projek Rintis'* Plantation Technician (Harvesting Specialist)', a structured programme to train **60 local** youth | • Commit to responsible labour practices and drive socioeconomic progress in our communities | | | Building strong relationships with stakeholders, including employees, suppliers, regulators, and local communities, fosters a supportive ecosystem for sustainable growth. This engagement requires financial and human resource investments, which may impact short-term profitability but are crucial for long-term stability and trust-building. |

**UNDERPINNED BY STRONG GOVERNANCE AND EFFECTIVE BOARD LEADERSHIP**

# Stakeholder Engagement & Value Creation

**We actively engage with a diverse range of stakeholders, from our internal workforce to external parties, to understand their perceptions, expectations, and market trends. These insights help refine our practices and enhance business resilience, ensuring alignment with stakeholder needs and sustainable value creation.**

By prioritising what matters most to our stakeholders, we strengthen FGV's ability to achieve its strategic objectives. Meaningful engagement allows us to address concerns, build strong relationships, and create shared value for our business and the communities we serve.

# Stakeholder Engagement & Value Creation

**Frequency**
Y Yearly | T Twice Yearly | Q Quarterly | M Monthly | E Every Two Months | W Weekly | AR As Required

## Customers

### Why We Engage
We engage with customers as the driving force behind demand for our products and services. Their preferences and purchasing decisions generate revenue for FGV and shape our market positioning, innovation, and business growth.

### Channel & Frequency of Engagement
- Company website and social media updates — AR
- Meetings, engagements, and dialogues — Q
- Company events and activities such as roundtables and gatherings — Q
- External surveys and feedback — Y

### Key Concerns Raised
- Risk of inconsistent product quality, safety issues, and unreliable delivery.
- Limited traceability and lack of assurance on responsible sourcing.
- Challenges in meeting global sustainability standards and regulatory requirements.

### Responses
- Strengthen quality control measures, enhance safety protocols, and optimise delivery systems to ensure consistent product excellence.
- Implement a robust traceability system with full supply chain visibility covering certification, geolocation, and production details.
- Strengthen collaboration with customers, enhance compliance frameworks, and drive resource optimisation to meet global sustainability benchmarks.

### Opportunities
- Innovate products and services to meet evolving customer needs, fostering customer loyalty and satisfaction.
- Differentiate the company's brand and products to create a competitive advantage in the market.
- Build trust through transparent engagement and communication, enhancing brand reputation and customer retention.

### Value Created for Stakeholders
- Consistent supply of high-quality products tailored to meet diverse customer needs.
- Enhanced customer experience through digital platforms for seamless communication and transactions.
- Customised solutions to address specific market demands.

### Value for FGV
- Strengthened brand loyalty and customer retention, fostering long-term relationships.
- Increased revenue through higher customer satisfaction and repeat business.
- Improved market positioning as a sustainable and customer-centric organisation.

### Risks
- Shift in customer preferences, leading to declining demand for current products and services if not adapted to market trends.
- Reputational damage from negative feedback or complaints, which could erode customer trust and brand value.
- Market competition affecting brand differentiation and customer retention.

**Capitals:** 

**Material Matters:** BD RE HL SM

**SDGs:** 

## Suppliers

### Why We Engage
We engage with suppliers as key contributors to our value chain, providing the feedstock and materials essential for producing goods and services. Their reliability and sustainability practices directly impact our operational efficiency and product quality.

### Channel & Frequency of Engagement
- Company website and social media updates — AR
- Meetings, engagements, and dialogues — AR
- Company events and activities such as roundtables and gatherings — Q
- Site visits and inspections — Y
- External surveys and feedback — Y

### Key Concerns Raised
- Difficulties in achieving product traceability and responsible resource sourcing.
- Risks of supply chain disruption and market volatility.
- Challenges in meeting global and regulatory sustainability requirements.

### Responses
- Improve procurement processes to uphold responsible and sustainable business practices.
- Implement robust supplier management and support systems for pre-and post-engagement.
- Provide supplier development programmes focused on sustainability compliance.

### Opportunities
- Establish long-term partnerships with key suppliers to strengthen supply chains and ensure consistent product delivery.
- Enhance supplier training and capacity-building programmes to improve compliance and supply chain resilience.
- Implement strict quality assurance measures to ensure product consistency and enhance customer trust.

### Value Created for Stakeholders
- Fair and transparent procurement practices ensuring timely payments and equitable treatment.
- Capacity-building programmes aimed at strengthening supplier skills, enhancing productivity, and ensuring compliance with sustainability standards.
- Long-term partnerships providing consistent business opportunities and fostering growth.

### Value for FGV
- Strengthened supply chain reliability through collaborative, trust-based relationships.
- Increased cost savings through improved supplier efficiency and streamlined operations.
- Secured access to high-quality materials and services, ensuring superior end products.

### Risks
- Supply chain disruptions leading to delays, increased costs, and loss of customer confidence.
- Regulatory changes potentially resulting in non-compliance, legal penalties, and operational adjustments.
- Quality control failures affecting product consistency, customer satisfaction, and brand reputation.

**Capitals:** 

**Material Matters:** BD RE DI TD

**SDGs:** 

# Stakeholder Engagement & Value Creation

## Regulators & Government

### Why We Engage

We engage with regulators and government agencies to ensure adherence to industry rules and regulations, maintaining compliance across our operations. Their oversight helps protect stakeholder interests and fosters a stable and transparent business environment.

### Channel & Frequency of Engagement

- Company website updates — AR
- Meetings, engagements, and dialogues — M
- Site visits, audits, and inspections — Q
- External surveys and feedback — Y

### Key Concerns Raised

- Challenges in meeting global and regulatory sustainability requirements.
- Increase support for national sustainability goals.
- Demand for transparent and timely updates on FGV's financial, operational, and sustainability practices.

### Responses

- Ensure business units comply with all regulatory requirements while pursuing business objectives.
- Align sustainability initiatives with national priorities to support government sustainability goals.
- Engage regularly with regulators to provide updates on FGV's sustainability initiatives and business developments.

### Opportunities

- Strengthen compliance frameworks and collaborate with regulators to ensure adherence to policies.
- Engage with policymakers to align business strategies with evolving regulations.
- Diversify operations and establish contingency plans to mitigate risks.

### Value Created for Stakeholders

- Compliance with legal and regulatory requirements to ensure smooth operations and strong governance.
- Support for government sustainability and environmental initiatives to drive positive impact.
- Collaboration on policies and industry guidelines to strengthen sectoral development.

### Value for FGV

- Strengthened license to operate through regulatory compliance and goodwill.
- Increased influence in shaping industry standards and frameworks.
- Reduced risk of legal or regulatory penalties, ensuring business continuity.

### Risks

- Non-compliance with regulatory requirements leading to legal penalties, reputational damage, and operational disruptions.
- Policy changes introducing new compliance burdens, requiring operational or financial adjustments.
- Political instability creating uncertainty in business environments, affecting investment, and growth.

**Capitals:** 

**Material Matters:** BL CL OE

**SDGs:** 

## Board of Directors and Employees

### Why We Engage

**Board of Directors**

We engage with the Board of Directors to ensure strategic oversight, effective business management, and risk mitigation. They guide the organisation's long-term direction and ensure the implementation of a robust internal control framework.

**Employees**

We engage with employees as the backbone of our operations. Their knowledge and technical expertise drive business success, facilitate customer, and supplier interactions, and ensure the seamless execution of daily operations.

### Channel & Frequency of Engagement

- Company website and social media updates — AR
- Meetings, engagements, and dialogues — M
- Company intranet and newsletter — Q
- Annual appraisal — Y
- Company events and activities such as town halls, mentoring, roundtables, and gatherings — Y
- Internal surveys and feedback — Y

### Key Concerns Raised

**Board of Directors**

- Uncertainty in FGV's financial performance and ability to meet operational targets.
- Challenges in ensuring compliance with global and regulatory sustainability requirements.
- Need for stronger corporate governance and risk management across the value chain.

**Employees**

- Gaps in fair employment practices, gender diversity, and leadership opportunities.
- Risks of exploitation and discrimination in the workplace.

### Responses

**Board of Directors**

- Enhance financial oversight and risk management to strengthen business performance.
- Ensure adherence to global sustainability and regulatory compliance across operations.
- Reinforce corporate governance and risk management frameworks.

**Employees**

- Benchmark welfare and salary competitiveness to promote fair employment and leadership diversity.
- Conduct Employee Engagement Surveys to improve workplace engagement.
- Strengthen grievance mechanisms to ensure accessible, transparent, and effective resolution of workplace concerns.

# Stakeholder Engagement & Value Creation

## Board of Directors and Employees

### Opportunities

**Board of Directors**

- Strengthen governance frameworks to improve transparency and corporate accountability.
- Enhance board policies and ethical guidelines to ensure responsible leadership.
- Enhance board recruitment strategies to attract experienced and diverse directors.

**Employees**

- Strengthen employee relations and conflict resolution mechanisms.
- Invest in upskilling and career advancement programmes to enhance workforce capabilities.
- Implement structured talent development and internal mobility programmes.

### Value Created for Stakeholders

**Board of Directors**

- Access to comprehensive, transparent, and accurate information for informed decision-making.
- Assurance of robust governance practices and compliance with regulations.
- Enhanced reputation through successful delivery of corporate goals and sustainability initiatives.

**Employees**

- Career growth opportunities through training, upskilling, and development programmes.
- Competitive remuneration and benefits fostering financial security and job satisfaction.
- A safe, inclusive, and supportive workplace promoting well-being.

### Value for FGV

**Board of Directors**

- Strong leadership driving strategic and operational excellence.
- Enhanced governance ensuring compliance and risk management and transparent business practices led by the Board.
- Improved decision-making through diverse expertise and insights.

**Employees**

- Higher productivity driven by motivated and skilled employees.
- Reduced turnover rates through strong employee engagement and satisfaction.
- Improved organisational culture fostering innovation and collaboration.

### Risks

**Board of Directors**

- Weak corporate governance structures leading to financial mismanagement, regulatory breaches, and loss of investor confidence.
- Conflicts of interest and lack of transparency reducing board effectiveness and decision-making credibility.
- Challenges in attracting and retaining skilled board members, limiting board effectiveness.

**Employees**

- Labour disputes, strikes, or conflicts affecting business continuity and operational efficiency.
- Insufficient skills development limiting employee capability and career progression.
- Lack of career advancement opportunities leading to high employee turnover and loss of talent.

**Capitals:**

**Material Matters:** DS AC HL

**SDGs:**

## Field Workers

### Why We Engage

We engage with field workers who play a crucial role in our estates, directly impacting FGV's productivity and operational efficiency. Their well-being, training, and fair treatment are essential to maintaining a stable and motivated workforce.

### Channel & Frequency of Engagement

- Company website and social media updates (W)
- Meetings, engagements, and briefings (M)
- Company events and activities such as town halls and roundtables (Y)
- Site visits, audits, and inspections (Q)
- Internal surveys and feedback (Y)

### Key Concerns Raised

- Risks to employee well-being due to unsafe working conditions and inadequate safety measures.
- Gaps in reporting channels and support systems, leading to unresolved grievances.
- Need for stronger enforcement of ethical business practices and fair labour standards.

### Responses

- Conduct onboarding and awareness sessions on worker rights.
- Strengthen welfare measures and ensure compliance with labour standards.
- Enhance recruitment guidelines to align with international standards.

### Opportunities

- Expand safety training and implement strict occupational health and safety protocols.
- Enhance compliance measures and supplier monitoring to uphold fair labour practices.
- Strengthen compensation, welfare, and benefits policies to enhance employee satisfaction.

### Value Created for Stakeholders

- Fair wages and timely payments to support financial security.
- Access to housing, healthcare, and essential benefits to enhance quality of life.
- Training and skill development to boost efficiency, productivity, and career growth.

### Value for FGV

- Increased productivity and quality of output through a skilled and motivated workforce.
- Strengthened employee loyalty, leading to lower turnover and recruitment costs.
- Improved compliance with labour laws and international standards, reducing legal and reputational risks.

### Risks

- Inadequate safety measures can lead to workplace accidents.
- Failure to meet safety regulations may result in fines and reputational damage.
- Accidents and injuries can cause downtime and increase cost.

**Capitals:**

**Material Matters:** OH BL OE

**SDGs:**

# Stakeholder Engagement & Value Creation

## FELDA

### Why We Engage

We engage with FELDA as a key stakeholder in FGV's ecosystem, ensuring alignment with national agricultural policies and sustainable plantation management. FELDA's role in land ownership and governance directly impacts our operations and long-term strategic direction.

### Channel & Frequency of Engagement

- Meetings, engagements, and dialogues — AR
- Annual General Meetings — Q
- Company events and activities such as roundtables, briefings, and gatherings — Y

### Key Concerns Raised

- Uncertainty over FGV's strategic direction and long-term business growth.
- Lack of clarity on FGV's financial performance and progress toward operational targets.
- Challenges in maximising shareholder value and delivering strong returns.

### Responses

- Hold regular sessions to align on industry developments and regulatory priorities.
- Provide reports and updates on business performance and progress.

### Opportunities

- Partner with FELDA on social and environmental initiatives to drive long-term impact.
- Enhance agricultural productivity through collaborative land development projects.
- Develop targeted social responsibility programmes to support community growth.

### Value Created for Stakeholders

- Support for FELDA's mission of uplifting settlers' livelihoods through sustainable economic opportunities.
- Consistent demand for smallholders' produces, ensuring stable income for settlers.
- Contributions to community development initiatives, including infrastructure, education, and healthcare.

### Value for FGV

- Strengthened partnership with a key stakeholder, ensuring operational stability.
- Enhanced reputation as a socially responsible company supporting smallholders.
- Increased productivity and efficiency through collaboration on best agricultural practices.

### Risks

- Environmental risks from agricultural practices leading to regulatory scrutiny and sustainability challenges.
- Economic dependency of settlers on FGV's operations creating financial vulnerabilities.
- Complexity in managing business and community interests affecting long-term sustainability.

**Capitals:**

**Material Matters:** EI AC WU

**SDGs:**

## FELDA Settlers

### Why We Engage

We engage with settlers surrounding FGV estates and mills, who contribute to our Fresh Fruit Bunch (FFB) supply and benefit from plantation income. Their participation in sustainable agricultural practices supports both their livelihoods and FGV's operational sustainability.

### Channel & Frequency of Engagement

- Meetings, engagements, and dialogues — Q
- Company events and activities such as roundtables — Y
- Annual General Meetings — Y
- Internal feedback — Y

### Key Concerns Raised

- Challenges in ensuring fair pricing of FFB for smallholders, impacting their financial stability.
- Need for stricter adherence to responsible growing and production practices to meet sustainability standards.
- Gaps in welfare programmes, affecting efforts to uplift local communities.

### Responses

- Engage with smallholders to establish fair pricing mechanisms that support their financial well-being.
- Strengthen responsible practices through training, monitoring, and sustainability initiatives.
- Expand welfare initiatives through corporate social responsibility and education investments.

### Opportunities

- Provide technical training and certification programmes to improve agricultural practices.
- Incentivise sustainable practices through certification and government support programmes.
- Implement enhanced safety measures and training for smallholders and plantation workers.

### Value Created for Stakeholders

- Stable and reliable income through the consistent purchase of their produce.
- Access to training and development programmes to promote Good Agriculture Practices (GAP) and increase productivity.
- Assistance in adopting sustainable practices, enhancing long-term land viability and crop yields.

### Value for FGV

- Maintained steady supply of raw materials critical to business operations.
- Strengthened community relationships ensuring smoother operations in FELDA areas.
- Improved supply chain resilience through collaboration with FELDA settlers.

### Risks

- Limited access to modern farming techniques and training restricting productivity and certification compliance.
- Resistance to adopting sustainable farming practices limiting long-term agricultural resilience.
- Health and safety risks on plantations increasing exposure to workplace hazards.

**Capitals:**

**Material Matters:** EI AC WU

**SDGs:**

# Stakeholder Engagement & Value Creation

## Investors & Capital Providers

### Why We Engage

We engage with investors and capital providers to secure funding for business expansion and long-term growth. Their confidence and perceptions influence market stability, contribute to a stronger brand reputation, and shape FGV's strategic direction.

### Channel & Frequency of Engagement

- Meetings, engagements, and dialogues — M
- Company website and social media updates — AR
- Company briefings, roadshows, and site visits — Q
- Annual General Meetings — Y
- External surveys and feedback — Y

### Key Concerns Raised

- Uncertainty in strategic planning and business growth, affecting long-term sustainability.
- Challenges in maximising shareholder value and delivering strong returns.
- Demand for transparent and timely updates on FGV's operations and industry trends.

### Responses

- Embed a sustainable approach across the value chain to ensure long-term business continuity.
- Strengthen internal controls and monitoring systems to prevent non-compliance.
- Provide timely and accurate information to investors for informed decision-making.

### Opportunities

- Enhance investor engagement and financial transparency to build confidence.
- Align business strategies with sustainability goals to attract responsible investors.
- Adapt corporate policies to meet evolving regulatory requirements.

### Value Created for Stakeholders

- Consistent financial returns through dividends and capital appreciation.
- Regular engagement sessions and transparent reporting and disclosures ensuring informed decision-making.
- Assurance of sound governance and risk management practices, safeguarding investments.

### Value for FGV

- Improved access to funding for operational and strategic initiatives, supporting business growth.
- Enhanced market confidence and positive reputation through strong investor relationships and trust.
- Increased resilience through a diversified pool of capital providers and investors.

### Risks

- Market volatility affecting revenue stability and financial planning.
- Reputation risks from financial decisions, business performance, or external scrutiny.
- Regulatory changes increasing compliance obligations and legal exposure.

**Capitals:** 

**Material Matters:** BL CL OE

**SDGs:** 

## Joint Venture & Business Partners

### Why We Engage

We engage with joint venture (JV) and business partners to gain access to additional financial resources, technology, and expertise that may not be available internally. These collaborations enhance our capabilities, drive innovation, and expand our market reach.

### Channel & Frequency of Engagement

- Company website and social media updates — AR
- Meetings, engagements, and briefings — M
- Company intranet and newsletter — Q
- Site visits, audits, and inspections — Q
- Company events and activities such as mentoring and roundtables — Y
- External surveys and feedback — Y

### Key Concerns Raised

- Uncertainty in strategic planning and business growth, impacting long-term sustainability.
- Concerns over FGV's financial performance and ability to meet operational targets.
- Need for a collaborative approach to leverage expertise and skills for business success.

### Responses

- Conduct strategic workshops and knowledge-sharing to enhance capabilities, drive innovation, and improve performance.
- Implement robust monitoring and evaluation to track joint venture businesses and operational progress.
- Foster collaboration with industry experts and stakeholders to optimise skills, share best practices, and drive business outcomes.

### Opportunities

- Develop collaborative innovation initiatives to align with market needs.
- Leverage partnerships to share operational costs and drive efficiency.
- Strengthen financial assessment and risk mitigation measures for joint ventures.

### Value Created for Stakeholders

- Mutual growth opportunities through collaborative ventures and resource sharing.
- Enhanced profitability through synergies and cost efficiencies.
- Co-development of innovative products and services, access to new markets and customer segments, and expanded business reach.

### Value for FGV

- Expansion into new markets and diversification of revenue streams through strategic partnerships.
- Shared risks and costs, especially for large-scale projects.
- Access to partners' specialised expertise, technology, and networks.

### Risks

- Cultural or strategic misalignment in partnerships reducing joint venture effectiveness.
- Market risks affecting joint venture success and financial performance.
- Financial instability among business partners creating uncertainty and operational risks.

**Capitals:** 

**Material Matters:** RE HL DI

**SDGs:** 

# Stakeholder Engagement & Value Creation

## Media

### Why We Engage

We engage with the media to enhance FGV's presence and market awareness, reaching a broader audience and strengthening brand recognition. The media also serves as a key channel for disseminating important information, particularly in crisis management, allowing us to address concerns, clarify issues, and protect the company's reputation.

### Channel & Frequency of Engagement

- Company website and social media updates — AR
- Meetings, engagements, and media briefings — AR
- Company events and activities such as gatherings — Q
- Media press releases — Q
- External surveys and feedback — Y

### Key Concerns Raised

- Lack of transparent and timely updates on operations and industry trends, impacting stakeholder trust.
- Challenges in meeting global and regulatory compliance across sustainability pillars.
- Risk of misinformation leading to public misperception and reputational damage.

### Responses

- Provide transparent and timely updates on operations and industry trends to strengthen stakeholder trust.
- Ensure proactive compliance with global and regulatory requirements across sustainability pillars.
- Monitor and address misinformation to prevent public misperception and reputational damage.

### Opportunities

- Collaborate on media initiatives to shape positive narratives and industry leadership.
- Strengthen crisis communication strategies to maintain public trust.
- Enhance proactive engagement with media to promote corporate transparency and credibility.

### Value Created for Stakeholders

- Access to timely and accurate information on FGV's operations, achievements, and initiatives.
- Opportunities for exclusive interviews and coverage to enhance media content.
- Regular updates on corporate social responsibility (CSR) initiatives, sustainability efforts, and community engagement.
- Collaboration on special events, including product launches and corporate announcements.

### Value for FGV

- Increased brand visibility and public awareness through strategic media coverage.
- Strengthened reputation through the promotion of achievements, sustainability efforts, and thought leadership.
- Improved media relationships through favourable press coverage and industry recognition.
- Enhanced credibility and trust through transparent and consistent communication with stakeholders.

### Risks

- Reputation risks arising from media misinterpretation of FGV's actions.
- Crisis management challenges in handling negative publicity and stakeholder concerns.
- Regulatory scrutiny and potential investigations triggered by media attention.

**Capitals:**

**Material Matters:** BD DI TD

**SDGs:**

## Non-Governmental Organisations

### Why We Engage

We engage with Non-Governmental Organisations (NGOs) to support social initiatives, foster civic participation, and stay informed on socioeconomic developments affecting our business.

### Channel & Frequency of Engagement

- Company website and social media updates — AR
- Collaborations and project partnerships — AR
- Meetings, engagements, and dialogues — M
- External surveys and feedback — Y

### Key Concerns Raised

- Need for stronger environmental protection and social justice efforts.
- Demand for greater transparency on FGV's operations and industry trends.
- Expectation for stricter compliance with global and regulatory sustainability standards.

### Responses

- Engage in dialogues with NGOs to understand their concerns and perspectives.
- Address specific issues raised by NGOs and provide feasible solutions.
- Build partnerships with like-minded NGOs to foster collaboration and mutual support.

### Opportunities

- Collaborate on community development projects to enhance the company's reputation.
- Develop innovative solutions through collaboration to address social, environmental, and economic challenges.
- Leverage NGOs' expertise and stakeholder networks to maximise impact and resource efficiency.

### Value Created for Stakeholders

- Partnership opportunities to advance shared goals in sustainability, community development, and environmental conservation.
- Collaboration on advocacy efforts for pressing social and environmental issues, amplifying impact.
- Support through funding, in-kind contributions, and volunteer engagement to help NGOs achieve their mission.
- Platforms to engage with FGV's leadership and contribute to the company's social responsibility strategy.

### Value for FGV

- Positive public image through collaboration on meaningful social, environmental, and community initiatives.
- Alignment with global standards and incorporation of insights from NGO partners to enhance reputation and social responsibility.
- Opportunities to address and mitigate environmental and social risks through proactive partnerships with NGOs.
- Contribution to industry dialogues on sustainable agriculture and responsible business practices.

### Risks

- Public perception risks from disclosing sensitive business information, potentially leading to reputational damage.
- Misalignment in collaborations causing inefficiencies and failure to achieve expected outcomes.
- Funding and resource constraints limiting the execution of social impact projects.

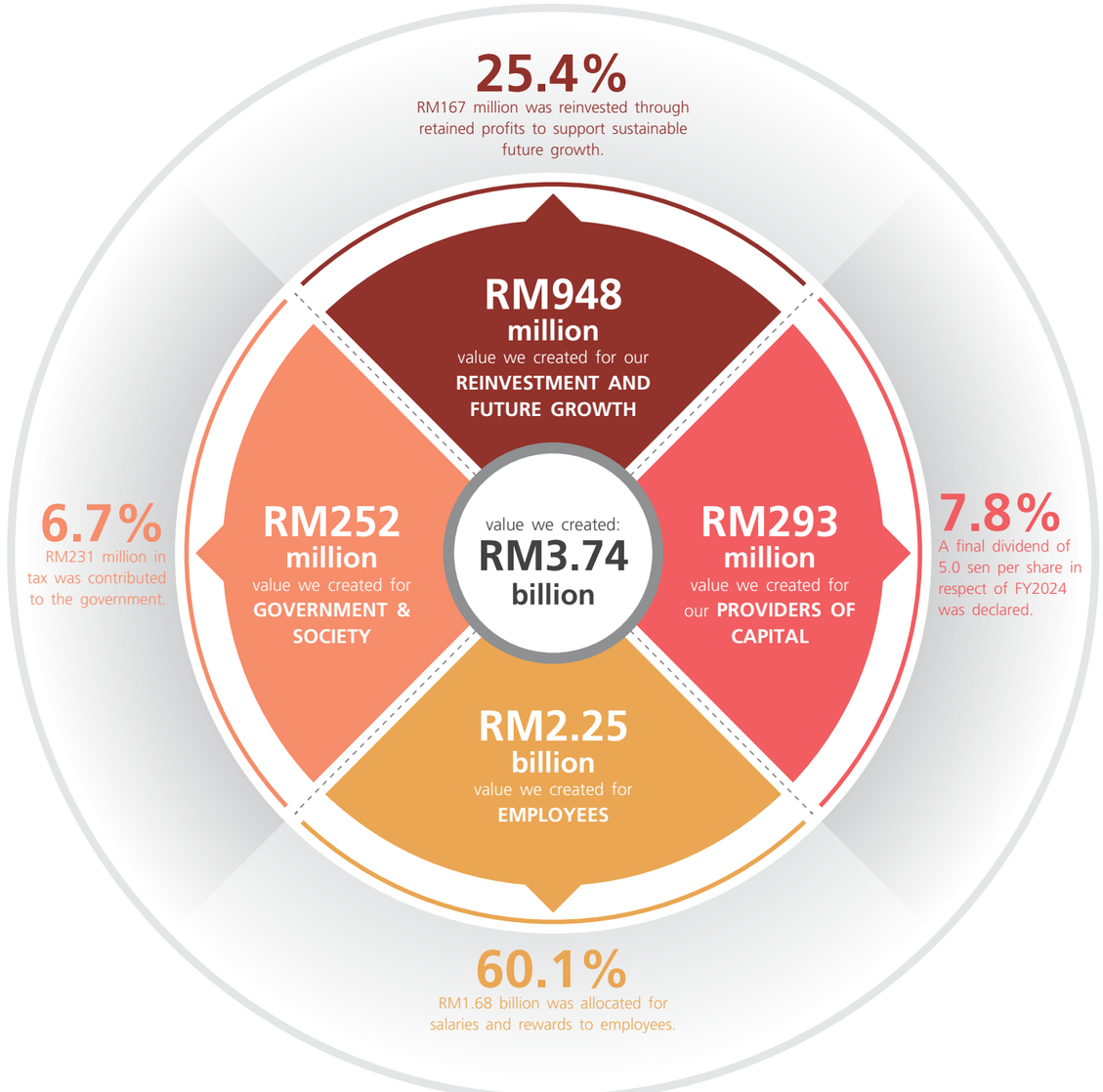
**Capitals:**

**Material Matters:** AC RE BL

**SDGs:**

# Distribution of Value Created

In fulfilling our promise to our stakeholders, FGV distributes value created in relevant and meaningful ways, and for some stakeholder groups, beyond financial means. Stakeholders receive intangible benefits ranging from employee upskilling programmes to diverse community initiatives, in our effort to enable a more sustainable future. Value created in 2024 was distributed as follows:




# Material Matters

Material matters are fundamental in understanding FGV's ability to create value across the short, medium, and long-term. As an agribusiness company based in Malaysia, with operations in seven countries, addressing these key material matters is vital in sustaining our resilience and capabilities. The 2024 material matters reflect insights from the 2023 materiality assessment, conducted biennially to balance timely responsiveness with sufficient time to implement and respond to key findings.

## MATERIALITY PROCESS

In 2023, we conducted a thorough materiality assessment guided by our Enterprise Risk Management framework and aligned with leading global standards, including Sustainability Reporting Guide (3rd Edition) 2022 by Bursa Malaysia Securities Berhad (Bursa Securities), the Global Reporting Initiative (GRI) Standards 2021, and the Sustainability Accounting Standards Board (SASB).

This assessment, conducted with the support of an independent consultant, engaged stakeholders across our value chain to evaluate and prioritise issues most critical to our business. Through this exercise, we identified 20 material matters that reflect evolving stakeholder expectations and industry dynamics, ensuring FGV remains responsive to emerging risks and opportunities.

**1 IDENTIFY**
We analysed our operating context and business scope within the agriculture industry, incorporating insights from plantation peers to align with industry best practices and address our most significant impacts.

**2 ENGAGE**
We engaged internal and external stakeholders through an online survey to evaluate and rank the identified material matters based on their impacts on FGV and its key stakeholders.

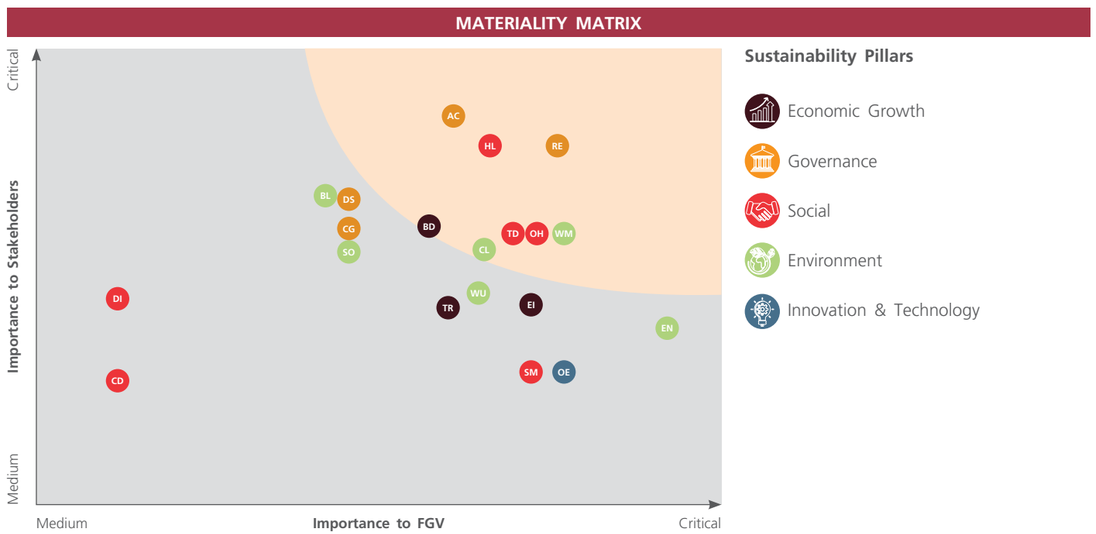
**3 PRIORITISE**
We consolidated and assessed the stakeholder feedback to prioritise the material matters most critical to our business and long-term value creation.

**4 VALIDATE**
We presented the updated materiality matrix to Senior Management and Board Committees for review and formal validation.

## MATERIALITY MATRIX

The results of our materiality assessment are presented in the Materiality Matrix below, which ranks issues based on their significance to both stakeholders and FGV. The matrix ranks these matters on a scale from Moderate to Critical Importance, with matters marked in the orange-shaded area representing the most significant matters, aligned with current sustainability challenges and opportunities.

By focusing on these material matters, FGV strengthens its ability to address stakeholder concerns, mitigate risks, and seize opportunities to drive sustainable growth.



# Material Matters

## PROGRESS IN 2024

We have established an Enhanced Sustainability Framework in 2024, comprising five pillars: Economic Growth, Governance, Social, Environment, and Innovation & Technology.

These pillars serve as the foundation for integrating sustainability into our business strategies, ensuring a structured and holistic approach in managing material matters. Each material matter is mapped to the relevant pillar, aligning our initiatives with global standards, stakeholder expectations, and industry best practices. This framework strengthens our commitment to responsible business practices, driving long-term value creation while addressing environmental, social, and governance (ESG) considerations across our operations.

The following is a list of material matters that are relevant to FGV's operations and stakeholders based on the five sustainability pillars:

| Economic Growth | Governance | Social | Environment | Innovation & Technology |
|---|---|---|---|---|
| • Economic Impact<br>• Business Development and Product Quality<br>• Traceability, Responsible Sourcing and Supply Chain Management | • Regulatory Compliance and Sustainability Certifications<br>• Data Security and Protection<br>• Corporate Governance and Risk Management<br>• Anti-Corruption and Anti-Bribery | • Community Development<br>• Diversity, Equity and Inclusion (DEI)<br>• Talent Development<br>• Human Rights and Labour Standards<br>• Occupational Health and Safety<br>• Smallholders | • Biodiversity and Land Management<br>• Climate Action<br>• Energy Management<br>• Soil, Pest and Disease Management<br>• Waste Management<br>• Water Use | • Operational Excellence |

*Further information can be found in Sustainability Review on pages 118 - 158 of this report.*

### EI ECONOMIC IMPACT

**DESCRIPTION**

Enhancing the impact of FGV's operations to the local economy and overall contribution to the plantation industry through strong market presence and support for local community through employment opportunities.

**LINK TO:**

SDGs: 1, 8, 12
Risks: MR, LR, SR, CS
Capitals:
Strategic Thrusts:
Stakeholders:

### BD BUSINESS DEVELOPMENT AND PRODUCT QUALITY

**DESCRIPTION**

Broadening and embedding market presence and penetrating new markets to diversify revenue streams and reinforce market positioning.

**LINK TO:**

SDGs: 8, 12, 17
Risks: SR, MR, PR, SC
Capitals:
Strategic Thrusts:
Stakeholders:

### TR TRACEABILITY, RESPONSIBLE SOURCING AND SUPPLY CHAIN MANAGEMENT

**DESCRIPTION**

Establishing a traceability system and procurement process to ensure responsible and sustainable practices in the palm oil value chain.

**LINK TO:**

SDGs: 2, 12, 13, 15
Risks: SC, GE, RC
Capitals:
Strategic Thrusts:
Stakeholders:

### RC REGULATORY COMPLIANCE AND SUSTAINABILITY CERTIFICATIONS

**DESCRIPTION**

Ensuring adherence to local and international laws governing environmental protection, labour practices, land use, and other aspects to operate legally and demonstrate a commitment to ethical and responsible business practices.

**LINK TO:**

SDGs: 11, 16, 17
Risks: SR, RC
Capitals:
Strategic Thrusts:
Stakeholders:

### DS DATA SECURITY AND PROTECTION

**DESCRIPTION**

Protecting personal information, establish trust, comply with regulations, and ensuring data retained by the organisation are well protected.

**LINK TO:**

SDGs: 9
Risks: CS
Capitals:
Strategic Thrusts:
Stakeholders:

### CG CORPORATE GOVERNANCE AND RISK MANAGEMENT

**DESCRIPTION**

Facilitating transparent decision-making, accountability, and adherence to ethical standards through strong corporate governance across FGV's overall value chain which includes a robust risk management approach to facilitate management in strategic planning and decision making.

**LINK TO:**

SDGs: 11, 16, 17
Risks: GE, RC
Capitals:
Strategic Thrusts:
Stakeholders:

### AC ANTI-CORRUPTION AND ANTI-BRIBERY

**DESCRIPTION**

Promoting anti-corruption and anti-bribery culture within the organisation to manage and uphold operational integrity through stringent anti-corruption policies, training initiatives and established reporting channels.

**LINK TO:**

SDGs: 8, 12, 16
Risks: GE
Capitals:
Strategic Thrusts:
Stakeholders:

# Material Matters

## TR COMMUNITY DEVELOPMENT

**DESCRIPTION**
Leveraging FGV's capacity to contribute to the betterment of our communities and society at large through initiatives like education, healthcare, and infrastructure development.

**LINK TO:**
SDGs: 1, 2, 3, 4, 15, 17
Risks: LR, HR
Capitals:
Strategic Thrusts:
Stakeholders:

## DI DIVERSITY, EQUITY AND INCLUSION (DEI)

**DESCRIPTION**
Embracing Diversity, Equity and Inclusion (DEI) in the workforce to facilitate a positive and equitable work environment while also giving employees a voice and soliciting their views to promote closer and tighter collaboration in the workplace

**LINK TO:**
SDGs: 5, 10, 11
Risks: LR, HR
Capitals:
Strategic Thrusts:
Stakeholders:

## TD TALENT DEVELOPMENT

**DESCRIPTION**
Investing in the continuous development of employees' skills and knowledge to enhance overall productivity and efficiency, while keeping pace with changing workplace demands.

**LINK TO:**
SDGs: 5, 10, 11
Risks: HR
Capitals:
Strategic Thrusts:
Stakeholders:

## HL HUMAN RIGHTS AND LABOUR STANDARDS

**DESCRIPTION**
Respecting and protecting the rights of our workforce by upholding established international labour standards which include treating workers ethically and providing fair wages and working conditions to ensure a socially responsible and sustainable business.

**LINK TO:**
SDGs: 5, 10, 11, 15
Risks: LR, SR, RC, HR
Capitals:
Strategic Thrusts:
Stakeholders:

## OH OCCUPATIONAL HEALTH AND SAFETY

**DESCRIPTION**
Ensuring a safe and healthy working environment for our workforce and external stakeholders such as suppliers, vendors, and service providers.

**LINK TO:**
SDGs: 3, 8, 10
Risks: LR, SH
Capitals:
Strategic Thrusts:
Stakeholders:

## SM SMALLHOLDERS

**DESCRIPTION**
Establishing a strong and supportive relationship between FGV and smallholders as a means to achieve traceability while promoting good agricultural practices among small businesses.

**LINK TO:**
SDGs: 2, 12, 13, 15
Risks: SR
Capitals:
Strategic Thrusts:
Stakeholders:

## BL BIODIVERSITY AND LAND MANAGEMENT

**DESCRIPTION**
Operating consciously and responsibly to preserve the sustainability of including active conservation of biodiversity and preservation of the natural habitat.

**LINK TO:**
SDGs: 12, 15
Risks: SR, SC, RC
Capitals:
Strategic Thrusts:
Stakeholders:

## CL CLIMATE ACTION

**DESCRIPTION**
Mitigating and adapting to the adverse impacts of climate change to business operations, and implementing best climate governance measures to ensure business continuity.

**LINK TO:**
SDGs: 2, 7, 12, 13, 15
Risks: CR, SR, RC, SH
Capitals:
Strategic Thrusts:
Stakeholders:

## EN ENERGY MANAGEMENT

**DESCRIPTION**
Consuming and managing energy usage with specific attention to leveraging opportunities to generate and use clean energy.

**LINK TO:**
SDGs: 7
Risks: SH, CR, SR
Capitals:
Strategic Thrusts:
Stakeholders:

## SO SOIL, PEST, AND DISEASE MANAGEMENT

**DESCRIPTION**
Managing soil, pest, and disease control sustainably to minimise negative impacts on the environment.

**LINK TO:**
SDGs: 12, 13, 14, 15
Risks: CR, SH, MR, PR
Capitals:
Strategic Thrusts:
Stakeholders:

# Material Matters

## WM WASTE MANAGEMENT

**DESCRIPTION**

Managing waste generated from operations and repurposing waste materials for alternative effective uses which includes systematic handling, recycling, and disposal of waste materials in an environmentally responsible manner.

**LINK TO:**

SDGs:

Risks: SR SH PG

Capitals:

Strategic Thrusts:

Stakeholders:

## WU WATER USE

**DESCRIPTION**

Responsibly consuming and preserving water resources by promoting efficient usage and minimising pollution.

**LINK TO:**

SDGs:

Risks: SR SH

Capitals:

Strategic Thrusts:

Stakeholders:

## OE OPERATIONAL EXCELLENCE

**DESCRIPTION**

Improving production yield and enhancing operations by leveraging innovation and research and development to prioritise environmental sustainability and climate-conscious practices without compromising human rights and labour standards.

**LINK TO:**

SDGs:

Risks: PG SR SH LR

Capitals:

Strategic Thrusts:

Stakeholders:



# Operating Landscape

In 2024, FGV operated in a dynamic global environment shaped by geopolitical tensions, environmental challenges, rapid technological advancements and shifting economic conditions. These factors influenced global trade, market stability, and supply chains, requiring businesses to remain agile in their strategic planning. For FGV, this meant balancing growth ambitions with risk management while ensuring long-term resilience.

The global economy grew at a moderate 2.7%, with inflationary pressures, supply chain disruptions and monetary tightening shaping market conditions. However, the United Nations revised its 2025 forecast to 2.8%, reflecting improved prospects in key markets such as the United States (U.S) and China[1]. Despite this optimism, geopolitical instability, trade restrictions, and commodity price volatility remained key challenges, driven by supply and demand imbalances, climate-related disruptions, and policy shifts.

Malaysia's economy expanded by 5.1%, supported by strong domestic demand, a stable labour market and growth in agriculture and manufacturing[2]. Bank Negara Malaysia projected continued expansion of between 4.5% and 5.5% in 2025, driven by structural reforms, increased investments and digital transformation. However, inflation, currency fluctuations, and external trade uncertainties remained considerations for businesses[3].

Amidst these conditions, FGV focused on operational efficiency, sustainability, and innovation to enhance competitiveness. Through sustainable agricultural practices, supply chain optimisation and digital adoption, the company navigated uncertainties while seizing opportunities. Aligning its strategies with global trends and Malaysia's economic trajectory, FGV reinforced its position for long-term value creation.

[1] *Reuters. (2025, 9 January). UN predicts world economic growth to remain at 2.8% in 2025. https://www.reuters.com/markets/un-predicts-world-economic-growth-remain-28-2025-2025-01-09/*

[2] *The Straits Times. (2024, 16 February). Malaysian economy slows in last quarter of 2024, showing risks ahead. https://www.straitstimes.com/business/economy/malaysian-economy-slows-in-last-quarter-of-2024-showing-risks-ahead*

[3] *Bank Negara Malaysia. (2025). Economic and Monetary Review 2024. https://www.bnm.gov.my/documents/20124/17523401/emr2024_en_book.pdf*

## GEOPOLITICAL CONFLICTS

### What Happened

Ongoing trade restrictions, shifting global alliances, and rising economic nationalism continue to disrupt commodity markets and supply chains. Trade protectionism has increased raw material, freight, and energy costs while causing procurement delays. Global trade realignments have also created bottlenecks in key agricultural inputs, such as fertilisers, adding to price volatility. While higher palm oil prices offer revenue opportunities, affordability concerns remain for key buyers amid inflationary pressures and evolving regulatory requirements.

### Potential Impact

- Supply chain disruptions affecting the availability and cost of key inputs, including fertilisers and raw materials.
- Higher operational costs due to increased shipping expenses and energy price fluctuations.
- Market access challenges as regulatory changes impact exports and customer purchasing power.

### How We Responded

- Secured alternative raw material sources to reduce supply chain risks.
- Adjusted logistics strategies to manage rising shipping costs from Red Sea trade disruptions.
- Aligned operational strategies with Malaysia's New Industrial Master Plan 2030 to strengthen supply chain resilience and industrial growth.

### Outlook

Trade restrictions and shifting global alliances may disrupt supply chains, increasing costs for raw materials, freight, and energy while causing procurement delays. As trade policies stabilise, market access and efficiency should improve, easing bottlenecks in key agricultural inputs like fertilisers. Strengthening supply chain resilience and adapting trade strategies will help businesses stay competitive and sustainable despite regulatory changes and inflation.

**Capitals:**

**Material Matters:** EI TR CG OE

**Stakeholders:**

**Strategic Thrusts:**

**Risks:** TR MR SR

# Operating Landscape

## CLIMATE CHANGE

### What Happened

Extreme weather events, shifting climate patterns and rising global temperatures continue to impact food security and agricultural productivity. Climate-related disruptions have intensified supply chain volatility, with floods and droughts reducing crop yields and increasing production costs. Regulatory pressure is also mounting, with Malaysia aiming to cut carbon intensity by 45% against Gross Domestic Product (GDP) by 2030, driving industries towards stricter sustainability practices and climate adaptation measures.

### Potential Impact

- More frequent and severe weather events, including floods and droughts, are affecting global agricultural supply chains.
- Rising commodity prices due to supply constraints and increasing demand for climate-resilient agricultural practices.
- Stricter climate policies and carbon reduction targets shaping industry regulations and sustainability commitments.

### How We Responded

- Enhanced our sustainability framework to align with global commitments and regulatory requirements.
- Strengthened GAP and increased crop diversity to improve resilience against climate shocks.

### Outlook

Extreme weather, floods, and droughts continue to disrupt agricultural supply chains, lowering crop yields and raising costs. Strengthening GAP, diversifying crops, and investing in renewable energy will help stabilise costs and improve climate resilience. As regulations tighten, proactive climate strategies will reinforce our position in sustainable agriculture while ensuring compliance with Malaysia's carbon reduction targets.

**Capitals:**

**Material Matters:** RE BL CL SO WU

**Stakeholders:**

**Strategic Thrusts:**

**Risks:** OR CR SR

## DIGITAL TRANSFORMATION

### What Happened

The rapid advancement of digital technologies, artificial intelligence (AI), and automation is transforming industries, including agriculture. AI-driven analytics, precision farming, and automated processes are improving efficiency and sustainability. However, increased digital adoption also brings cybersecurity risks and regulatory scrutiny, particularly with Malaysia's Cyber Security Act 2024 enforcing stricter compliance measures.

### Potential Impact

- AI and automation are enhancing productivity and operational efficiency across agriculture and supply chain management.
- Increased reliance on digital platforms raises concerns about data security, privacy, and regulatory compliance.
- Growing investment in digital infrastructure and cloud technologies presents new opportunities for industry-wide innovation.

### How We Responded

- Partnered with industry leaders to implement AI-driven digital ecosystems, including image recognition technology to reduce dependency on human labour.
- Enhanced cybersecurity measures to comply with the Cyber Security Act 2024.

### Outlook

The rise of AI, automation, and cloud technologies is driving efficiency but also increasing cybersecurity risks and regulatory challenges. Investing in digital solutions will enhance productivity, strengthen risk management, and ensure compliance with Malaysia's Cyber Security Act 2024. Advancements in AI-driven analytics, precision farming, and digital infrastructure will further improve competitiveness and operational agility in a rapidly evolving landscape.

**Capitals:**

**Material Matters:** DS CG TD

**Stakeholders:**

**Strategic Thrusts:**

**Risks:** CSR LR

## COMMODITY PRICES

### What Happened

Fluctuating commodity prices, driven by supply chain constraints, climate variability, and geopolitical events, continue to shape global markets. While palm oil prices stabilised following El Niño-related disruptions, ongoing volatility in energy and agricultural markets remains a challenge. Meanwhile, growing demand for biofuels, plant-based oils, and alternative proteins is reshaping market trends.

### Potential Impact

- Price volatility in key agricultural commodities due to weather conditions, policy changes, and global supply chain disruptions.
- Evolving trade policies and sustainability-driven regulations influencing market access and export strategies.
- Rising demand for biofuels and alternative food products creating new opportunities for palm oil applications.

### How We Responded

- Integrated sustainability-driven cost management to align with regulatory trends impacting commodity pricing.
- Optimised market positioning in response to rising demand for sustainable palm oil and its alternative uses (e.g., biofuels, specialty oils).

### Outlook

Agricultural commodity prices will remain volatile due to supply chain constraints, climate shifts, and geopolitical uncertainties, impacting raw material and energy costs. Optimising supply chains, improving efficiency, and tapping into sustainable palm oil and biofuels will enhance cost predictability. Strategic investments in supply resilience, value-added products, and sustainability-driven cost management will support long-term growth and market competitiveness.

**Capitals:**

**Material Matters:** EI BD TR EN

**Stakeholders:**

**Strategic Thrusts:**

**Risks:** MR SR

## ECONOMY GROWTH OF LEADING NATIONS

### What Happened

Slowing economic growth in key global markets, ongoing trade tensions, and shifting foreign direct investment (FDI) patterns are influencing trade flows and demand for agricultural products. While China's economic slowdown has impacted export markets, Malaysia's stable growth and currency appreciation have created opportunities for industrial expansion and supply chain diversification.

### Potential Impact

- Slower economic growth in major markets such as China and the US is influencing global trade and investment patterns.
- Policy shifts, trade restrictions, and currency fluctuations are affecting export competitiveness.
- Malaysia's strong gross domestic product (GDP) growth and increasing FDI are driving domestic economic resilience and industrial expansion.

### How We Responded

- Adapted export strategies to manage shifts in global trade flows and market demand.
- Leveraged Malaysia's FDI growth to explore new market opportunities and supply chain expansion.

### Outlook

Slower growth in major economies like China and the US could weaken trade flows and export demand. However, strengthening supply chains and refining export strategies will unlock new opportunities, supported by Malaysia's GDP growth and rising foreign direct investment. Trade diversification and industrial expansion will enhance adaptability, reinforcing resilience amid shifting global trade patterns.

**Capitals:**

**Material Matters:** TR EI BD EN

**Stakeholders:**

**Strategic Thrusts:**

**Risks:** MR SR

# OUR STRATEGIC ROADMAP

FGV is strengthening its focus on sustainable foods and agriproducts with the launch of the Business Plan 2025-2027 (BP27). Built on a strong foundation, BP27 enhances our core strengths and identifies growth opportunities, allowing us to adapt annually and remain competitive in the dynamic agribusiness market.

As we transition to BP27, our focus is on aligning with evolving market, operational, and regulatory landscapes. The plan addresses division-specific challenges with targeted strategies, driving sustainable growth and operational excellence across our five core divisions which are Plantation, Oils & Fats, Sugar, Logistics & Support, and Consumer Products.

## FGV BUSINESS PLAN (2025-2027)

**PURPOSE**

To Deliver Sustainable Value to Shareholders and Stakeholders

**VISION**

Delivering Sustainable Foods and Agriproducts to the World

**MISSION**

- Developing and producing high-quality products sustainably that are both good for the people and the environment
- Practicing a healthy and innovative working environment and culture within the Group whilst promoting the same to our suppliers
- Establishing an integrated value chain business ecosystem
- The embodiment of governance and compliance
- Cultivating diversification in products and geographies

**STRATEGIC THRUSTS**

**OPERATIONAL IMPROVEMENT**

- Improve yield and oil extraction rates (OER) applying good agricultural practice (GAP) to boost efficiency and productivity by 2025-2027.
- Commercialise by-products and renewable energy.
- Enhance mechanisation and modernisation efforts.

**PRODUCT & MARKET PENETRATION**

- Strengthen external fresh fruit bunch (FFB) sourcing through reliable external suppliers.
- Increase domestic market share for sugar and expand exports to other countries.
- Drive significant global volume growth for Oils & Fats, Sugar, and fertiliser products.
- Penetrate new market segment on transport, baggage handling, and corporate hospitality.

**NEW GROWTH AREAS**

- Secure the premium oils market by targeting premium oils and high-margin products.
- Expand FGV's product range to include value-added products.
- Increase retail presence by expanding product range and retail footprint.
- Develop FGV Chuping Agro Valley (FCAV) land through high-impact and sustainable projects.

**FINANCIAL & CAPABILITY BUILDING**

- Expand bulking capacity, premium products, and cross border investment.
- Prudent financial management, cost control, and internalisation of work.
- Reduce greenhouse gas (GHG) emissions by 50% in 2030 and achieve Net Zero in 2050 under the Science-Based Targets Initiative (SBTi).
- Comply with ethical labour practices and environmental standards.

**KEY ENABLERS**

### Human Capital

Developing a highly skilled and resilient workforce to drive operational excellence, innovation, and sustainable growth.

### Financial

Ensuring strong financial management, investment efficiency, and capital optimisation to support long-term business expansion.

### Sustainability

Embedding environmental, social, and governance (ESG) principles across operations to enhance business resilience and long-term value creation.

# Strategic Performance Review

The strategic performance review, guided by the Business Plan 2024–2026, focuses on four key areas: market strengthening and penetration, operational excellence and digitalisation, financial management and cost optimisation, and embedding sustainability. These strategic priorities are integral to driving business growth, enhancing performance, and delivering long-term value for stakeholders.

## MARKET STRENGTHENING & PENETRATION MARKET

Expanding and deepening market presence by implementing a comprehensive food strategy, strengthening brand positioning, forging strategic partnerships, and optimising the supply chain to unlock new growth opportunities.

### Key Focus Areas

- Implement a comprehensive food strategy.
- Strengthen our brand presence.
- Foster partnerships with established organisations.
- Establish overseas bases with a global mindset.
- Optimise the supply chain for greater efficiency.

### Strategic Capital Deployment

- **Financial Capital:** Directs capital investments towards expanding high-margin products, obtaining international certifications, and increasing global brand equity.
- **Manufactured Capital:** Optimises production and distribution networks to support market expansion and ensure consistent supply chain efficiency.
- **Social and Relationship Capital**: Strengthens relationships with certification agencies, regulatory bodies, and business partners to enhance market entry and compliance.
- **Human Capital:** Equips commercial teams with expertise in global trade, strategic marketing, and market penetration strategies to drive expansion.
- **Intellectual Capital:** Utilises market intelligence and consumer insights to develop premium, sustainable products that cater to evolving market trends.

### Initiatives

- **Product Portfolio Expansion:** Expanded Kosher/Halal and United States (U.S) Food and Drug Administration (FDA)-certified product offerings.
- **Volume Growth Acceleration:** Unlocked significant volume growth in new and existing markets.
- **Profitability Optimisation:** Increased the availability of high-margin products.

### Achievements

- **Sustainability Leadership:** Produced Malaysia's first Crude Palm Kernel Oil (CPKO) in accordance with EUDR requirements.
- **Production Capacity Expansion:** Launched the new Fract750 refinery plant at Kuantan Port to enhance high IV olein and premium palm oil production.
- **Market Entry:** Entered the kosher glycerine market through Twin Rivers Technologies (TRT), leveraging a transformed production system.
- **Brand Recognition Growth:** Received recognition for the SAJI brand from Kantar as the "Top Outstanding Brand with the Most Incremental Shoppers."
- **Retail Innovation:** Introduced the PREMEO brand for the retail market, featuring four SKUs, including Palm & Sunflower and Palm & Canola blends.

### Short to Medium-Term Priorities

- Explore new markets in Asia, the Middle East, and West Africa.
- Strategic positioning and competitive pricing which can open up new business opportunities.
- Expand high-margin and specialty products e.g., Halal, Kosher oleo market, Cocoa Butter Substitutes & High IV products.
- Diversify product offerings beyond crude palm oil, including high IV olein and other premium palm oil products.

### Long-Term Priorities

Enhance value across the supply chain by optimising processes, strengthening partnerships, and driving innovation from sourcing to customer delivery to improve efficiency, sustainability, and profitability.

**Strategic Thrusts:**

**Material Matters:** EI BD TR OE

**SDGs:**

## OPERATIONAL EXCELLENCE & DIGITALISATION

Enhancing efficiency through process improvements, automation, and the adoption of modern technology to drive sustainability, optimise asset utilisation, and improve productivity across the value chain.

### Key Focus Areas

- Focus on key pillars such as process improvement and technology adoption.
- Accelerate digitalisation and automation through the Plantation Transformation Task Force (PTTF).

### Strategic Capital Deployment

- **Financial Capital:** Invests in productivity-enhancing initiatives, cost optimisation programmes, and strategic mechanisation efforts.
- **Manufactured Capital:** Deploys mechanisation technologies, optimised estate layouts, and modernised milling processes to increase yield and reduce operational inefficiencies.
- **Social and Relationship Capital**: Strengthens supplier engagement and industry partnerships to drive best practices and ensure reliable raw material supply.
- **Human Capital:** Focuses on upskilling workers in best-in-class operational standards, safe mechanised harvesting methods, and high-efficiency milling practices.

### Initiatives

- **Productivity Gains:** Enhanced yield improvement and improved Operational Expense Ratio (OER).
- **Estate Digitalisation:** Leveraged Internet of Things (IoT) for real-time monitoring, predictive maintenance, and precision agriculture to optimise estate operations and reduce inefficiencies.
- **Innovation in R&D:** Advanced R&D efforts to develop elite planting materials with improved disease resistance, higher oil yield, and better adaptability to climate conditions.

### Achievements

- **Yield Growth:** 15.56 MT per Ha (FY2024)
- **Oil extraction rate (OER) Enhancement:** 20.61% (FY2024)
- **Estate Transformation:** Implemented IoT technology for smarter, more efficient estate operations with Tanalink.
- **Mechanisation Expansion:** Expanded mechanisation for hilly areas in 2024.

### Short to Medium-Term Priorities

- Strengthen key operational areas through strategic replanting, optimised crop recovery efficiency, and the implementation of Good Agricultural Practices (GAP).
- Advance digitalisation, automation, and mechanisation to enhance operational efficiency.
- Increase milling efficiency by expanding capacity and optimising processes.
- Strengthen labour strategy through ethical recruitment practices that comply with all applicable International Labour Organisation (ILO) standards.

### Long-Term Priorities

Achieve sustainable growth through eco-friendly practices, advanced technologies, and resource efficiency to drive profitability and long-term success.

**Strategic Thrusts:**

**Material Matters:** EI BD DS OE

**SDGs:**

# Strategic Performance Review

## FINANCIAL MANAGEMENT & COST OPTIMISATION

Strengthening financial resilience by rationalising non-core assets, optimising capital structure, and implementing turnaround plans for underperforming segments to ensure long-term value creation.

### Key Focus Areas

- Rationalise bleeding and non-core assets to improve financial efficiency.
- Optimise the capital structure to maintain a strong corporate rating.
- Focus on short to medium-term returns on investment for financing activities.
- Implement a turnaround strategy for MSM Malaysia Holdings Berhad.

### Strategic Capital Deployment

- **Financial Capital:** Strengthens capital allocation discipline, asset optimisation, and working capital management to enhance profitability.
- **Social and Relationship Capital**: Reinforces investor confidence through transparent financial reporting, governance frameworks, and regulatory compliance.
- **Human Capital:** Strengthens financial acumen across key teams to ensure efficient budgeting, cost control, and investment decision-making.

### Initiatives

- **Financial Stability:** Optimised capital structure and working capital to enhance financial stability.
- **Cost Efficiency:** Implemented cost optimisation measures to improve operational efficiency.
- **Procurement Transparency:** Strengthened procurement processes to enhance transparency and cost control.
- **Asset Management:** Maintained asset and investment quality to ensure long-term value creation.

### Achievements

- **Revenue:** RM22,158 million
- **Profit Before Zakat and Taxation (PBZT):** RM566 million
- **Return on Capital Employed:** 5.5%
- **Gearing Ratio:** 49%

### Short to Medium-Term Priorities

- Optimise costs and assets to enhance financial efficiency.
- Streamline financial and operational processes through the integration of advanced digital platforms.
- Leverage predictive analytics to enable smarter decision-making and improve efficiency.

### Long-Term Priorities

Make strategic financial decisions by analysing market trends, risks, and opportunities while ensuring compliance with regulatory standards to drive long-term growth and maintain stakeholder trust.

**Strategic Thrusts:**

**Material Matters:** BD TR CG OE

**SDGs:**

## EMBEDDING SUSTAINABILITY

Integrating ESG principles across operations by advancing climate action, enhancing responsible sourcing and traceability, and ensuring compliance with sustainability certifications to uphold ethical and environmental commitments.

### Key Focus Areas

- Strengthen on-the-ground implementation of sustainability commitments.
- Commit to climate action through targeted initiatives.
- Explore green energy and efficiency improvements.
- Address the modification of Withhold Release Order (WRO) through remediation and continuous enhancement of labour and recruitment practices.

### Strategic Capital Deployment

- **Financial Capital:** Allocates funding for sustainability-driven initiatives, carbon reduction strategies, and waste management projects.
- **Manufactured Capital:** Enhances energy efficiency and sustainability integration across production and supply chain operations.
- **Social and Relationship Capital**: Engages with regulatory bodies, industry leaders, and NGOs to advance sustainability policies and compliance framework.
- **Human Capital:** Trains employees on sustainability best practices, responsible labour policies, and ethical sourcing standards.
- **Intellectual Capital:** Invests in sustainability R&D, climate adaptation strategies, and ESG performance monitoring.
- **Natural Capital:** Implements biodiversity conservation, climate resilience strategies, and waste-to-value projects.

### Initiatives

- **Labour Standards Initiative:** Enhanced labour practices and recruitment policies in compliance with international labour standards.
- **Strengthening Compliance:** Submitted a petition to the United States Customs and Border Protection (CBP) for the modification of the WRO.
- **Sustainability Certification Expansion:** Expanded the number of sites certified under other sustainability certification schemes to meet the rising demand for sustainable products.

### Achievements

- **MSPO Certification:** Maintained certification on Malaysian Sustainable Palm Oil (MSPO) standards across all 66 mills.
- **RSPO Certification:** Retained RSPO certification for 30 mills.
- **Climate Commitment:** Submitted near-term and long-term greenhouse gas (GHG) reduction targets to SBTi for validation.
- **Sustainable Energy Management System (SEMS):** Received Energy Management Gold Standard (EMGS) 1-Star certification for FGV Kernel Products (FGVKP) Pasir Gudang.

### Short to Medium-Term Priorities

- Achieve sustainability certification to enhance credibility and meet industry standards.
- Strengthen traceability, responsible sourcing, and supplier management to ensure ethical and sustainable supply chains.
- Implement a climate action and waste management plan to reduce environmental impact and improve resource efficiency.
- Uphold human rights and labour standards by ensuring fair practices, ethical recruitment, and compliance with international regulations.

### Long-Term Priorities

Embed sustainability across operations, aligning with Environmental, Social, and Governance (ESG) principles to drive long-term value and responsible growth.

**Strategic Thrusts:**

**Material Matters:** RE HL BL OE

**SDGs:**

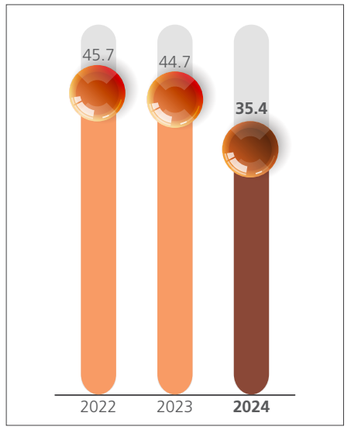
# Key Performance Indicators

The Key Performance Indicators (KPIs) for our 2024-2026 Business Plan focus on strengthening market penetration, achieving full definition: operational excellence & digitalisation, optimising financial management and cost optimisation, and embedding sustainability. These KPIs will track progress, enhance competitiveness, and drive sustainable growth as we work towards accomplishing our goals in the coming years.

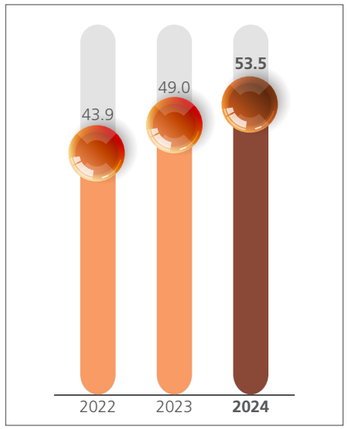
## MARKET STRENGTHENING & PENETRATION

Enhancing our presence in both existing and new markets through strategic partnerships, brand strengthening, and supply chain optimisation to drive market share growth.

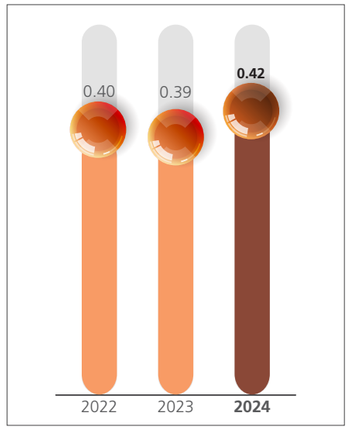
**SAJI Cooking Oil Market Share (%)**




**SERI PELANGI Market Share (%)**



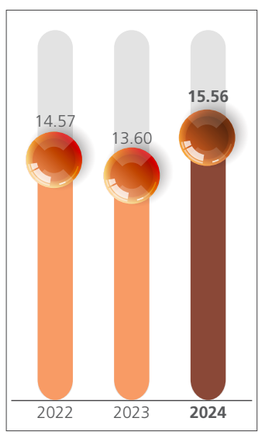

**Oils & Fats Sales Volume (Million MT)**



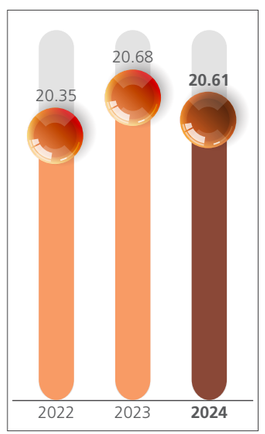

## OPERATIONAL EXCELLENCE & DIGITALISATION

Driving operational excellence and championing digital transformation to enhance process efficiency, boost productivity, and maximise the utilisation of assets through advanced technologies.

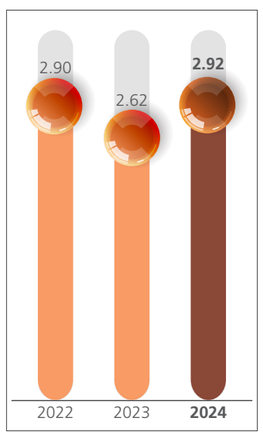
**FFB Yield MT/Ha**



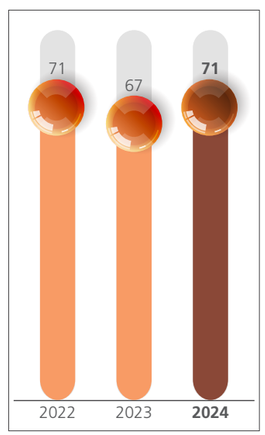

**OER (%)**




**CPO Production (Million MT)**



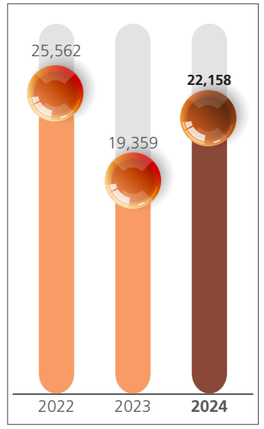

**Plantation Utilisation Factor (%)**



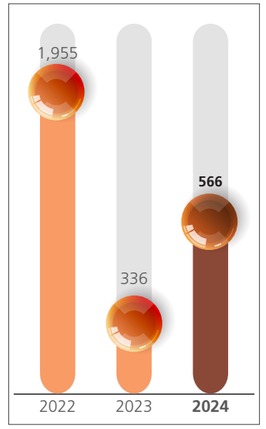

## FINANCIAL MANAGEMENT & COST OPTIMISATION

Optimising asset management, refining our capital structure, and maximising operational efficiency to sustain long-term financial stability and profitability.

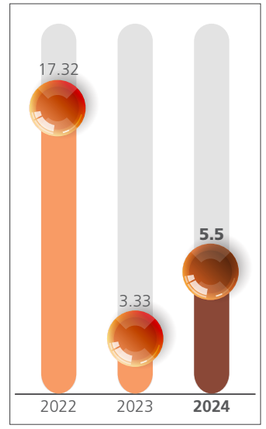
**Revenue (RM Million)**



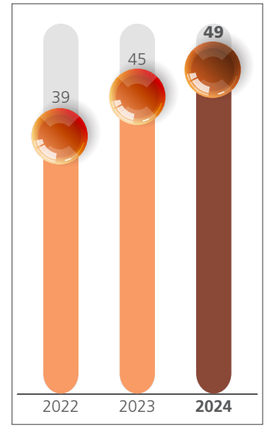

**Profit Before Tax (RM Million)**




**Return on Capital Employed (%)**



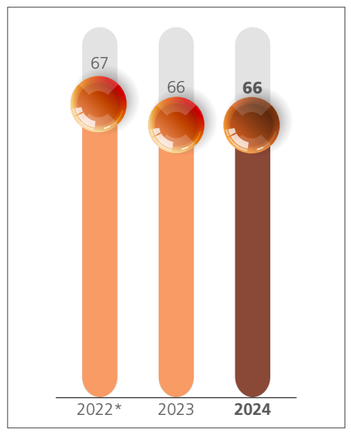

**Gearing Ratio (%)**



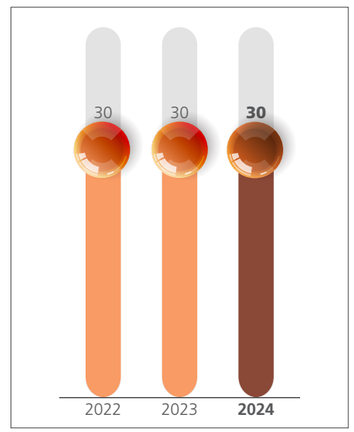

## EMBEDDING SUSTAINABILITY

Integrating sustainability into all levels of operations, fostering a culture that balances profitability while enhancing livelihoods and safeguarding the environment through sustainable business practices.

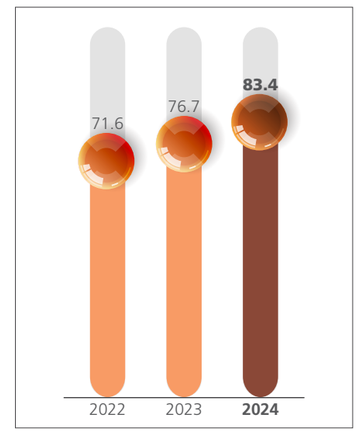
**MSPO Certified Mills**




**RSPO Certified Mills**



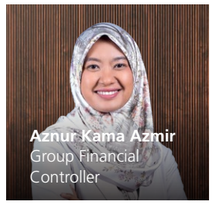

**FGV'S Score In Sustainability Policy Transparency Toolkit (SPOTT) (%)**



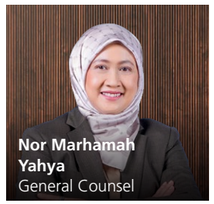

*Based on rationalisation of mills*

# Group Financial Review

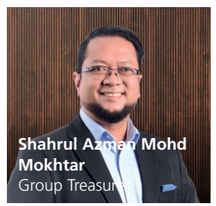

**Dato' Mohd Hairul Abdul Hamid**
Group Chief Financial Officer


**Aznur Kama Azmir**
Group Financial Controller

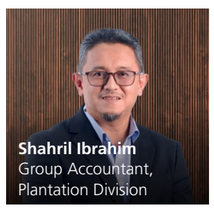

**Zalily Mohamed Zaman Khan**
Group Procurement


**Nor Marhamah Yahya**
General Counsel


**Manvinder Sigh**
Group Tax Controller


**Shahrul Azman Mohd Mokhtar**
Group Treasurer


**Hairul Azdi Mustafa**
Group Information Officer


**Shahril Ibrahim**
Group Accountant, Plantation Division


**Mohd Izam Pariz Zamri**
Group Accountant, Logistics & Support Division

FGV navigated a complex environment in 2024, delivering a strong financial recovery amid volatile crude palm oil (CPO) prices, rising operational costs, and regulatory changes. CPO prices fluctuated between RM3,600 and RM5,300 per MT, reflecting global supply-demand imbalances and geopolitical disruptions. Malaysia's palm oil production reached 19.34 million MT in 2024, supported by improved weather conditions and a more stable labour supply.

Amid this backdrop, FGV's focus on operational efficiencies, cost discipline, and strategic execution led to a 171% increase in profit after tax and minority interest (PATAMI), rising to RM276 million from RM102 million in 2023. Revenue improved by 14% to RM22,158 million, underpinned by a higher average realised CPO price of RM4,102 per MT and stronger contributions across all main businesses. Operating profit, before the Land Lease Agreement (LLA) fair value charges and impairments, rose 89% to RM1,219 million driven by improved fresh fruit bunch (FFB) yields, better palm product margins, and a sharp recovery in the Sugar Division. This strong financial performance enabled the Group to sustain value creation for shareholders through disciplined capital management and consistent dividend payouts.

**Revenue**
**RM22,158 million**
(2023: RM19,359 million)

**Profit Before Zakat and Taxation (PBZT)**
**RM566 million**
(2023: RM336 million)

**Operating Profit before LLA and Impairment**
**RM1,219 million**
(2023: RM645 million)

**PATAMI**
**RM276 million**
(2023: RM102 million)

## SHAREHOLDER RETURNS

With strong financial fundamentals and a disciplined capital structure, FGV continues to enhance shareholder value. The Board declared a final dividend of 5.0 sen per share amounting to RM182 million, which was paid on 28 March 2025, reflecting our commitment to delivering sustainable returns while balancing reinvestment in long-term growth. The Group remains focused on strengthening profitability and maintaining a stable dividend policy aligned with financial performance and market conditions.

## SEGMENTAL PERFORMANCE

### PLANTATION DIVISION

**Revenue**
**RM1,350 million**
(2023: RM1,200 million)

**PBZT**
**RM261 million**
(2023: RM39 million)

The **Plantation Division** posted a PBZT of RM261 million, a significant improvement from RM39 million in 2023. The performance uplift was driven by higher FFB production, improved yields, and lower production costs. FFB production rose 9% to 3.97 million MT, with yields improving 15% to 15.56 MT per Ha, reflecting enhanced estate management. Total FFB received, including external sources, increased 12% to 14.18 million MT, while CPO production grew 11% to 2.92 million MT. Despite a slight decline in the Oil Extraction Rate (OER) to 20.61% from 20.68% in 2023, it remained above the industry benchmark of 19.67%. Meanwhile, cost efficiencies lowered CPO production costs ex-mill by 9% to RM2,508 per MT.

### OILS & FATS DIVISION*

**Revenue**
**RM16,704 million**
(2023: RM14,554 million)

**PBZT**
**RM205 million**
(2023: RM267 million)

The **Oils & Fats Division** recorded a PBZT of RM205 million, a 23% decline from RM267 million in 2023, primarily due to narrower trading margins. However, segment revenue grew 15% to RM16,704 billion, supported by higher palm oil product sales and a stronger performance in the edible oils and chemicals segment. While bulk commodity margins were compressed, the edible oils and chemicals segment delivered a 42% increase in profit to RM85 million.

** In 2024, Delima Oils Products Sdn Bhd operated under the Oils & Fats Division. Beginning in 2025, it will be restructured under the Consumer Products Division.*

### SUGAR DIVISION

**Revenue**
**RM3,544 million**
(2023: RM3,091 million)

**P/(L)BZT**
**RM79 million**
(2023: -RM23 million)

The **Sugar Division** staged a strong recovery, posting a PBZT of RM79 million compared to a loss of RM23 million in 2023. This turnaround was driven by higher selling prices, an 8% increase in sales volume, better capacity utilisation, and lower refining costs. Segment revenue grew 15% to RM3,544 million, reflecting strong domestic demand and improved pricing strategies. Refining costs were reduced by 11%, improving margins, while incentives for packed sugar sales further supported revenue growth.

### LOGISTICS & SUPPORT DIVISION

**Revenue**
**RM531 million**
(2023: RM479 million)

**PBZT**
**RM157 million**
(2023: RM149 million)

The **Logistics & Support Division** recorded a PBZT of RM157 million, a 5% increase from RM149 million in 2023. Revenue grew 11% to RM531 million, reflecting increased tonnage and improved handling rates. Total tonnage carried rose 14%, contributing to revenue growth, while operational efficiencies helped mitigate rising fuel costs.

# Group Financial Review

## FINANCIAL POSITION

As FGV strengthened its financial performance, it also maintained a robust financial position. Total assets increased to RM18,615 million, reflecting disciplined cash flow management and strategic capital investments. This growth was primarily driven by higher inventory levels from increased volumes and a 14% rise in total cash balances, which reached RM1,728 million as at 31 December 2024 (2023: RM1,523 million).

Total liabilities grew by 13% to RM10,999 million (2023: RM9,701 million), largely due to higher borrowings and operational obligations. Borrowings increased by 9% to RM3,748 million (2023: RM3,433 million), following two Sukuk Murabahah issuances to finance long-term capital expenditure, with nominal values of RM300 million and RM200 million respectively, under the Sukuk Murabahah Programme. This led to a rise in the gearing ratio to 0.49 (2023: 0.45), bringing total issuances under the programme to RM1,500 million to date.

The Group's total equity stood at RM7,616 million, a modest 0.4% increase from RM7,582 million in 2023, as retained earnings were reduced due to a RM109.44 million dividend payout to shareholders. Meanwhile, the liquidity ratio improved slightly to 1.19 (2023: 1.17), supported by enhanced profitability, prudent cost management, and strategic investments in operational efficiency and sustainability initiatives.

Earnings per share (EPS) rose to 7.6 sen (2023: 2.8 sen), in line with FGV's improved profitability. This also contributed to an increase in return on shareholders' funds (ROSF) to 4.53% (2023: 1.70%), demonstrating stronger returns for investors. Additionally, net tangible assets (NTA) per share improved to RM1.42 (2023: RM1.39), reinforcing FGV's financial stability.

## STRATEGIC HIGHLIGHTS

To support long-term business needs and strengthen financial management, FGV advanced several initiatives in 2024 focused on capability building and digital transformation.

FGV Group Finance hosted the FGV Finance Conference 2024, themed "AI-Enabled Sustainable Finance: The Future of Corporate Responsibility," from 12 to 14 December 2024 at DoubleTree by Hilton Putrajaya Lakeside. The event brought together around 200 participants from FGV subsidiaries, joint ventures, and offices in the United States, Pakistan, and Indonesia, as well as representatives from FELDA and KPF. Held for the first time since 2008, the conference offered updates on industry developments and regulations, knowledge-sharing, and networking opportunities reinforcing FGV's commitment to service quality and professional excellence.

In line with the national rollout of e-Invoicing in August 2024, FGV adopted the system to strengthen regulatory compliance and transparency in financial transactions. These efforts are part of ongoing automation and AI integration across finance-related processes, contributing to efficient, scalable, and sustainable financial management.

To further improve operational efficiency and decision-making, FGV also implemented digitalisation initiatives to enhance access to relevant financial information. As part of this strategy, the Group is upgrading its SAP ECC environment to SAP S/4HANA RISE with SAP a key step to ensure system continuity while enabling improved performance and a more seamless user experience.

## OUTLOOK

CPO prices are expected to remain elevated in early 2025, supported by seasonally lower FFB output, Indonesia's biodiesel mandate, and tight global vegetable oil supplies. However, stricter compliance with the European Union Deforestation Regulation (EUDR) will require continuous advancements in traceability and responsible sourcing to maintain market access and competitiveness.

FGV remains focused on driving operational excellence across all divisions. The Plantation Division will prioritise maximising yields and improving cost efficiency. The Oils & Fats Division will expand its value-added product offerings, strengthening its market position. The Sugar Division will refine pricing strategies, while enhancing operational performance. Meanwhile, the Logistics & Support Division will focus on optimising capacity utilisation and improving cost efficiency to enhance overall supply chain effectiveness.

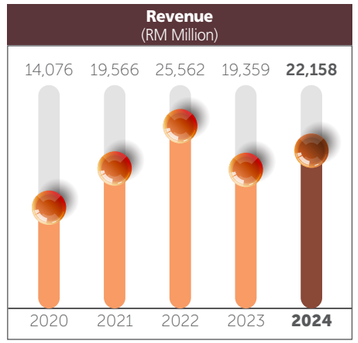
Guided by FGV's Business Plan, FGV will continue expanding its market presence, managing risks proactively, and embedding responsible practices across its operations. By aligning with evolving market conditions and regulatory requirements, we are confident in delivering stronger performance and long-term value creation in 2025.

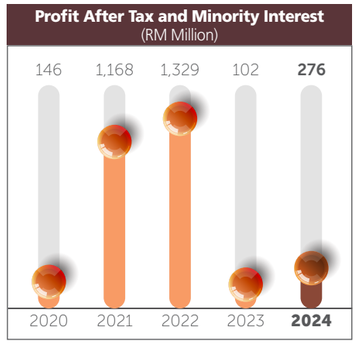


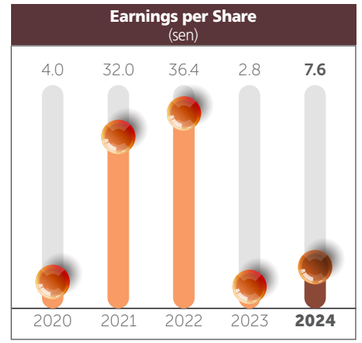

*At the FGV Finance Conference 2024, discussions focused on driving the advancement of digital transformation in finance.*

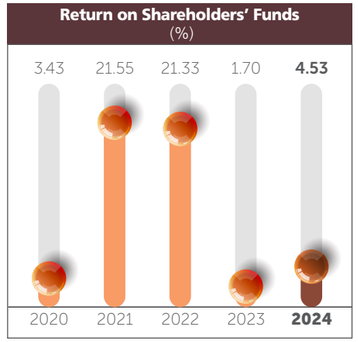
# 5-Year Group Financial Summary & Highlights

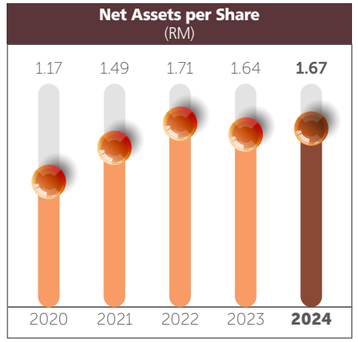
| | 2020 | 2021 | 2022 | 2023 | 2024 |
|---|---|---|---|---|---|
| **Operating Results (RM Million)** | | | | | |
| Revenue | 14,076 | 19,566 | 25,562 | 19,359 | **22,158** |
| Operating Profit | 445 | 1,779 | 1,907 | 403 | **630** |
| Profit Before Zakat and Taxation | 346 | 1,714 | 1,955 | 336 | **566** |
| Profit After Tax and Minority Interest | 146 | 1,168 | 1,329 | 102 | **276** |
| **Key Balance Sheet Data (RM Million)** | | | | | |
| Property, plant and equipment | 7,810 | 7,674 | 7,728 | 7,908 | **8,116** |
| Total Assets | 17,180 | 17,956 | 18,111 | 17,283 | **18,615** |
| Total Borrowings | 4,293 | 3,998 | 3,059 | 3,433 | **3,748** |
| Total Liabilities | 11,079 | 10,770 | 10,226 | 9,701 | **10,999** |
| Shareholders' Equity | 4,262 | 5,421 | 6,232 | 5,972 | **6,104** |
| **Share Information** | | | | | |
| Earnings per Share (sen) | 4.0 | 32.0 | 36.4 | 2.8 | **7.6** |
| Dividend per Share (sen) | 3.0 | 8.0 | 15.0 | 3.0 | **5.0** |
| Net Asset per Share (RM) | 1.17 | 1.49 | 1.71 | 1.64 | **1.67** |
| Share Price as at 31 December (RM) | 1.28 | 1.48 | 1.32 | 1.38 | **1.14** |
| Return on Shareholders' fund (%) | 3.43 | 21.55 | 21.33 | 1.70 | **4.53** |

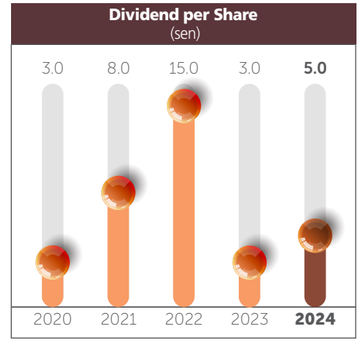


# Summary Financial Statements

## EXTRACT OF STATEMENT OF PROFIT OR LOSS

| | 2023 RM'000 | 2024 RM'000 |
|---|---|---|
| **Revenue** | **19,359,186** | **22,157,528** |
| **Operating Profit** | **403,135** | **629,826** |
| **Profit Before Zakat and Taxation** | **336,442** | **565,802** |
| **Profit for the Financial Year** | **112,442** | **323,767** |
| Profit Attributable to: | | |
| **Owners of the Company** | **101,618** | **276,252** |
| Non-Controlling Interests | 10,824 | 47,515 |
| | **112,442** | **323,767** |

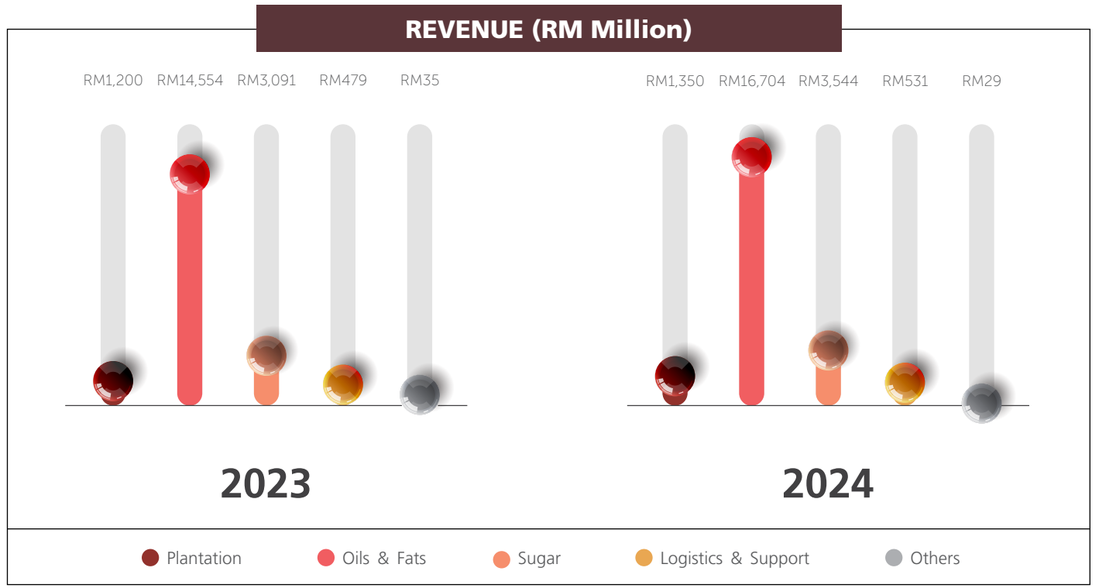
## EXTRACT OF STATEMENT OF FINANCIAL POSITION

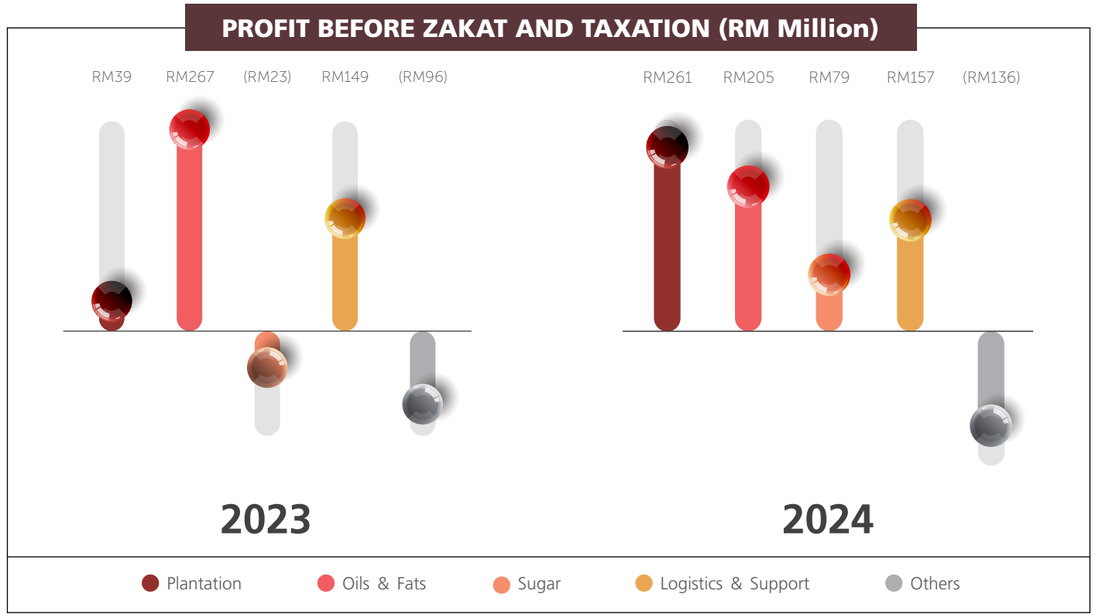
| | 2023 RM'000 | 2024 RM'000 |
|---|---|---|
| Property, Plant, and Equipment | 7,908,289 | 8,116,031 |
| Interests in Joint Ventures and Associates | 651,683 | 655,411 |
| Other Non-Current Assets | 3,772,546 | 3,803,344 |
| **Non-Current Assets** | **12,332,518** | **12,574,786** |
| Current Assets Excluding Cash | 3,427,001 | 4,311,822 |
| Deposits, Cash, and Bank Balances | 1,523,234 | 1,728,363 |
| **Current Assets** | **4,950,235** | **6,040,185** |
| **Total Assets** | **17,282,753** | **18,614,971** |
| **Capital and Reserves** | | |
| Equity Attributable to Owners of the Company | 5,971,915 | 6,104,288 |
| Non-Controlling Interests | 1,610,065 | 1,511,506 |
| **Total Equity** | **7,581,980** | **7,615,794** |
| Borrowings | 3,432,802 | 3,747,635 |
| LLA Liability | 3,513,813 | 3,663,487 |
| Other Non-Current Liabilities | 1,038,168 | 1,124,602 |
| Other Current Liabilities | 1,715,990 | 2,463,453 |
| **Total Liabilities** | **9,700,773** | **10,999,177** |
| **Total Equity and Liabilities** | **17,282,753** | **18,614,971** |

## EXTRACT OF STATEMENT OF CASH FLOWS

| | 2023 RM'000 | 2024 RM'000 |
|---|---|---|
| Operating Profit Before Working Capital Changes | 1,443,872 | 1,954,824 |
| Changes in Working Capital | 508,848 | (143,126) |
| **Cash Generated from Operation** | **1,952,720** | **1,811,698** |
| Finance Income | 35,123 | 42,255 |
| Taxation and Zakat Paid | (431,985) | (189,349) |
| Retirement Benefit Paid | (5,235) | (7,920) |
| **Net Cash Generated from Operating Activities** | **1,550,623** | **1,656,684** |
| **Net Cash Used in Investing Activities** | **(866,798)** | **(989,846)** |
| **Net Cash Used in Financing Activities** | **(579,573)** | **(447,583)** |
| **Net Increase in Cash and Cash Equivalents** | **104,252** | **219,225** |
| Effect of Foreign Exchange Rate Changes | 21,876 | (14,126) |
| Cash and Cash Equivalents at Beginning of Financial Year | 1,397,106 | 1,523,234 |
| **Cash and Cash Equivalents at End of Financial Year** | **1,523,234** | **1,728,363** |

# Segmental Analysis



# Statement of Value Added & Value Distribution

## STATEMENT OF VALUE ADDED

| | 2023 RM'000 | 2024 RM'000 |
|---|---|---|
| Revenue | 19,359,186 | 22,157,528 |
| Direct & Indirect Cost | (12,208,801) | (13,346,437) |
| Purchase of FFB from Settlers | (4,070,083) | (5,331,714) |
| **Value Added from Operations** | **3,080,302** | **3,479,377** |
| **Other Operating Income** | **121,194** | **125,681** |
| **Share of Results of Joint Ventures & Associates** | **23,338** | **29,778** |
| **Finance Income** | **35,123** | **42,255** |
| **Other (Losses)/Gains** | **(917)** | **62,554** |
| **Total Value Added** | **3,259,040** | **3,739,645** |

## STATEMENT OF VALUE DISTRIBUTED

| | 2023 RM'000 | 2024 RM'000 |
|---|---|---|
| **Employees** | **2,028,327** | **2,246,941** |
| **Government and Society** | **231,042** | **251,586** |
| **Providers of Capital:** | | |
| **Dividends to Owners of the Company** | **401,297** | **109,445** |
| **Finance Cost** | **125,154** | **136,057** |
| **Non-Controlling Interest** | **10,824** | **47,515** |
| **Reinvestment** | **462,396** | **948,101** |
| **Total Value Distributed** | **3,259,040** | **3,739,645** |

# Quarterly Performance

| | FY2024 | | | |
|---|---|---|---|---|
| **Quarterly Performance (RM' Million)** | **Q1** | **Q2** | **Q3** | **Q4** |
| **Revenue** | **4,545** | **5,516** | **6,175** | **5,922** |
| **Operating profit before LLA and Impairment** | **164** | **239** | **403** | **413** |
| Fair Value Charge in LLA | (86) | (67) | (104) | (167) |
| Impairment - (net) | (11) | (3) | (120) | (31) |
| **EBIT** | **67** | **169** | **179** | **215** |
| Share of Results - Assoc & JV | 3 | - | 9 | 18 |
| Finance costs (net) | (20) | (28) | (31) | (15) |
| **PBZT** | **50** | **141** | **157** | **218** |
| Zakat and Taxation | (47) | (56) | (84) | (55) |
| **PAT** | **3** | **85** | **73** | **163** |
| **(L)/PATAMI** | **(13)** | **86** | **87** | **116** |

| | FY2023 | | | |
|---|---|---|---|---|
| **Quarterly Performance (RM' Million)** | **Q1** | **Q2** | **Q3** | **Q4** |
| **Revenue** | **4,593** | **4,495** | **4,907** | **5,364** |
| **Operating Profit before LLA and Impairment** | **102** | **106** | **207** | **230** |
| Fair Value Charge in LLA | (32) | (28) | (67) | (7) |
| Impairment - (net) | 7 | (47) | (24) | (44) |
| **EBIT** | **77** | **31** | **116** | **179** |
| Share of Results - Assoc & JV | 7 | 5 | (11) | 22 |
| Finance costs (net) | (24) | (22) | (22) | (22) |
| **PBZT** | **60** | **14** | **83** | **179** |
| Zakat and Taxation | (52) | (32) | (60) | (80) |
| **P/(L)AT** | **8** | **(18)** | **23** | **99** |
| **P/(L)ATAMI** | **12** | **(13)** | **32** | **71** |

# 5-Year Operational Statistics

| Plantation | | | | | |
|---|---|---|---|---|---|
| **Area** | **Hectarage (Ha)** | | | | |
| | **2020** | **2021** | **2022** | **2023** | **2024** |
| **Malaysia:** | | | | | |
| • Peninsular | 252,543 | 252,451 | 252,606 | 252,350 | 250,534 |
| • Sabah & Sarawak | 164,154 | 163,856 | 163,866 | 163,939 | 163,418 |
| **Indonesia:** | | | | | |
| • Subsidiary | 22,578 | 22,578 | 22,578 | 22,578[1] | - |
| • Joint Venture (JVs) | 42,824 | - | - | - | - |
| **Total Landbank (excluding JVs)** | **439,275** | **438,885** | **439,051** | **438,867** | **413,951** |
| **Planted Areas for Oil Palm** | 335,404 | 336,315 | 334,075 | 333,765 | 324,563 |
| • Immature | 59,842 | 56,660 | 51,268 | 63,279 | 63,408 |
| • Mature | 275,562 | 279,655 | 282,807 | 270,486 | 261,156 |
| **Planted Areas for Rubber** | 11,010 | 7,668 | 7,204 | 7,203 | 7,123 |
| • Immature | 6,658 | 3,631 | 3,000 | 2,804 | 3,015 |
| • Mature | 4,352 | 4,037 | 4,203 | 4,399 | 4,109 |
| **Planted Areas for Other Crops** | 3,150 | 3,352 | 3,435 | 3,504 | 3,734 |
| • Immature | 2,912 | 3,111 | 3,151 | 3,123 | 3,124 |
| • Mature | 238 | 241 | 284 | 381 | 610 |
| **Total Planted Areas** | **349,564** | **347,335** | **344,714** | **344,472** | **335,420** |
| | **2020** | **2021** | **2022** | **2023** | **2024** |
| FFB Production (Million MT) | 4.29 | 3.98 | 3.99 | 3.64 | 3.97 |
| FFB Yield (MT/Ha) | 15.39 | 14.40 | 14.57 | 13.60 | 15.56 |
| FFB Processed (Million MT) | 14.13 | 13.04 | 14.25 | 12.69 | 14.18 |
| OER (%) | 20.32 | 20.54 | 20.35 | 20.68 | 20.61 |
| KER (%) | 5.09 | 5.04 | 5.06 | 5.02 | 4.81 |
| Utilisation Factor (%) | 70 | 65 | 71 | 67 | 75 |
| CPO Production (Million MT) | 2.87 | 2.68 | 2.90 | 2.62 | 2.92 |
| CPO Cost Ex-Mill (RM/MT) | 1,637 | 1,801 | 2,144 | 2,761 | 2,508 |
| Yangambi ML161 Seed Sales Volume (Million Units) | 15.00 | 21.30 | 25.03 | 27.05 | 25.62 |
| Fertiliser Sales Volume (Million MT) | 0.42 | 0.64 | 0.72 | 0.50 | 0.64 |
| Rat Bait Sales Volume (Million boxes) | 0.29 | 0.30 | 0.33 | 0.27 | 0.21 |
| **Oils & Fats** | | | | | |
| Average CPO Price (RM/MT) | 2,675 | 3,671 | 4,832 | 3,901 | 4,102 |
| Average PK Price (RM/MT) | 1,558 | 2,844 | 3,037 | 1,978 | 2,471 |
| Edible Oils Sales Volume (Million MT) | 0.35 | 0.39 | 0.40 | 0.39 | 0.42 |
| Biodiesel Sales Volume (Thousand MT) | 59 | 66 | 77 | 84 | 84 |
| Oleochemical Sales Volume (Million lbs) | 283 | 326 | 282 | 263 | 311 |
| **Sugar** | | | | | |
| Raw Sugar Import Volume (Million MT) | 1.09 | 0.97 | 1.01 | 0.99 | 1.16 |
| Export Sales Volume (Million MT) | 0.27 | 0.25 | 0.22 | 0.24[2] | 0.26[2] |
| Domestic Sales Volume (Million MT) | 0.75 | 0.69 | 0.75 | 0.79[2] | 0.83[2] |
| Utilisation Factor (%) | 47 | 44 | 46 | 48 | 54 |
| **Logistics & Support** | | | | | |
| Bulking and Storage Capacity (Million MT) | 0.97 | 1.01 | 1.00 | 1.02 | 1.04 |
| Bulking Volume (Million MT) | 8.22 | 8.21 | 8.36 | 7.51 | 7.64 |
| Storage Tank Turnover Rate (Times) | 8.47 | 8.15 | 8.37 | 7.33 | 7.32 |
| Transport Volume (Million MT) | 5.72 | 5.71 | 6.33 | 6.17 | 7.04 |

*[1] The Indonesian operation was divested in November 2023.*
*[2] These figures include the sale of molasses.*

# Financial Calendar

## 2024

### 26 February

- Announcement of the unaudited consolidated results for the fourth quarter ended **31 December 2023**
- Announcement of the Final Dividend of 3.0 sen per ordinary share under single-tier system, for the financial year ended **31 December 2023**

### 30 April

- Announcement of the Audited Financial Statements for the financial year ended **31 December 2023** and issuance of the **Annual Integrated Report 2023**

### 14 May

- **Notice of the 16th Annual General Meeting**

### 28 May

- Announcement of the unaudited consolidated results for the first quarter ended **31 March 2024**

### 20 June

- **16th Annual General Meeting**

### 27 August

- Announcement of the unaudited consolidated results for the second quarter ended **30 June 2024**

### 27 November

- Announcement of the unaudited consolidated results for the third quarter ended **30 September 2024**

## 2025

### 28 February

- Announcement of the unaudited consolidated results for the fourth quarter ended **31 December 2024**
- Announcement of the Final Dividend of 5.0 sen per ordinary share under single-tier system, for the financial year ended **31 December 2024**

### 27 April

- Announcement of the Audited Financial Statements for the financial year ended **31 December 2024** and issuance of the **Annual Integrated Report 2024**
- **Notice of the 17th Annual General Meeting**

# Investor Information

## Investor Relations

At FGV, we recognise investors as key stakeholders in driving our long-term growth. Our Investor Relations Department ensures transparent, data-driven communication on financial and operational performance. Through proactive engagement and adherence to Bursa Malaysia Securities Berhad's (Bursa Securities) Main Market Listing Requirements (MMLR), we strengthen shareholder confidence and maintain regulatory compliance.

### HOW WE ENGAGE

We adopt a structured and proactive approach to investor relations, ensuring clear communication of FGV's financial and operational performance, strategic direction, and sustainability commitments. Through engagements with the investment community, we foster meaningful discussions on FGV's growth trajectory and risk management strategies.

As investor expectations continue to evolve, particularly in areas such as climate action, responsible business practices, and governance transparency, we incorporate these considerations into our engagement approach. Our disclosures align with global frameworks such as the Task Force on Climate-Related Financial Disclosures (TCFD) and the International Sustainability Standards Board (ISSB), with performance updates shared through quarterly announcements, investor presentations, and corporate reports. These materials are readily accessible on our corporate website to ensure transparency.

*Further details on Investor Relations are available on our website at www.fgvholdings.com.*

### ENGAGEMENT AND COMMUNICATION CHANNELS

To keep investors well-informed, we leverage a range of engagement platforms and initiatives to maintain open and effective communication.

**Quarterly Financial Briefings** – Analyst briefings are held after each financial results announcement, providing clarity on our performance and outlook.

**Investor Conferences and Roadshows** – Participation in domestic and international investment forums, strengthening relationships with institutional investors and fund managers.

**Site Visits** – Visits to key operational sites offer investors firsthand insights into our operational improvements and strategic projects.

**One-on-One Meetings** – Direct engagement with institutional investors, analysts, and fund managers to address specific queries and concerns.

**Virtual Engagements** – Online sessions enhance accessibility, enabling broader investor participation, and facilitating meaningful discussions.

**Investor Engagement Activities**

| EVENT | TYPE OF ENGAGEMENT | DATE |
|---|---|---|
| CGS-CIMB 16th Annual Malaysia Corporate Day 2024 | Conference | 4 January 2024 |
| Engagement with Affin Hwang Investment Bank (IB) | Virtual Engagement | 2 February 2024 |
| 4QFY2023 Quarterly Results | Quarterly Briefing | 26 February 2024 |
| Visit to Ladang Besout and National Wildlife Rescue Centre (NWRC) with Sustainalytics | Site Visit | 13 March 2024 |
| Engagement with Hong Leong IB | Virtual Engagement | 19 March 2024 |
| Visit to FGV Dairy Farm in Linggi with Maybank IB | Site Visit | 2 May 2024 |
| 1QFY2024 Quarterly Results | Quarterly Briefing | 28 May 2024 |
| Visit to FGV Paddy Agro Valley in Sekinchan with Maybank IB | Site VIsit | 5 June 2024 |
| Visits to Pusat Penyelidikan Pertanian Tun Razak (PPPTR) & FTJ Bio Power, in Jengka with Maybank IB and TA Securities Holdings Berhad | Site Visit | 1 August 2024<br>5 September 2024 |
| 2QFY2024 Quarterly Results | Quarterly Briefing | 27 August 2024 |
| Visit to FGV Innovation Centre in Bandar Enstek with Maybank IB | Site Visit | 29 Oct 2024 |
| 3QFY2024 Quarterly Results | Quarterly Briefing | 28 November 2024 |

### KEY CONCERNS RAISED BY STAKEHOLDERS

Effective investor communication is essential for navigating regulatory developments and potential changes that may impact the business. Maintaining transparency remains a priority to uphold investor confidence amid evolving market conditions.

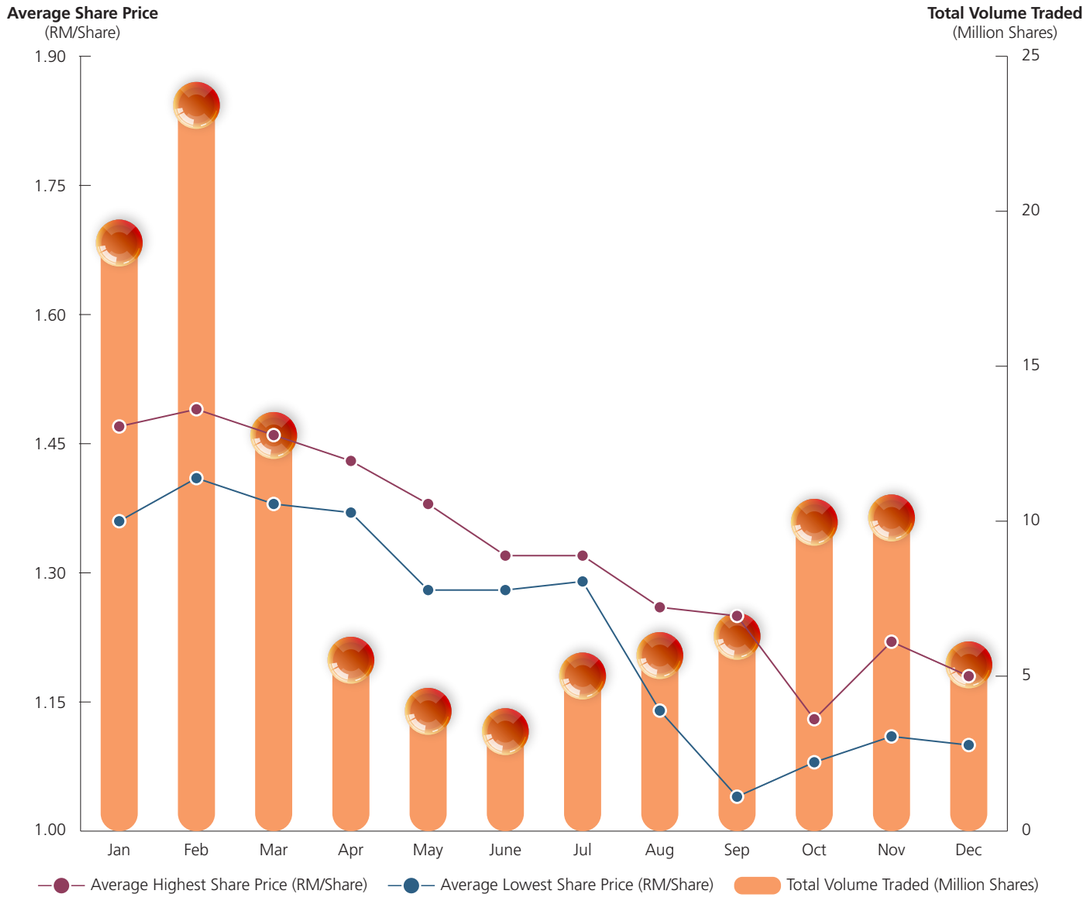
| ISSUES IMPACTING VALUE GENERATION | OUR RESPONSE TO THESE ISSUES |
|---|---|
| Labour Dependency and Rising Operational Costs | • Expanded mechanisation across estates, including Mechanical Assisted Collection and Transport (MACT) and Mechanical Assisted Infield Collection (MAIC).<br>• Implemented automation in mills using an unmanned weighbridge system.<br>• Enhanced digitalisation efforts through FGV's SMART Plantation initiative, modernising plantation operations by integrating advanced technologies. |
| Labour Shortages and Retention Challenges | • Strengthened migrant worker recruitment channels through qualified recruitment agents, ensuring responsible, and ethical hiring practices.<br>• Addressed labour shortages in Sarawak by working with authorities to ease recruitment constraints and exploring alternative sourcing countries.<br>• Enhanced worker welfare programmes in line with global labour standards, including improved accommodation, healthcare access, and fair wages. |
| Concerns Over Yield and Productivity Performance | • Strengthened estate practices through the 'Footprint' Initiatives, focusing on loose fruit collection, elimination of unharvested area, improve accessibility, and crop security.<br>• Enhanced Good Agricultural Practices (GAP) to mitigate the impact of extreme weather patterns such as El Niño and La Niña.<br>• Invested in high-yielding seedlings and precision agriculture techniques to improve FFB output. |
| Fluctuation in CPO Prices | • Enhanced estate productivity through mechanisation, precision agriculture, and optimised fertiliser application to improve yields and lower production costs.<br>• Expanded downstream business to reduce reliance on raw CPO sales, helping stabilise earnings.<br>• Ensured efficient cost management across upstream and downstream operations to build resilience against price downturns. |
| Foreign Exchange (Forex) Risk | • Managed Forex risks via hedging strategies to stabilise earnings against USD/RM fluctuations.<br>• Reviewed and optimised financial instruments to minimise currency-related financial exposure. |
| Increase in Raw Material Prices | • Implemented a strategic procurement approach, securing key raw materials at optimal pricing windows.<br>• Strengthened supplier partnerships to ensure cost efficiency and supply chain resilience. |
| Uncertainties Surrounding the Withhold Release Order (WRO) by United States Customs and Border Protection (U.S CBP) | • Submitted a petition for WRO modification in June 2024 and continued engagement with the U.S CBP.<br>• Invested RM126.73 million in infrastructure and sustainability initiatives for migrant workers, including improved accommodation and welfare.<br>• Reimbursed RM5.54 million in recruitment fees to 1,164 former migrant workers to uphold ethical labour practices.<br>• Established a Sustainability Steering Committee and WRO Task Force to oversee compliance and strengthen governance. |
| Pressure on Compliance & Sustainability Matters | • Submitted Scope 1, 2, and 3 emissions data for Science Based Targets initiative (SBTi) validation.<br>• Launched an Enhanced Sustainability Framework with five pillars: Economic Growth, Governance, Social, Environment, and Innovation and Transformation.<br>• Established a Gender Diversity in Top & Key Management Policy.<br>• Improved SPOTT ranking to 20th, achieving a score of 83.4%. |
| Non-compliance with the Public Shareholding Spread (PSS) requirement | • Received a directive from Bursa Securities to rectify non-compliance with PSS within six months, i.e., on or before 10 September 2025.<br>• Continued engagement with FELDA and relevant stakeholders to implement the action steps within the stipulated timeframe. |

Operational Management · Market Volatility · Sustainability Issues · Compliance with the MMLR

# Investor Information

## INVESTOR SENTIMENT AND SHARE PERFORMANCE

Our share price performance in 2024 was influenced by macroeconomic trends, operational performance, and investor sentiment toward the palm oil sector. Confidence remained stable as we continued to demonstrate operational resilience, reinforce our environment, social, and governance commitments, and enhance transparency in our disclosures.




| | Jan | Feb | Mar | Apr | May | June | Jul | Aug | Sep | Oct | Nov | Dec |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Average Lowest Share Price (RM/Share) | 1.36 | 1.41 | 1.38 | 1.37 | 1.28 | 1.28 | 1.29 | 1.14 | 1.04 | 1.08 | 1.11 | 1.10 |
| Average Highest Share Price (RM/Share) | 1.47 | 1.49 | 1.46 | 1.43 | 1.38 | 1.32 | 1.32 | 1.26 | 1.25 | 1.13 | 1.22 | 1.18 |
| Total Volume Traded (Million Shares) | 19.73 | 24.17 | 13.52 | 6.27 | 4.62 | 3.96 | 5.76 | 6.42 | 7.04 | 10.72 | 10.86 | 6.12 |

## ANALYST COVERAGE

As of 2024, FGV is covered by seven research houses, reflecting continued analyst interest in the Group.

| Research Houses |
|---|
| Affin Hwang Investment Bank |
| Bank Islam Malaysia Berhad (BIMB) Securities Sdn Bhd |
| Hong Leong Investment Bank (HLIB) |
| MIDF Amanah Investment Bank Berhad |
| RHB Investment Bank Berhad |
| TA Securities Holdings Berhad |
| CIMB Group Holdings Berhad |

## OUTLOOK

Looking ahead, our Investor Relations strategy will prioritise stronger investor engagement, enhanced transparency, and alignment with evolving market expectations. We remain committed to fostering long-term, trust-based relationships with investors while ensuring consistent, clear, and value-driven insights into our performance and strategy. Key priorities include:

### 1 Refining Investor Engagement Approach

- Expand direct engagement with institutional investors, analysts, and fund managers to clearly communicate FGV's strategic direction.
- Strengthen digital platforms and Invester Relations resources to provide seamless access to investor materials and insights.

### 2 Elevating ESG Communication

- Enhance disclosures on climate-related strategies, governance practices, and responsible business initiatives.
- Strengthen alignment with sustainability reporting frameworks such as TCFD and ISSB to meet global investor expectations.

### 3 Proactive Market Positioning

- Provide clearer insights into cost-optimisation efforts, efficiency initiatives, and capital expenditure plans.
- Engage investors on FGV's long-term growth prospects, including potential M&A activities, operational advancements, and portfolio diversification.

### 4 Regulatory and Risk Transparency

- Adapt communication strategies to address regulatory developments and potential policy shifts impacting the business.
- Ensure robust risk management disclosures to maintain investor confidence amid dynamic market conditions.

## ENQUIRIES

FGV prioritises open communication and encourages shareholder feedback throughout the year. Shareholders are welcome to raise queries or concerns related to the Group with the Investor Relations Department or the Group Strategic Communications Division.

For matters specifically concerning shareholding, shareholders may contact the Company's Share Registrar. Additionally, any concerns may be escalated to the Senior Independent Non-Executive Director. Contact details for these representatives are provided below.

**Investor Relations Department**

Nurul Syazatul Aiman Taifor
Head of Investor Relations
Level 20, Wisma FGV
Jalan Raja Laut
50350 Kuala Lumpur
Malaysia

03 2789 0000 03 2789 0001

**Group Strategic Communications Division**

fgv.enquiries@fgvholdings.com

**Share Registrar**

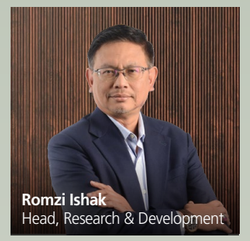
bsr.helpdeskboardroomlimited.com

**Platform for shareholders/stakeholders to convey concerns**

sid@fgvholdings.com



**Borhan Bachi**
Group Director, Plantation Division



**Romzi Ishak**
Head, Research & Development



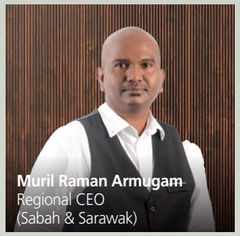
**Hamdan Ismail**
CEO, FGV Plantations (Malaysia) Sdn Bhd and Regional CEO (Peninsular 1)



**Abdul Malik Sekak**
CEO, FGV Palm Industries Sdn Bhd



**Rahimi Hissan Wahid**
Regional CEO (Peninsular 2)



**Muril Raman Armugam**
Regional CEO (Sabah & Sarawak)



**Zul Hasymi Saadul Kurzi**
CEO, FGV Agri Services Sdn Bhd



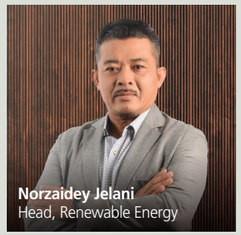
**Hashim Ali**
CEO, FGV Fertiliser Sdn Bhd



**Noor Hisham Hamid**
CEO, FGV R&D Sdn Bhd



**Mohd Holed Tarmidi**
CEO, FGV Rubber Industries Sdn Bhd



**Norzaidey Jelani**
Head, Renewable Energy

# Plantation Division




**Revenue**
▲ **RM1,350 million**
(FY2023: RM1,200 million)

**PBZT**
▲ **RM261 million**
(FY2023: RM39 million)

**Planted Area**
**335,420 Ha**

**FFB Received**
**14.18 million MT**

**FFB Yield**
**15.56 MT per Ha**

# Business Review: Plantation Division

## ESTATES AND MILLS

### WHO ARE WE AND WHAT WE DO

FGV's estates and mills segment manages 214 estates across Malaysia with 335,420 Ha dedicated to oil palm, rubber, and other crops. Through its 66 mills, the segment processes FFB from internal production, FELDA settlers, and third-party smallholders into CPO, contributing 4% to global CPO production.

To enhance productivity, we apply GAP, focusing on soil health, nutrient management, and high-yield planting materials. Mechanisation is integrated into harvesting and in-field collection, in improve efficiency and reduce labour dependency.

Our mills optimise processing and oil extraction rates (OER), refining FFB handling to maximise output. Sustainability is embedded in our operations through biogas capture, waste-to-wealth solutions, and water conservation. These initiatives ensure responsible plantation management while reinforcing FGV's role in Malaysia's agribusiness sector.



*Enhancing productivity for efficient and sustainable plantation operations.*

### KEY FOCUS AREAS

**Loose Fruit Collection**
Optimising loose fruit collection processes to reduce wastage and maximise yield recovery.

**Unharvested Bunches Elimination**
Focusing on harvesting and collecting all bunches to minimise losses and enhance productivity.

**Accessibility Improvement**
Maintaining sufficient weeding cycles and ensuring roads and bridges are ready for easy access to oil palm trees.

**Crop Security Enhancement**
Strengthening measures to protect crops from theft and damage, ensuring consistent yield quality and quantity.

**Mechanisation**
Ensuring corrective action and continuous improvement.

**Manuring**
Implementing the most effective formulation & methods suited to changing weather patterns.

**Replanting**
Establishing best practices in replanting, including the use of cover crops to preserve soil health and other GAP.

**Crop Quality Improvement**
Enhancing the quality of harvested crops to meet market standards and consumer demand.

**Milling Efficiency Improvement**
Improving milling efficiency to optimise OER and reduce energy consumption.

**Mill Capacity Upgrading**
Expanding processing facilities to increase capacity and accommodate higher throughput.

### BUSINESS ENVIRONMENT

The plantation estates and mills business operates in a dynamic environment shaped by global market trends, regulatory developments, and operational challenges. In 2024, profitability strengthened, supported by improved yields and greater efficiency across core operations. The Footprint initiative contributed to productivity by focusing on low hanging fruits, streamlining operations, and reducing losses.

Labour availability has improved, with shortages reduced from 16% in 2023 to 12% in 2024. This contributed to operational stability, ensuring a more consistent workforce to support harvesting and crop maintenance. Meanwhile, favourable raw fertiliser prices supported improved profitability.

However, the sector continues to navigate fluctuating palm oil prices, evolving sustainability requirements, and climate-related risks. Strengthening resilience through continued innovation and mechanisation, workforce optimisation, and efficiency-driven strategies remains a priority.

On the supply front, global palm oil production remains stable, but market fluctuations continue to shape demand and pricing. FGV remains competitive by focusing on yield improvements and enhanced processing efficiency across its mills. Sustainability remains a priority, with a strong emphasis on responsible practices and environmental stewardship. We continuously refine our approach to ensure resilience and operational excellence.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Applying GAP, including optimised fertiliser use and empty fruit bunch (EFB) application. | Achieved FFB production of 3.97 million MT in 2024, a 9% increase from 3.64 million MT in 2023. |
| • Introducing Footprint Initiatives to improve yield through enhanced loose fruit collection, elimination of unharvested bunches, improved accessibility, and strengthened crop security. | i) Yield increased to 15.56 MT per Ha in 2024, a 14% rise from 13.60 MT per Ha in 2023.<br>ii) Utilisation factor (UF) improved to 74.76%, in tandem with higher FFB production. |
| • Enhancing efficiency and sustainability through mechanisation, infrastructure upgrades, replanting, and improvements in OER. | iii) CPO cost ex-mill decreased by 9%, driven by lower processing and upkeep costs, as well as effective maintenance systems. |
| • Implementing a progressive recruitment process with strengthened end-to-end responsible hiring practices. | Labour availability improved to 88% from 84% in 2023, driven by increased labour availability in Sabah and Sarawak. |

### 2024 HIGHLIGHTS

Completed **89%** of the replanting programme. (Felling: 13,196 Ha / Planting: 18,543 Ha)

Improved the average oil palm age profile to **12.73 years.**

Applied 99% of the required fertiliser on mature areas, totalling **248,065 MT.**

Introduced the **electric steer power barrow** at estates and **unmanned weighbridges** at mills.

Managed **28,485 field workers,** achieving **88% workforce availability.**

Achieved ISO **45001 certification** for five estates: Lepar Utara 11, Setiu 01, Besout 06, Tenggaroh Timur 2, and Krau 04.

Received **Gold Merit, Gold Class 1, and Gold Class 2** awards from Malaysian Society for Occupational Safety and Health (MSOSH) Award 2024.

# Business Review: Plantation Division

## ESTATES AND MILLS

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Price volatility driven by shifting demand, tax structures, and competition from other vegetable oils, could affect profitability and market stability.<br>• Unpredictable weather from global warming and seasonal monsoons, disrupting palm oil output. | • Optimised yields and enhanced operational efficiency to mitigate external uncertainties and improve profitability. | • Increased yield by 14%, from 13.60 MT per Ha in 2023 to 15.56 MT per Ha in 2024. |
| • Stringent labour regulations, including *Akta 446, Akta Kerja 1955*, and the International Labour Organisation (ILO)'s 11 indicators of forced labour, create workforce constraints. | • Initiated efforts to improve the well-being, health, and safety of plantation workers by enhancing living conditions, including housing, amenities, and community development initiatives. | • Invested around RM127 million to improve workers' living standards in compliance with regulatory requirements. |

### OUTLOOK AND PROSPECTS

The oil palm plantation industry is expected to face continued workforce and cost pressures. Migrant worker quota restrictions introduced in mid-2024 may slow new recruitments, maintaining some labour constraints. Additionally, the planned minimum wage increase to RM1,700 in February 2025 is set to raise operating costs, posing challenges for the sector.

Despite these factors, FGV has made progress in securing a more stable workforce, leading to improved labour availability compared to previous years. This, combined with better weather conditions, is expected to support FFB output growth of up to 8% in 2025.

CPO prices are projected to remain firm in early 2025 due to seasonal production declines, Indonesia's expanded biodiesel mandate, and tighter global vegetable oil supplies. To strengthen resilience, FGV will continue enhancing estate productivity, increase mechanisation, and improving the OER to optimise operational efficiency.



*By implementing effective maintenance systems, we boost efficiency and achieve better results.*





## RESEARCH & DEVELOPMENT

### WHO ARE WE AND WHAT WE DO

FGV's Research and Development (R&D) arm has over five decades of expertise, pioneering advancements across the oil palm industry. Our research spans the entire supply chain, focusing on innovative solutions to enhance yields, optimise milling efficiency, and develop high-value downstream products, opening new revenue opportunities. As home to one of Southeast Asia's largest oil palm research centres, we are committed to scientific advancement and market-driven innovation.

We are Malaysia's largest producer of oil palm seeds, supplying over 27 million seeds annually, including the award-winning Yangambi ML161, which commands approximately 40% of the local seed market. Beyond seed innovation, our 700,000 MT-capacity fertiliser plant serves both domestic and international markets, reinforcing our role in advancing agricultural excellence.




*The R&D division develops quality planting materials while upholding sustainable practices.*

### KEY FOCUS AREAS

**Business and Product Development**
Fostering business growth and profitability through the development of innovative products, including planting materials, agricultural products, and fertilisers.

**Productivity Enhancement**
Enhancing overall productivity through the 25:23 initiative, focusing on improving yield per Ha and OER.

**Estates and Mill Modernisation**
Employing Internet of Things (IoT) and mechanisation technologies to boost productivity across FGV while reducing reliance on manual labour.

**Food Security Alignment**
Strengthening food segments through consumer products and strategic crops to support food security.

**Transforming Waste-to-Wealth**
Developing technologies to convert byproducts into high-value products, such as biofuels, bioplastics, and organic fertilisers in alignment with the Sustainable Development Goals (SDG) agenda.

# Business Review: Plantation Division

## RESEARCH & DEVELOPMENT

### BUSINESS ENVIRONMENT

The R&D landscape is evolving rapidly, shaped by market dynamics, economic conditions, and regulatory developments. In 2024, stabilised fertiliser prices provided a more favourable operating environment, leading to increased sales volume and stronger market demand. However, global supply chain shifts and raw material fluctuations continue to influence production costs, requiring ongoing optimisation in formulation and efficiency.

Technological advancements in biotechnology, precision agriculture, and AI-driven analytics are transforming research methodologies, enabling more efficient breeding, crop management, and product innovation. These innovations open new opportunities to improve productivity and develop high-value downstream products tailored to market needs.

At the same time, growing emphasis on sustainability and stricter environmental regulations are driving demand for solutions that enhance efficiency while minimising environmental impact. As the industry moves towards more customised and high-performance agricultural inputs, the segment remains focused on leveraging emerging technologies, strengthening industry collaborations, and delivering market-driven solutions to reinforce our leadership in agricultural innovation.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| Focusing on modernising estate operations and reducing reliance on migrant labour by expanding IoT technologies and precision agriculture. | Achieved 100% implementation of IoT tracking system, Estate Area Remote Sensing (EARS) across 21 estates to monitor harvesting, manuring, and other estate activities. |
| Launching a new version of FGV Geotagger to meet the growing need for precision agriculture tools, improving data accuracy for land management, and decision-making. | Deployed 15 units of FGV Geotagger across FGV estates to improve field operations. |
| Developing eco-friendly bioplastics materials from palm oil supply chain by-products, aimed at replacing conventional petroleum-based plastics in agriculture and the food industry. | Completed a lab-scale for Polyhydroxyalkanoate (PHA) extraction and purification using an identified strain to ferment sludge oil into PHA resin, using future plans to upscale and accumulate bio-resin for further application. |
| Introducing DNA profiling with Simple Sequence Repeats (SSR) markers for MD2 pineapple to ensure superior genetic inheritance, enhancing the quality and yield of planting materials. | Assessed 18 pineapple suckers to confirm their legitimacy as the MD2 pineapple variety for Anamanis clonal production, ensuring genetic consistency with the mother plant. |
| Introducing new palm-based food products, including Enriched Spread, Analogue Cheese, Frying Oil & Shortening, and Yoghurt Drink. | Completed the product's regulatory and compliance process, with the next step being proof of concept, including laboratory-scale applications and pilot trials. |

### 2024 HIGHLIGHTS

Recognised by the **Malaysia Book of Records** for the most DXP Oil Palm Germinated Seeds produced in Malaysia, with approximately 600 million seeds produced from 1976 until 2022.

Launched **Yangambi Platinum,** a new high-yielding clonal planting material.

Received the **Most Active Participant Award** under the Plant Material Certification Scheme (SPBT) for Fruit Commodity Category, presented by the Malaysian Department of Agriculture.

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Decline in national seed demand impacting the market share of Yangambi ML161 seeds. | • Strengthened market positioning through targeted campaigns highlighting sustainability and high-yield traits benefits.<br>• Launched Yangambi Platinum, a new high-yielding clonal planting materials. | • Increased seed market share to 41%, from 39.4% in 2023. |
| • Loss of key contracts impacting overall rat bait sales. | • Expanded market reach by enhancing distributions channels through strategic partnership and strengthening marketing via social media, webinars, and agronomist-led support. | • Opened new Agrishoppe outlets in key states.<br>• Installed four billboards at strategic locations.<br>• Appointed eight new distributors and reinforced trust with key industry players for rat bait business. |

### OUTLOOK AND PROSPECTS

Looking ahead, our R&D segment remains focused on innovation, market expansion, and technology adoption to drive long-term growth. We continue to enhance our product portfolio with advanced fertilisers and improved planting materials for greater resilience and productivity while strengthening our presence in key markets such as India, the Philippines, Thailand, Africa, and Indonesia. Beyond oil palm, we are diversifying into non-oil palm products to unlock new revenue streams and cater to broader agricultural needs.

Strategic collaborations with industry experts, including Malaysian Palm Oil Board (MPOB), alongside research initiatives, will support this expansion by ensuring a steady supply of high-quality seeds and innovative solutions across various crop sectors. At the same time, we are advancing sustainable and smart agriculture solutions by integrating precision farming, automation, and digital tools like FGV Geotagger and IoT tracking to enhance estate management. As part of this, we are developing and implementing automation and digitalisation across estates and mills in Pahang under the Smart Plantation Model, which will serve as the benchmark for all estates and mills. Additionally, we are exploring opportunities in pest management and customised agricultural solutions to meet evolving industry demands.



*With advanced technologies, we focus on innovation and maintain sustainable growth.*

# Business Review: Plantation Division

## RUBBER

### WHO ARE WE AND WHAT WE DO

Our Rubber segment boasts over 50 years of expertise in the rubber industry, with operations supported by rubber sourced 30% internally from local plantation estates and 70% through imports to meet production demand. We operate five factories in Malaysia producing Standard Malaysian Rubber (SMR) and Green Rubber products, along with a facility in FELTEX, Thailand, that produces latex concentrate for global glove manufacturers. Additionally, our facility in FGV CVC Cambodia Co., Ltd. specialises in Standard Cambodian Rubber (CSR). With a total production capacity of 248,740 MT, we are among the key players in the global rubber market.

FGV is the sole producer of Green Rubber products in Malaysia, including FGV-ENR (Ekoprena) and FGV-DPNR (Pureprena), which are primarily used in automotive and engineering parts, with some applications in eco-friendly tyres. These sustainable rubber solutions support the industry's shift towards eco-friendly materials in high performance applications.



*As one of the producers of SMR, FGV continues to enhance quality, efficiency and sustainability in our operations to meet market demands.*

### BUSINESS ENVIRONMENT

In 2024, FGV's rubber business navigated a dynamic landscape shaped by supply challenges, regulatory shifts, and rising costs. Unfavourable weather conditions disrupted global rubber production, raising concerns over raw material availability. Meanwhile, the EUDR heightened the need for traceability, prompting Malaysia and Indonesia to push for clearer guidelines to safeguard smallholder participation.

To ensure compliance, FGV strengthened traceability through geo-mapping, securing EUDR-compliant production at two rubber factories, each producing 2,000 MT of deforestation-free, sustainable rubber monthly. Additionally, the Palong 8 rubber factory obtained Forest Stewardship Council (FSC) certification, reinforcing responsible sourcing practices and maintaining access to premium markets.

Limited land availability for rubber cultivation continues to affect local sourcing, prompting FGV to bridge production gaps by sourcing 70% of raw materials from Southeast Asia and Africa at competitive prices. However, rising variable costs due to geopolitical tensions and supply chain disruptions have put pressure on margins. Port congestion and container shortages further drove up transportation costs and caused delivery delays. In response, FGV diversified shipping routes, expanded haulage providers, and increased warehouse capacity, helping to minimise shipment delays and improve customer satisfaction from 70% to 85%.

### OUTLOOK AND PROSPECTS

Global demand for natural rubber is expected to remain steady in 2025, driven by the automotive sector, particularly electric vehicle and sustainable tyre production. The shift toward green rubber is accelerating, with manufacturers prioritising low-carbon materials. To capitalise on this trend, FGV is expanding green rubber production and promoting certifications such as EUDR compliance to attract eco-conscious buyers. Growth in the construction and industrial sectors further supports demand, creating opportunities for high-value, bio-based, and recycled rubber products.

However, regulatory pressures such as EUDR compliance require stronger traceability and sustainability certifications, including FSC and Malaysian Sustainable Natural Rubber (MSNR). FGV is addressing this by strengthening supplier networks, improving local processing, and investing in digital traceability. Climate risks, labour shortages, and logistics disruptions remain challenges. These are being mitigated through regional sourcing, transportation optimisation, and smart farming.

FGV's rubber is committed to navigate the challenges by fostering strong teamwork, reinforcing compliance, enhancing traceability, and driving sustainable and profitable growth.



## RENEWABLE ENERGY

### WHO ARE WE AND WHAT WE DO

The Renewable Energy segment is a key driver of our waste-to-wealth initiatives, converting palm oil mill by-products into clean energy solutions. As the only plantation company operating 24 biogas plants nationwide, we generate electricity under the Feed-in Tariff (FiT) programme and through a rural electrification project. These efforts optimise palm oil waste while reinforcing our commitment to Malaysia's transition towards cleaner and more sustainable energy sources.




*We support Malaysia's shift toward cleaner and sustainable energy by optimising palm oil waste.*

### BUSINESS ENVIRONMENT

In 2024, the renewable energy sector continues to evolve amid growing sustainability commitments and regulatory changes. Demand for cleaner energy remains strong, but Forex fluctuations, particularly in the Japanese Yen, have affected the competitiveness of palm kernel shell (PKS) exports, as Japan remains the primary offtaker. Despite this, FGV has maintained its market presence by completing four shipments of Green Gold Label (GGL)-certified PKS to Japan, each carrying 10,000 MT, ensuring compliance with stringent sustainability standards.

At the same time, pricing pressures from Indonesian suppliers and evolving EUDR compliance in the biodiesel industry have added further complexity. In response, FGV has strengthened its certified biofuel portfolio, with International Sustainability & Carbon Certification (ISCC), and National Italian Scheme (NIS)-certified sludge palm oil (SPO) production reaching approximately 17,000 MT. This enhances traceability and provide access to premium markets, while supporting the growing demand for sustainable fuel alternatives.

FGV remains focused on strengthening its position through strategic collaborations, including partnerships with MPOB to enhance energy efficiency and meet renewable energy demand. These efforts also supports rural electrification, contributing to Malaysia's clean energy transition while maximising the potential of palm oil by-products.

### OUTLOOK AND PROSPECTS

The renewable energy segment is set for further growth, driven by increasing industrial and rural demand for sustainable energy solutions. Our strategic focus includes scaling up Biogas-to-Electricity (BTE) and Bio-Compressed Natural Gas (CNG) projects, while diversifying biomass feedstock supply chains to serve both local and international markets. Additionally, we aim to penetrate the certified SPO to meet global demand for sustainable aviation fuel (SAF) and biodiesel, leveraging the growing emphasis on renewable energy.

To enhance operational efficiency, we will commission new FiT and Bio-CNG plants, upgrade existing facilities, and implement process improvements. Regular maintenance and resource optimisation will remain central to maximising energy output, supported by cost monitoring initiatives to drive greater efficiency.

We remain committed to maintaining internationally recognised certifications such as ISCC, NIS, and GGL, ensuring compliance with global sustainability standards and strengthening market credibility. By advancing waste-to-energy technologies, FGV will continue to support global decarbonisation efforts while delivering long-term value to stakeholders.

# Oils & Fats Division



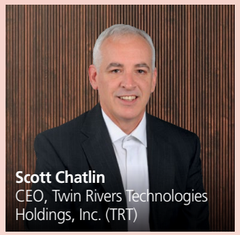
**Zulkifli Othman**
Group Director, Oils & Fats Division



**Mohd Azam Si Rajab**
CEO, FGV Trading Sdn Bhd



**Mohd Djunadi Samsuddin**
CEO, FGV Refineries Sdn Bhd



**Scott Chatlin**
CEO, Twin Rivers Technologies Holdings, Inc. (TRT)



**Mahyuddin Bolong**
CEO, FGV Kernel Products Sdn Bhd



**Roziyatulshima Zamil**
CEO, FGV Biotechnologies Sdn Bhd




**Revenue**
▲ **RM16,704 million**
(FY2023: RM14,554 million)

**PBZT**
▼ **RM205 million**
(FY2023: RM267 million)

**Average CPO Price**
**RM4,102 per MT**

**Average PK Price**
**RM2,471 per MT**

# Business Review: Oils & Fats Division

## BULK COMMODITY

### WHO ARE WE AND WHAT WE DO

The Bulk Commodity cluster plays a vital role in the Oils & Fats Division, driving global sales and trading of bulk oils, while ensuring seamless process from FFB to logistics, regulatory compliance, and sustainability. Our specialists manage the sale and trade of vegetable oils, oversee global shipment and maintain traceability across local and international markets.

As a reliable end-to-end solutions provider, we optimise local and export planning to ensure smooth delivery and consistent product quality, serving as a single point of contact for customers. This segment supports the Group's entire oils & fats portfolio, including lauric and processed palm oils (PPO), while upholding high industry standards. With increasing demand for certified sustainable oils, we continue to align with evolving regulatory and market requirements, further strengthening FGV's global competitiveness.



*Strengthening the bulk commodity segment through strategic sourcing, market adaptability, and operational efficiency.*

### KEY FOCUS AREAS

**Profitability Optimisation**
Maximising profitability through comprehensive trade strategies, value chain improvements, and talent-led decision-making to strengthen margins.

**ESG Integration in Operations**
Embedding sustainability principles into daily operations to ensure compliance with ESG commitments and certification standards, while maintaining responsible long-term practices.

**Value Chain & Supply Chain Optimisation**
Strengthening the value chain and supply chain spectrum to enhance cost efficiency, operational resilience, and margin growth.

**Downstream Market Support**
Supporting the downstream segment by expanding market reach, strengthening presence in destination markets, and optimising trade performance.

### BUSINESS ENVIRONMENT

In 2024, the bulk commodity cluster operated in a volatile market shaped by fluctuating commodity prices, trade restrictions, and currency shifts. Rising palm oil production, higher shipping costs, and intense price competition added to the challenges, impacting margins and market dynamics.

To strengthen its position, the cluster focused on expanding its export footprint and diversifying high-value product offerings, including sustainable palm oil. Efforts to enhance operational efficiency, secure competitive pricing, and reinforce supply chain resilience helped mitigate cost pressures and improve market competitiveness.

With CPO and Processed Palm Oil (PPO) sales volume increasing by 7%, the segment capitalised on global demand, leveraging strategic partnerships and operational improvements to support continued growth. As the market evolves, agility and value-driven strategies remain crucial in maintaining FGV's market presence while advancing its sustainability priorities.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Strengthening FFB supply through strategic collaborations with external suppliers, including independent smallholders and Government-Linked Company (GLC)-owned estates. | • Achieved over 50% traceable FFB, meeting the annual target.<br>• Increased CPO and PPO production, leading to a 7% rise in sales volume, in line with nationwide production growth. |
| • Maintaining compliance with the EUDR for crude palm kernel oil (CPKO). | • Delivered nearly 45,000 MT of palm kernel (PK) to crushing plants, resulting in the production of 15,570 MT of CPKO, in accordance with EUDR requirements. |

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Sharp fluctuations in global CPO and PPO prices, impacting revenue stability and margin predictability. | • Implemented hedging strategies and continuous market analysis to align sales and procurement decisions with price trends. | • Increased CPO and PPO sales volume by 7% to 3.18 million MT. |
| • Escalating freight rates from key export hubs, driven by higher fuel costs and supply chain disruptions, could increase operational costs. | • Monitored daily freight rate movements and secured preliminary vessel sourcing based on sales planning to optimise shipping costs. | • Leveraged digitalisation enhancements for collective planning, mitigation, and monitoring across the bulk oils supply chain. |
| • Difficulty in verifying traceability data from external FFB suppliers. | • Strengthened engagement with external estates and smallholders to achieve Traceability-to-Plantation (TTP) and enhanced digital tracking of FFB supplier data. | • Conducted engagements with external suppliers and established a Grievance Management system to address non-compliance matters. |

### OUTLOOK AND PROSPECTS

The bulk commodity business continues to navigate a landscape shaped by fluctuating global vegetable oil production and evolving tariff structures in key markets. Regulatory pressure on sourcing and traceability, particularly with the introduction of the EUDR, is influencing market access and buyer expectations. Indonesia's biodiesel mandate remains a key driver of demand. These developments present a mix of risks and growth opportunities, reinforcing the need for a responsive, compliance-driven market strategy to sustain revenue and competitive positioning.

To capitalise on opportunities, FGV will prioritise premium oil sales in high-value markets, expand its presence in key destinations, and maximise refinery capacity in East Malaysia. Securing ISCC and the Supply Chain Certification Standard (SCCS) will further strengthen FGV's sustainability credentials.

FGV's collaboration with FELDA for *Pusat Mengumpul Sawit* (PMS) operations will support settlers, while optimising tank management at the Kuantan Bulking Installation will enhance efficiency. To mitigate challenges, FGV will strengthen market monitoring, refine hedging strategies, and improve logistics efficiency. Upgrading the digital platform will enhance trading capabilities, FFB supplier management, traceability, and sustainability. Periodic checks, training, and screenings of external FFB suppliers will ensure responsible sourcing and compliance with FGV's Sustainability Policy, reinforcing the company's commitment to ethical practices and operational resilience.

# Business Review: Oils & Fats Division

## EDIBLE OILS

### WHO ARE WE AND WHAT WE DO




*FGV focuses on product quality, operational efficiency, and a value-driven approach.*

FGV's Edible Oils cluster specialises in refining and distributing palm-based oils, including CPO, refined palm oil, and palm kernel oil (PKO), serving both domestic and international markets. With refineries in Malaysia and Pakistan, FGV processes CPO into high-quality cooking oils & fats for industrial and consumer use.

The business focuses on expanding market reach and capitalising on rising palm oil demand, particularly in emerging economies. By enhancing operational efficiency, driving product innovation, and pursuing market expansion, FGV continues to strengthen its position in the global palm oil market and support overall business growth.

### KEY FOCUS AREAS

**High-Margin Products**
Diversifying the product portfolio by producing high-iodine value (IV) oil, offering added value and versatility for various applications.

**Geographic Expansion**
Expanding product sales to Mekong countries and the Middle East & East Africa (MEEA) markets.

**Export Sales of Refined Oil (Lauric Segment)**
Expanding international reach to capitalise on growing global demand for high-quality PKO.

**Palm Kernel Expeller (PKE) Sales for Local Market**
Boosting resource efficiency and sustainable practices by increasing PKE sales in the local market.

### BUSINESS ENVIRONMENT

In 2024, the edible oil business navigated a competitive market driven by shifting consumer preferences, rising sustainability demands, and evolving trade policies. Focusing on niche, high-value products, FGV introduced high IV (IV65) oils and PKO in compliance with EUDR requirements, reinforcing its commitment to responsible sourcing.

The business expanded its service offerings with diverse packaging solutions, including flexi bags, to cater to industry needs while optimising costs. High-quality, low-cloud point oils enabled market expansion into colder regions, meeting stringent performance and sustainability standards.

By enhancing product quality, operational efficiency, and market reach, FGV strengthened its global presence while maintaining a responsible, value-driven approach. These efforts positioned the business for sustained growth in an evolving industry landscape, where regulatory compliance and innovation remain critical to long-term success.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Expanding tolling production for CPO and blended oils. | • Achieved the highest tolling volumes for CPO and blended oils since 2020. |
| • Enhancing refinery capabilities to support growing demand for refined and crushed products. | • Developed and commisioned the new Fract750 refinery at Kuantan Port for premium products. |
| • Implementing targeted initiatives to improve refinery efficiency. | • Increased average refinery's UF to 80% and reduced processing costs by 6%. |
| • Enhancing export capabilities for lauric products to strengthen market reach and competitiveness. | • Achieved General Administration of Customs China (GACC) registration, enabling lauric products to be exported to China. |

### 2024 HIGHLIGHTS

Obtained **Lauric Production License** for Sahabat Oils Products refinery.

Achieved **ISCC certification** for all FGV refineries.

Received **MS682** and **Halal certifications** for Kuantan Oils Products refinery.

Won **Best Kernel Crusher Award** from MPOB.

Earned the **Silver Award** at the Malaysian Society for Occupational Safety and Health (MSOSH) Awards.

First Malaysian plantation companies to produce **CPKO, in accordance with EUDR requirements.**

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Rising tariffs and increasing operational expenses, impacting Sahabat operations. | • Negotiated a penalty-based agreement with Independent Power Producer (IPP) to offset increased processing costs with reduced start-up expenses. | • Adopted Eco-Diesel fuel as part of boiler operations.<br>• Projected to reduce plant start-up costs by a minimum of 30%. |
| • Lower UF at Tawau Oil Products refinery resulted in reduced quotas by *Kementerian Perdagangan Dalam Negeri, Koperasi Dan Kepenggunaan (KPDNKK)*. | • Engaged key customers to boost volume of packed products. | • Finalised an agreement with 99 Speedmart to boost the volume of packed products.<br>• Enhanced packing line versatility to ensure cost-effectiveness. |
| • Intensified price competition and low ceiling prices due to high CPO costs, impacting packed product sales. | • Improved processing efficiency for cooking oil. | • Managed energy costs effectively despite rising prices, keeping expenses within budget. |

### OUTLOOK AND PROSPECTS

The edible oil business will continue to operate in a competitive and evolving market in 2025, with dynamics largely mirroring those of 2024. Moving forward, we will focus on expanding our market presence and diversifying product offerings by advancing downstream and targeting niche markets to enhance resilience against price volatility.

Key priorities include scaling up hard stearin production, increasing local market share for cooking oil and PKE, and expanding the refined lauric segment into new territories, capitalising on the growing demand for sustainable palm oil. Additionally, we aim to strengthen brand presence in untapped international markets such as Korea and China, leveraging rising demand for renewable feedstock. These efforts will reinforce FGV's market positioning while upholding the highest sustainability standards.

# Business Review: Oils & Fats Division

## CHEMICAL MANUFACTURING

### WHO ARE WE AND WHAT WE DO

FGV's Chemical Manufacturing cluster offers a diverse portfolio of bio-based chemicals and specialty products, delivering high-quality solutions across industries. With plants in Malaysia and the United States (U.S) the business focuses on sustainability through the production of oleochemicals and biodiesel, supporting efforts to reduce environmental impact. Using advanced technology and eco-friendly processes, FGV manufactures coconut and palm fatty acids, palm methyl ester (PME), and glycerine, while integrating waste-to-wealth solutions. By leveraging innovation and a responsible supply chain, this cluster continues to provide value-added, sustainable solutions for global and domestic markets.




*FGV continues to expand its chemical offerings to meet industry needs with enhanced product quality.*

### KEY FOCUS AREAS

**Market Expansion**
Focusing on higher-margin segments such as food and Kosher/Halal applications.

**By-product Management**
Minimising low-value by-products through innovation and asset optimisation.

**Operational Excellence**
Enhancing plant reliability, cost control, safety, and environmental performance.

**Manufacturing PME & Glycerine**
Leveraging advanced technology in the production of high-quality PME and glycerine premium grade.

**Effective Waste Management**
Incorporating innovative waste management strategies by reducing, reusing, and recycling by-products from PME and glycerine production processes.

### BUSINESS ENVIRONMENT

**BIODIESEL**

Global commodity price volatility, particularly fluctuations in palm oil prices and the diesel price rationalisation in Malaysia, posed significant challenges to our operations and demand landscape. This was reflected in a 3% decline in biodiesel sales volume due to lower diesel demand. Despite these pressures, we successfully navigated market uncertainties through targeted customer relationship management strategies, productivity enhancements, and improved plant reliability. These measures reinforced operational efficiency, ensured business continuity, and strengthened our ability to adapt to shifting market conditions.

**OLEOCHEMICALS**

Rising feedstock prices created an unstable demand environment for our product range. Initially, animal fats were priced more competitively than vegetable-based alternatives, leading to margin pressures. However, as the price gap narrowed, we capitalised on our fully vegetable-based platform to regain market share, resulting to an 18% surge in oleochemical sales volume as consumer demand grew across all market segments. By offering tailored solutions aligned with evolving customer needs, we not only restored margins but also strengthened our market position amid increasing volatility.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Enhancing facility capabilities by obtaining Kosher/Halal, and food grade certifications to meet diverse market requirements. | • Secured Kosher and Halal certification for over 65% of product lines, with the entire facility certified as food-grade capable, enabling participation in higher-margin markets. |
| • Focusing on optimising glycerine production to cater to rising demand in both domestic and export markets. | • Achieved over 100% of premium-grade glycerine sales to both existing and new customers. |

### 2024 HIGHLIGHTS

Commanded a **22% share** of the North American-produced Fatty Acid market (excluding imports).

Held **more than 70%** of the biodiesel market share in East Coast Peninsular Malaysia.

**Secured quality and sustainability certifications** including, Hazard Analysis and Critical Control Points (HACCP), Good Manufacturing Practice (GMP), RSPO & MSPO, and ISCC.

### CHALLENGES AND MITIGATION

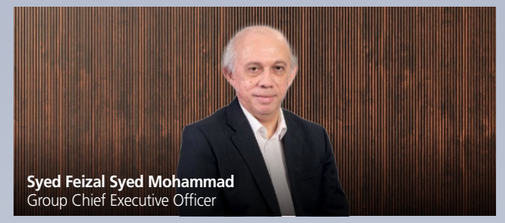
| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Uncompetitive palm oil prices compared to tallow are hindering the U.S transition to vegetable-based products. | • Established a complex supply chain to support a major consumer's transition from tallow to palm-based alternatives. | • Secured a multiyear supply deal with a major consumer products company. |
| • Diesel subsidy rationalisation, has reduced domestic demand and disrupted market dynamics. | • Engaged with customers, ministries, and regulatory bodies to align on key initiatives and foster collaboration. | • Maintained ongoing engagement with the Ministry to expedite the implementation of the B20 mandate. |

### OUTLOOK AND PROSPECTS

As global markets evolve, this cluster is strengthening operational agility, forging strategic partnerships, and advancing innovation to drive long-term growth. With a focus on sustainability and high-value markets, we are expanding our waste-to-wealth initiatives and developing innovative applications for sustainable chemicals to diversify our customer base and unlock new revenue streams.

Our U.S business is set to grow its specialty product in food grade and Kosher/Halal segments, optimising by-products through advanced processing, and securing long-term palm-based supply agreements. As palm oil becomes more competitive, we are also shifting tallow-based fatty acid applications to palm-based alternatives, and strengthening our presence in Kosher-certified and food-grade markets to meet growing demand. We are also optimising our glycerine portfolio by leveraging Kosher certifications, U.S based production, and food-grade capabilities.

At the same time, we are broadening PME applications to new sectors such as marine and aviation while maximising export opportunities to non-European destinations by capitalising on favourable palm oil-gas oil spreads. With an integrated supply chain and sustainability-driven innovation, we are well-positioned to anticipate industry shifts, enhance value creation, and strengthen our market position in the global chemicals sector.



**Syed Feizal Syed Mohammad**
Group Chief Executive Officer



**Hasni Ahmad**
Group Chief Operating Officer



**Ab Aziz Ismail**
Chief Financial Officer



**Cheah Poh Lye**
Head of Operations, MSM Prai Berhad



**Mohd Amir Redzuan**
Head of Operations, MSM Sugar Refinery (Johor) Sdn Bhd



**Sanuri Saari**
Head of Operations, Sungai Buloh Warehouse

*Further information can be found in the MSM's Annual Integrated Report.*

# Sugar Division




**Revenue**
▲ **RM3,544 million**
(FY2023: RM3,091 million)

**P/(L)BZT**
▲ **RM79 million**
(FY2023: -RM23 million)

**Total Sales Volume**
**1.09 million MT**

**Average Group UF**
**54%**

**Domestic Market Share**
**60%**

# Business Review: Sugar Division

## SUGAR

### WHO ARE WE AND WHAT WE DO

MSM Malaysia Holdings Berhad (MSM), the 51%-owned subsidiary of FGV's Sugar Division, is Malaysia's leading refined sugar producer, commanding approximately 60% of the domestic market. With an annual refining capacity of 2.05 million MT across its two refineries, MSM Prai Berhad (MSM Prai) and MSM Sugar Refinery (Johor) Sdn Bhd (MSM Johor), the group ensures a stable and reliable sugar supply for both local international markets.

As a key player in the national sugar supply chain, MSM plays a vital role in maintaining a stable and competitive supply while expanding its presence in regional and global markets. Its flagship brand, Gula Prai, remains a household name, recognised for its consistency and excellence. Through operational efficiency, financial resilience, and sustainable growth, MSM continues to adapt to evolving market demands and strengthen its market leadership.




*MSM, a subsidiary of FGV, is Malaysia's leading sugar producer, supplying refined sugar to households and industries nationwide.*

### KEY FOCUS AREAS

**Export Optimisation**
Expanding market share in the Asia-Pacific region through strategic partnerships to drive sales and better pricing.

**Strategic Capital Management**
Enhancing cost efficiency, optimising capital expenditure, and strengthening financial planning to support profitability.

**Sustainable Operations**
Ensuring stable operations at MSM Prai while improving yield and UF at MSM Johor.

**Domestic Market Growth**
Strengthening market outreach to drive revenue and sales by optimising supply chains, forming strategic wholesaler partnerships, and segmenting production based on refinery locations.

### BUSINESS ENVIRONMENT

In 2024, the Sugar Division navigated economic and industry challenges while maintaining profitability through a strategic turnaround. Global inflationary pressures and geopolitical tensions continued to impact the cost of key inputs, including energy and logistics.

The global sugar supply faced disruptions due to climate-related production declines in key regions like Thailand and Brazil, along with India's extended export ban. These factors tightened supply and drove up global raw sugar prices, impacting the Sugar Division's performance. Currency volatility further influenced procurement costs, requiring strategic hedging measures.

The Malaysian government continued its RM1.00 per kilogram (kg) incentive to the local joint sugar industry to stabilise production costs and control retail prices for select packed sugar. However, the incentive was limited to controlled sugar products, requiring manufacturers to absorb higher costs for other segments.

Despite these challenges, we reinforced our leadership in the domestic market while expanding into Asia-Pacific region and other emerging markets. Operational stability remained a priority, with both refineries ensuring a steady supply to meet local and export demand. Strategic efficiency improvements and cost optimisation initiatives further enhanced production performance, resulting in better yields.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Improving domestic sales performance by maintaining high service and product quality while increasing volumes. | • Increased domestic sales volume (including molasses) to 0.83 million MT in 2024 from 0.79 million MT in 2023.<br>• Maintained approximately 60% market share for Gula Prai. |
| • Optimising export performance by strengthening international sales channels. | • Increased export sales volume to 0.26 million MT in 2024 from 0.24 million MT in 2023. |
| • Enhancing sustainable manufacturing performance by achieving economies of scale, improving production efficiency, optimising costs, and reducing carbon emission intensity. | • Average UF increased to 54% in 2024 from 48% in 2023.<br>• Yield improved to 96.2% in 2024 from 94.6% in 2023, ensuring consistent supply and operational stability. |

### 2024 HIGHLIGHTS

**Ranked 19th** and received the **Overall Excellence Award** at National Corporate Governance and Sustainability Awards (NACGSA) 2024.

Earned the **Silver Award** for Employer of Choice and Best CSR at the 24th MIHRA 2024.

**FTSE Score improved to 3.3,** with governance scoring the highest among ESG pillars.

Received the **Platinum Award** for Best Annual Report in Bahasa Malaysia, the **Silver Excellence Award** for Companies with Less than RM2 Billion Market Capitalisation at the National Annual Corporate Report Awards (NACRA) 2024, and the **Silver Award** at the Australasian Reporting Awards (ARA) 2024.

Received **Gold Class 1** recognition at the MSOSH Awards 2024 for MSM Prai, MSM Johor, and Sungai Buloh Warehouse.

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • High volatility in key input costs, impacting operational expenses and pricing stability. | • Implemented freight cost hedging through long-lerm contracts (LTC) and maintained high refinery utilisation and yield rates to stabilise costs and enhance efficiency. | • Hedged close to market prices, minimising risks, and preventing significant losses. |
| • Market instability due to importers capitalising on global price gaps and Forex rates. | • Engaged with the government to address sugar dumping and advocate for regulatory measures. | • Acknowledged the government's plan to regulate import permits and explore a new pricing mechanism to prevent profiteering and arbitrage, while ensuring fair pricing for both producers and consumers. |
| • Excessive import quotas disrupting the domestic market. | • Strengthened sales to long-term customers and business partners to reinforce support for local manufacturers. | • Increased overall sales volume (including molasses) to 1.09 million MT in 2024, reflecting a 6% rise from 2023. |

### OUTLOOK AND PROSPECTS

The Sugar Division remains focused on strengthening its market presence by expanding into neighbouring regions and securing strategic partnerships across industries. Growing the export segment in Asia-Pacific region remains a priority, with efforts aimed at increasing market share and secure higher premiums.

Pricing volatility will be managed through cost optimisation, price hedging strategies, and periodic reviews of ceiling and selling prices. Collaboration with stakeholders will also be key to regulating import quotas and ensuring market stability.

The sugar industry is expected to remain challenging in 2025, with high input costs, fluctuating raw sugar prices, and uncertainties in global supply chains. Heightened geopolitical tensions and ongoing trade conflicts may further impact trade flows. We continue to engage with the government on a sustainable pricing mechanism and measures to manage imported refined sugar. Despite these challenges, we are committed to strengthening our domestic and export markets while exploring new regional opportunities.

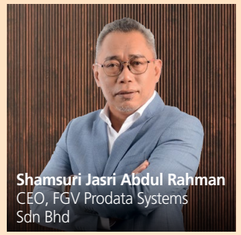
# Logistics & Support Division



**Kamaradin Selamat**
Group Director, LSD and CEO, FGV Johor Bulkers Group of Companies



**Jainal Ismail**
CEO, FGV Transport Services Sdn Bhd



**Shamsuri Jasri Abdul Rahman**
CEO, FGV Prodata Systems Sdn Bhd



**Amirul Hadi Azlan**
CEO, Felda Travel Sdn Bhd



**Abdul Rasheed JanMohammed**
CEO, FWQ Enterprises PVT (LTD)



**Revenue**
**RM531 million**
(FY2023: RM479 million)

**PBZT**
**RM157 million**
(FY2023: RM149 million)

**Bulking Volume**
**7.64 million MT**

**Storage Tank Turnover Rate**
**7.32 times**

**Transport Volume**
**7.04 million MT**

# Business Review: Logistics & Support Division

## BULKING & STORAGE

### WHO ARE WE AND WHAT WE DO

With over 50 years of experience, FGV's Bulking and Storage segment plays a vital role in global supply chains by providing reliable and efficient storage solutions. With 12 terminals across Malaysia and Pakistan, and a total capacity of 1.12 million MT, we cater to a wide range of storage needs.

Our expertise spans the storage of liquid bulk products, including edible and non-edible vegetable oils, renewable energy feedstock, biodiesel, and oleochemicals, as well as dry bulk products like PKS, PKE, and grains. Trusted by industry leaders, we deliver safe, efficient, and sustainable solutions to meet the evolving needs of global markets.




*FGV Bulking and Storage segment supports global supply by providing efficient and reliable storage solutions across 12 terminals.*

### KEY FOCUS AREAS

**Capacity Expansion**
Expanding bulking and storage facilities to boost overall capacity and support growing market demand.

**Operational Excellence**
Implementing strategies to optimise costs and advance sustainable energy solutions.

**New Venture Exploration**
Pursuing collaboration and growth opportunities with potential partners to expand reach and capabilities.

**Commercial Diversification**
Exploring product diversification opportunities related to biomass feedstock.

**Customer Retention**
Strengthening relationships with key customers to foster loyalty and drive sustained growth.

### BUSINESS ENVIRONMENT

In 2024, the Bulking and Storage business operated in a dynamic environment shaped by shifting market demands and regulatory changes. With a stronger focus on secure and efficient logistics, we enhanced operational reliability through modern facilities, strict quality control, and integrated storage solutions. Market volatility from fluctuating import policies in India and China affected demand for palm oil and other vegetable oils, while Indonesia's export restrictions and higher biodiesel mandates reduced inbound shipments, impacting storage volumes. Geopolitical unrest, conflicts, and vessel hijackings further disrupted trade flows.

Despite these challenges, we expanded storage capacity, diversified our customer base, and enhanced service offerings. Our fully computerised system, robust security measures, and integrated storage facilities improved throughput handling efficiency. As global trends drive resource efficiency and sustainability, we explored biomass opportunities, including PKS exports, supporting the shift to renewable energy and sustainable feedstock. These initiatives reinforce long-term resilience and position us for continued growth in an evolving market.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Expanding bulking and storage capacity to meet growing demand. | • Completed 13 new tanks with a total capacity of 24,900 MT for renewable feedstocks at Tanjung Langsat Port.<br>• Initiated expansion at Terminal 4, Pasir Gudang, to add 31,000 MT of storage for crude vegetable oils, supporting high-value products such as oleochemicals and renewable energy feedstock. The project is 80% complete and is targeted for completion in 3Q 2025.<br>• Increased throughput handled by 2% to 7.64 million MT, in line with national CPO production growth and higher handling of premium products, including oleochemicals and acid oils. |
| • Venturing into biomass feedstock activities to align with current market trends. | • Delivered more than 100 MT of PKS for equipment testing to produce carbonised PKS. |

### 2024 HIGHLIGHTS

Secured **1st runner-up in the Lean Six Sigma Category** at the Innovation & Lean Six Sigma Convention 2024.

Recorded the **highest premium products** handled at **1.84 million** MT in 2024, the highest achievement since 2010.

Attained **91%** in the customer satisfaction survey, the **highest score** recorded from 2003 to 2024.

Maintained **higher boiler efficiency** and recorded **10% reduction** in fuel **consumption** across all terminals.

Achieved a **10% reduction** in foam pig usage.

Achieved a **13% reduction in Reverse Osmosis (RO) water usage** for boiler operations.

Received **GGL Certification**.

Received the **Gold Class Award** for the logistics and transportation sectors by MSOSH.

# Business Review: Logistics & Support Division

## BULKING & STORAGE

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Extreme weather patterns, including El Niño and La Niña, disrupting operations and reducing crop yields. | • Implemented a throughput charging strategy while diversifying the product portfolio by handling more premium products and venturing into commercial activities related to biomass feedstock. | • Sustained business revenue and profitability. |
| • Geopolitical unrest, conflicts, and vessel hijackings in export markets increased risks and complicating trade flows. | | |
| • Limited expertise in handling diverse product categories beyond edible and non-edible oils, restricting diversification into other potential product portfolios. | • Actively engaged potential business partners with extensive industry expertise while exploring expansion opportunities. | • Improved the process of identifying and evaluating strategic partners to strengthen business collaborations and foster long-term growth. |
| • Underdeveloped presence in key markets such as Indonesia, the Middle East, and North Africa, limiting market access and growth opportunities. | | |
| • Shifts in market demand from bulk to containerisation, challenging existing logistics and supply chain capabilities. | • Initiated exploration of the containerisation business as part of product diversification efforts. | • Built a robust knowledge base to identify new revenue opportunities and support future growth. |

### OUTLOOK AND PROSPECTS

In 2025, the Bulking and Storage business will continue operating in a complex landscape shaped by rising biofuel demand, evolving sustainability regulations, and shifting global trade dynamics. Expanding renewable energy mandates in key markets are expected to drive demand for specialised storage, while geopolitical tensions, volatile freight costs, and changing trade policies may disrupt trade flows and storage utilisation.

To capitalise on opportunities, we are expanding storage capacity and diversifying product offerings. The Terminal 4 expansion at Pasir Gudang is set to support demand for acid products and crude vegetable oil, while the 44,000 MT expansion at Terminal 2B will enhance storage for renewable feedstocks such as used cooking oil (UCO) and waste oil. These developments will strengthen our ability to handle premium and specialised products. Strategic collaborations with industry players support the handling of larger premium oil volumes, enable petrochemical storage expansion, and unlock broader revenue streams. We will also prioritise cost efficiencies and operational improvements, including the transition of boiler operations from diesel to natural gas. With these initiatives, FGV's bulking and storage business is positioned for sustained growth in a rapidly evolving market.



*Strategically located in Johor, our bulking facilities support efficient flow of downstream products to global markets.*





## TRANSPORT

### WHO ARE WE AND WHAT WE DO

FGV strengthens its supply chain through FGV Transport Services Sdn Bhd (FGVTS), its dedicated transport subsidiary and a certified multimodal transport operator (MTO) under the Ministry of Finance. Supported by a fleet of over 600 vehicles and strategically located depots across the country, we provide comprehensive logistics services that include land transport, freight forwarding, container haulage, warehousing, and courier solutions.

The segment plays an integral role in supporting the Group's core operations while also catering to a diverse range of industries. With a continued emphasis on efficiency, reliability, and regulatory compliance, we remain committed to meeting service expectations and maintaining stakeholder confidence.

As part of the Group's broader logistics ecosystem, we are focused on operational excellence and continuous improvement. By optimising routes, integrating services, and maximising fleet utilisation, we are strengthening transport connectivity and contributing to infrastructure development, while reinforcing the Group's presence within Malaysia's logistics landscape.




*Our transport operations ensure efficiency and reliability with a strong logistics network and a fleet of over 600 vehicles.*

### KEY FOCUS AREAS

**Inland Transport**
Optimising truck utilisation by catering to both internal and external customers, while expanding haulage and curtain sider services to support modern trade and Oil and Gas (O&G) products.

**Multimodal Transport Operator (MTO)**
Strengthening partnerships with the principal's local and international partners, while continuing to pursue new businesses opportunities by actively participating in government and external tenders.

**Supply Chain**
Driving business digitalisation through customised third-party logistics (3PL) and last-mile solutions, while streamlining courier operations and re-evaluating strategies for facility and warehouse upgrades.

**International Courier**
Expanding Hajj Baggage services beyond Malaysian pilgrims to include those from Indonesia, Pakistan, China, Singapore, and India while leveraging presence in Safwa Tower.

**Strategic Recruitment**
Building capabilities through the recruitment of experienced professionals from both internal and external sources.

### BUSINESS ENVIRONMENT

As the Group strives for growth, it faces challenges such as rising costs, intensifying competition, evolving regulations, and shifting consumer preferences. Addressing these challenges is essential for maintaining market relevance and achieving strategic objectives. In conclusion, focusing on profitability, embracing technological advancements, and prioritising sustainability will position the business for continued success. Continuous adaptation and innovation remain key to navigating the evolving landscape.

# Business Review: Logistics & Support Division

## TRANSPORT

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Optimising fleet deployment and improving operational efficiency by capitalising on increased internal production. | • Recorded a 14% increase in transport volume to 7.04 million MT, driven by higher internal production and FFB diversions. |
| • Implementing an international courier service for Hajj and Umrah baggage, ensuring efficient handling and logistics support for Malaysian pilgrims. | • Managed 276 MT of Hajj baggage during the 1445H/2024M season, marking a 15% increase from 240 MT in 2023. |

### 2024 HIGHLIGHTS

Received a **Certificate of** Appreciation from Kuantan Port, recognised as one of the top 15 forwarding agents.

**Planted 3,000 trees** and established a wildlife corridor at our estate in Gua Musang to protect endangered species.

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Competition for contract drivers amid rising demand in Malaysia and Singapore's transportation sector, making driver retention more challenging. | • Transitioned contract drivers under a new driver scheme and actively recruited additional drivers. | • Introduced the the Piece Rate Driver Scheme with enhanced benefits, resulting in the conversion of 15 vendor drivers and the hiring of 15 new drivers in 2024. |
| • Limited capacity to serve the external market, constraining road tanker and cargo operations. | • Optimised existing resources and explored formation of a dedicated unit to manage the external market. | • Initiated plans to establish an external inland transport unit using a hybrid model to expand capacity and improve service delivery to external customers. |

### OUTLOOK AND PROSPECTS

Malaysia's logistics market is expected to grow at a CAGR of 7.7%, reaching RM367.7 billion by 2027. In line with this trajectory, our transport segment is positioning itself to support a wide range of industries including manufacturing, food and beverage, automotive, and pharmaceuticals by focusing on operational efficiency and service innovation.

To capture growth opportunities, the segment is expanding its Inland Transport services into both upstream and downstream sectors. The entry into the Distribution and Courier Services (DCS) and Courier Express Parcel (CEP) segments will support rising demand for e-commerce fulfilment. This expansion is further supported by the development of oil and gas logistics, fourth-party logistics (4PL) offerings, and strategic regional partnerships that strengthen market presence.

Profitability remains a priority, with key initiatives including cost optimisation, pricing reviews, and service enhancements. The segment is also pursuing technology integration such as automation, data analytics, and smart logistics systems to improve decision-making and operational efficiency.

In support of the Group's sustainability goals, initiatives are being implemented to manage carbon emissions through the use of EURO V and alternative fuel engines, route optimisation, and recycling practices. These efforts aim to build a competitive, resilient, and future-ready logistics business.





## INFORMATION TECHNOLOGY

### WHO ARE WE AND WHAT WE DO

FGV drives digital transformation through its technology arm, FGV Prodata Systems Sdn Bhd (FGV Prodata), which provides end-to-end solutions in system integration, enterprise services, and managed Information Technology (IT) infrastructure. Since 1991, it has expanded its capabilities to serve government agencies, corporations, and industries such as telecommunications and defence. Recognised as one of Malaysia's Digital companies by the Malaysia Digital Economy Corporation (MDEC), and as an SAP Silver Partner and Value-Added Reseller, we offer a full range of SAP modules, including SAP S/4HANA, with the expertise to customise solutions tailored to local business needs. By driving FGV's digitalisation agenda, the segment enhances operational efficiency and contributes to the advancement of Malaysia's digital economy.



*We drive digital transformation with advanced IT systems and automated digital operations.*

### BUSINESS ENVIRONMENT

In 2024, businesses navigated rapid digital transformation, rising cybersecurity threats, and the growing need for automation and AI-driven solutions. Stricter regulatory requirements and evolving enterprise technologies pushed organisations to adopt smarter, more resilient systems to enhance efficiency and compliance.

FGV Prodata strengthened FGV's digital capabilities by advancing automation, AI-driven decision-making, and enterprise solutions. The Centralised Workers System (CWS) improved data accuracy, streamlined compliance monitoring, and supported WRO audit requirements. An automated weighing system was implemented ahead of schedule at FGV's palm oil mills, optimising workflows and reducing human intervention.

Preparations for SAP S/4HANA implementation are underway, laying the foundation for real-time decision-making and enhanced resource planning. Cybersecurity resilience was reinforced through an ongoing IT security improvement plan, while empanelment improved resource management and strengthened operational control.

### 2024 HIGHLIGHTS

Awarded a project **to develop, implement, and maintain MyInvois system** for LHDN.

Received the **Best GLC Partner Award** at the ACER Awards.

### OUTLOOK AND PROSPECTS

In 2025, the IT landscape is expected to continue evolving, with businesses prioritising digital transformation, automation, and cybersecurity to enhance resilience and efficiency. The phaseout of SAP Business Suite support by 2027 presents a significant opportunity, as many companies have yet to transition to S/4HANA. As one of the local SAP implementation partners, we are well-positioned to meet this demand, particularly among small and medium enterprises (SMEs) and companies listed on Bursa Securities.

Beyond SAP migration, the rising demand for enterprise solutions, Business Process Outsourcing (BPO), and Software-as-a-Service (SaaS) offers significant growth potential. We are exploring BPO as a strategy to diversify revenue streams while enhancing cybersecurity capabilities to strengthen our position as a trusted provider of secure digital transformation services.

By leveraging these opportunities and advancing our digital solutions, our IT business is set to navigate industry shifts and drive growth in an increasingly technology-driven environment.

# Business Review: Logistics & Support Division

## TRAVEL

### WHO ARE WE AND WHAT WE DO

With over 40 years of experience, FGV's Travel segment, Felda Travel Sdn Bhd (Felda Travel), is a recognised name in Malaysia's travel industry, offering comprehensive travel solutions. Accredited by the International Air Transport Association (IATA) and the Malaysian Association of Travel and Tour Agents (MATTA), we specialise in corporate travel management, supporting businesses and government agencies in optimising costs and improving travel efficiency. Felda Travel continues to strengthen its market position while adapting to evolving travel trends.



*Felda Travel offers professional and reliable travel management services tailored to corporate requirements.*

### BUSINESS ENVIRONMENT

In 2024, Felda Travel operated in an environment of evolving customer demand. Corporate travel remained strong, while Umrah and Hajj demand was stagnant.

Rising airfares and fuel costs drove up ticket prices, while competition in the Umrah sector intensified. We responded by strengthening partnerships and enhancing service offerings to remain competitive.

With hotel occupancy gaining momentum, targeted strategies were implemented to optimise room utilisation. To improve guest experience and support occupancy growth we completed the renovation of Hang Tuah Hall at Hotel Seri Costa, Melaka.

Recent industry challenges has also presented innovation opportunities, to offer a travel portal for prospective corporate clients, customised solutions, and stronger service delivery. We reinforced our market position by maintaining adaptability and ensuring business resilience.

### 2024 HIGHLIGHTS

Managed **307 Hajj** pilgrims for the 1445H/2024 season.

Introduced **travel portal** for potential corporate clients

Recognised as the **Most Outstanding Supplier** by the Malaysian Communications and Multimedia Commission (MCMC).

### OUTLOOK AND PROSPECTS

The global travel industry is set for continued growth, driven by corporate and leisure travel recovery, evolving consumer preferences, and increasing demand for Umrah and Hajj services. However, economic uncertainties, fluctuating costs, and increasing expectations will continue to shape the landscape.

Felda Travel is well-positioned to leverage these trends by enhancing its service offerings. We plan to expand our Hajj and Umrah services, offering premium packages, personalised experiences, and pre-Hajj engagement sessions.

In corporate travel, we will develop tailored packages that balance service quality, efficiency, and responsiveness. Strategic airline collaborations are expected to help create more value for clients, while meeting package offerings will optimise occupancy during low-demand periods. We strengthen our competitive position and drive long-term growth by staying ahead of evolving market trends.

In terms of people, we aim to gain a competitive advantage through its trusted reputation and association with FGV, which consistently attract bright talent.







# Business Review: Consumer Products Division

## CONSUMER PRODUCTS

### WHO ARE WE AND WHAT WE DO

The Consumer Products Division is committed to strengthening its market presence while expanding both locally and internationally. Through Delima Oil Products Sdn Bhd (DOPSB), it utilises innovation, market insights, and a robust distribution network to remain competitive.

SAJI, the flagship halal-certified brand, is a trusted culinary companion in Malaysian cuisine, offering a wide range of products to meet consumer needs. Supporting brands such as SERI PELANGI, ADELA, and PREMEO cater to different tastes and affordability levels. Beyond the retail space, the division provides industrial solutions locally and internationally, with a presence across MENA and ASEAN countries.




*FGV offers quality consumer products, making it a trusted culinary companion for households and industries.*

### KEY FOCUS AREAS

**Market Penetration**

Expanding domestic and regional presence across ASEAN, with a focus on key markets such as Vietnam, Cambodia, and Indonesia.

**Product Innovation**

Introducing new stock keeping units (SKU) under the SAJI, SERI PELANGI, and PREMEO brands to meet consumer needs throughout the entire meal preparation journey.

### BUSINESS ENVIRONMENT

In 2024, FGV's consumer products segment navigated a challenging landscape shaped by fluctuating raw material costs, evolving consumer preferences, and intensified competition. High CPO prices, coupled with government-imposed price controls on refined cooking oil, limited pricing flexibility in the local market. Consumers increasingly sought high-quality yet affordable products, with a growing preference for locally and sustainably sourced goods.

To stay competitive, we enhanced our product positioning and marketing strategies while reinforcing our role in the circular economy. Through initiatives such as SAJI *Seikhlas Hati* (SSH), we expanded our social impact efforts by providing sustainable, long-term community support. At the same time, evolving ESG and regulatory requirements continued to shape our approach to sourcing, packaging, and compliance.

Despite market challenges, the segment holds promising growth opportunities. Rising demand in ASEAN and MENA markets, driven by population growth and shifting consumption patterns, creates potential for expansion. The rapid growth of e-commerce and digitalisation is also transforming consumer engagement, highlighting the need for a stronger online presence and end-to-end fulfilment solutions.

By prioritising sustainability, innovation, and strategic market expansion, we are well-positioned to enhance our brand presence and drive long-term growth in an dynamic consumer landscape.

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Strengthening market presence through product distribution, competitive pricing strategies, and enhancements to the aroma and taste profiles of SERI PELANGI Margarine. | • Increased SERI PELANGI's margarine's market share to 53.5% in 2024, from 49.3% in 2023. |
| • Diversifying product portfolio by developing new offerings and strengthened retail presence for SAJI brand. | • Expanded the SAJI product range with 17 new SKU, including spices and pastes such as SAJI Sup Bunjut, SAJI Paste, and SAJI Kerisik.<br>• Increased shelf space for FGV products in the retail market. |
| • Expanding product offerings with the launch of PREMEO Blended Vegetable Oil in two variations: Palm & Sunflower Oil and Palm & Canola Oil, available in two sizes. | • Positioned PREMEO products to cater to a disctinct market segment, targeting working parents seeking higher-value, convenient, and nutritious meal options for their families. |

### 2024 HIGHLIGHTS

Distributed nearly **RM1.3 million** in wakalah funds to support the Asnaf community nationwide.

Provided tailored assistance and community outreach in **10 locations across Malaysia**.

Received the **Platinum award in the Cooking Oil category** at 2024 Readers' Digest Trusted Brand Award.

Received multiple **accolades at the 2024 Kancil Awards** for excellence in advertising, storytelling, and creative branding across various categories.

SAJI Cooking Oil remains the **No.1 preferred refined cooking oil** in 2024.

### CHALLENGES AND MITIGATION

| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Increased competition from lower-cost soft oils in the MENA region, shifting demand away from palm oil. | • Diverted our export focus from MENA to ASEAN countries. | • Maintained export business to offset potential palm oil sales losses in MENA, resulting in ASEAN export sales surpassing MENA in 2024, despite MENA historically generating twice the sales volume. |
| • High CPO prices squeezed margins, reducing the profitability of domestic palm oil-based products. | • Strategic CPO purchasing to hedge against price hikes. | • Stabilised production costs for all palm-based products despite CPO price volatility. |
| • Stagnant refined cooking oil ceiling prices limiting pricing flexibility despite high CPO costs. | • Strengthened partnership with private and government sectors to mitigate the high production costs of cooking oil.<br>• Expanded product offerings under the SAJI, SERI PELANGI, and PREMEO brands to accommodate to consumer needs. | • Reduced pressures faced by cooking oil products offset by other product offerings. |

# Business Review: Consumer Products Division

## CONSUMER PRODUCTS

### OUTLOOK AND PROSPECTS

The outlook for consumer products remains largely stable, though shaped by evolving dynamics. Rising disposable incomes, urbanisation, and changing dietary preferences continue to fuel demand for high-quality, convenient, and affordable food products. However, inflationary pressures and regulatory changes necessitate business agility.

The business environment remains highly competitive, with cost pressures from raw materials and regulatory constraints influencing pricing strategies. Through SAJI and SERI PELANGI, we aim to strengthen our position in cooking oils and yellow fats while expanding into sauces, condiments, spices, seasonings, rice-based products, and noodles. Meanwhile, PREMEO will continue enhancing its presence in the premium segment.

To support growth, FGV will implement new trading models to optimise export margins and strengthen its market position in Southeast Asia. By 2030, we aim to capture an additional 10% - 30% of the local market share across different food categories, alongside strategic acquisitions in Indonesia, Vietnam, and Thailand. Over the next decade, we plan to enter seven more SEA and MENA markets, aiming for a 6% market share in Wave 1 regions by 2040. With a strong foundation, continuous innovation, and focused strategic growth, we are well-positioned to drive long-term success in the consumer products segment.


Saji
Saji
Saji

# Business Review: Consumer Products Division

## INTEGRATED FARMING

### BUSINESS PERFORMANCE REVIEW

| KEY INITIATIVES | ACHIEVEMENTS |
|---|---|
| • Expanding processing capacity and introducing new dairy products to the market. | • Increased milk processing capacity at the Linggi facility, with yoghurt production now operating at 70% capacity.<br>• Launched a yoghurt drink, malt powder, and single-serve kefir to diversify the product portfolio. |
| • Strengthening market reach and distribution growth for Ladang'57 through wider retail and Hotel, Restaurant, and Cafe (HORECA) penetration. | • Expanded distribution to 4,290 outlets, progressing toward the 5,000-outlet target.<br>• Increased fresh produce and Paddy & Rice (P&R) distribution to 713 outlets, including unique Kedai FGV customers.<br>• Distributed Ladang'57 products to 433 retail outlets, enhancing presence in hypermarkets and the HORECA sector. |
| • Advancing sustainable contract farming to boost local rice and crop production. | • Cultivated approximately 800 Ha of fragrant rice through contract farming, enhancing local food production, and sustainability. |

### 2024 HIGHLIGHTS

**Achieved GLOBALG.A.P. certification** for the Collection, Processing, and Packaging Centre (CPPC) in Chuping Agro Valley, ensuring compliance with export-quality standards.

Granted the rights by the Malaysian Agricultural Research and Development Institute (MARDI) to **commercialise MRQ111**, an enhanced variety of fragrant rice.

Launched FGV Agro Rangers, a **RM15 million initiative** with Agrobank agrobank, the Association Association of Tropical Agriculture Malaysia (ATAM), and *Majlis Agama Islam dan Adat Istiadat Melayu Perlis* (MAIPs) to support MD2 pineapple farming.

Received a **RM5 million** grant from the Northern Corridor Implementation Authority (NCIA) for the development of rock melon cultivation.

**Received GLOBALG.A.P. v5.4-1-GFS certification**, the first for a Malaysian pineapple plantation.

### CHALLENGES AND MITIGATION

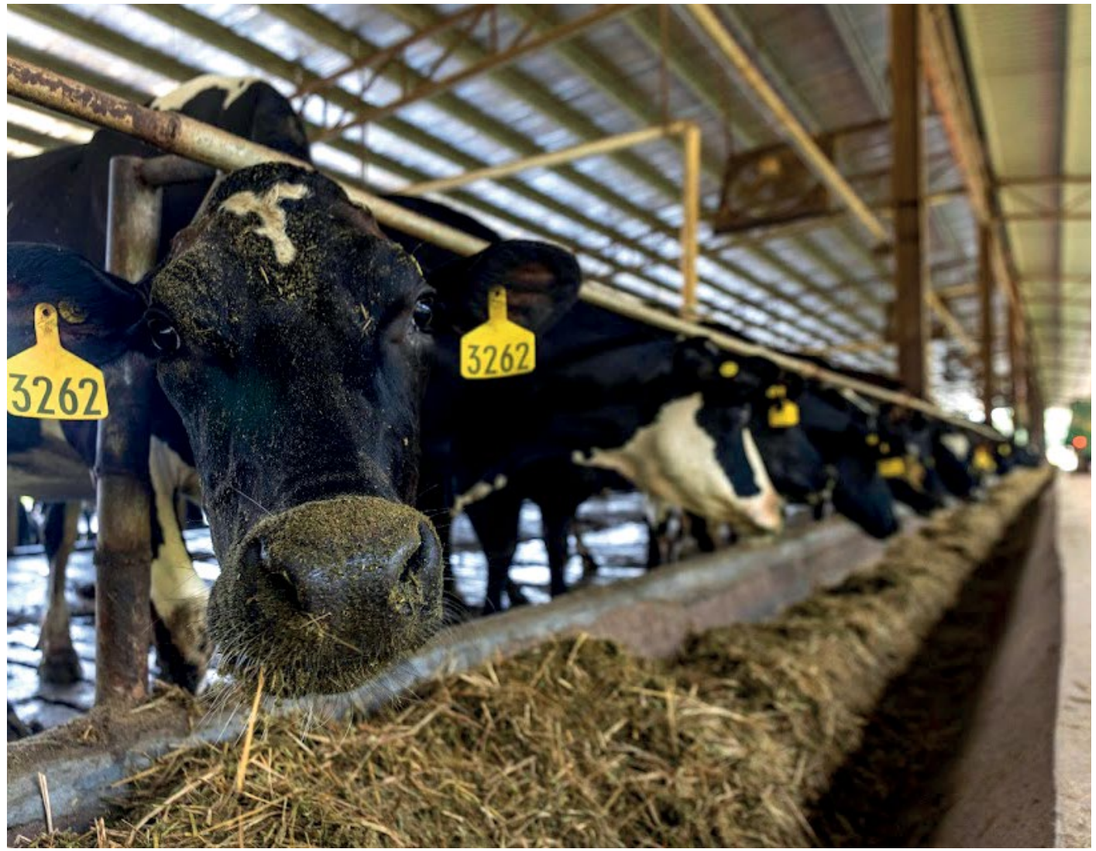
| CHALLENGES | MITIGATION ACTIONS | RESULTS |
|---|---|---|
| • Rising processing costs and increasing raw material prices, squeezing profit margins. | • Rearranged manpower schedules, controlled overtime, and optimised raw material procurement planning to reduce costs. | • Improved raw material procurement planning, and reduced cost by 4.6%. |
| • Market volatility, impacting pricing strategies, and product demand. | • Diversified product offerings and secured long-term agreements with buyers, stabilising pricing, and reducing reliance on a single crop or market. | • Introduced six new SKU, including yoghurt drink, malt powder, and single-serve kefir. |
| • Pests and diseases, impacting crop yields, and operational efficiency. | • Strengthened farm monitoring and early detection systems, enabling early detection of issues. | • Minimised crop losses by 4% and strengthened operational efficiency. |

### OUTLOOK AND PROSPECTS

The factors shaping the 2024 business environment continue to influence the agriculture and food sectors in 2025. Rising demand for locally sourced, high-quality produce, and sustainable farming practices presents growth opportunities in the agrifood industry.

To remain competitive, the segment is focusing on expanding its market presence, optimising operations, and enhancing product offerings. Plans include increasing Bright Cow's footprint, scaling up Cavendish banana and rock melon exports, and driving innovation in animal feed with Black Soldier Fly-based proteins, targeting double-digit market share growth. Strengthening supply chain resilience through improved logistics, automation, and strategic partnerships will also be key.

Sustainability remains a priority, with initiatives such as MyGAP certification for Chuping Agro Valley, repurposing agricultural by-products, and adopting eco-friendly packaging. As competition from regional markets intensifies, differentiation through quality, efficiency, and innovation will be essential to reinforcing FGV's position in the ASEAN and MENA markets.




*FGV's dairy business strengthens the local supply chain, empowers farmers, and nurtures a resilient food ecosystem.*

# Sustainability Review

As global expectations evolve, regulations tighten, and climate risks grow, FGV is intensifying our focus on delivering sustainable value to stakeholders. Sustainability is at the core of our operations, guiding how we grow, operate, and create value. Our Enhanced Sustainability Framework – spanning Economic Growth, Governance, Social, Environment, and Innovation & Technology – drives our long-term success.

## 2024 HIGHLIGHTS

- **Moved up to 20th from 26th place** in the 2024 SPOTT assessment, with a score of **83.4%**
- Adopted **Group Sustainability Policy 5.0**
- Launched the **Enhanced Sustainability Framework**
- Submitted near-term and long-term **GHG reduction targets** to Science Based Targets initiative (SBTi) for validation

FGV has an unwavering commitment to sustainability. Sustainability shouldn't be driven just in the context of palm oil or palm oil-related activities. It should evolve with the business.

**TAN SRI RASTAM MOHD ISA**
Chairman

### Environmental Responsibility

Our goal to achieve net-zero GHG emissions by 2050 is driven by concrete actions. This year, we have set our near- and long-term reduction targets and submitted it to the SBTi for validation. As we expand renewable energy use, we are also integrating mechanisation and climate-smart agriculture to enhance operational efficiency and reduce our environmental footprint.

### Social Impact

Our responsibility goes beyond environmental considerations. Human rights, traceability, smallholder inclusion, and responsible sourcing are central to maintaining an ethical, sustainable supply chain. We commit to the Malaysian Sustainable Palm Oil (MSPO) and the Roundtable on Sustainable Palm Oil (RSPO) standards, reinforcing transparency and accountability. Our human rights policies and supplier monitoring mechanisms continue to drive enhancements within our workforce and value chain.

### Governance

Strong governance is the foundation of our sustainability strategy. We are continuously enhancing regulatory oversight, risk management, and sustainability certifications to ensure accountability at all levels. Our focus on cybersecurity and a zero-tolerance approach to corruption upholds the highest ethical standards, building investor confidence and ensuring long-term stability.

### Looking Forward

2024 has been a year of significant progress, and we are on track to achieve even greater results in the future. We are not just responding to change; we are driving it. By embedding sustainability into everything we do, we continue to create value for all stakeholders. The steps we are taking today will ensure FGV's long-term resilience, competitiveness, and sustainability.

Sustainability is a cornerstone of good governance. We strive to be responsible corporate citizens, focusing on long-term impact and creating a legacy that will benefit future generations.

**FAKHRUNNIAM OTHMAN**
Group Chief Executive Officer



# Our Approach to Sustainability

**At FGV, sustainability is at the core of our strategic vision. We recognise that to drive long-term growth, we must balance economic success with environmental stewardship and social responsibility. As a global leader in the palm oil industry, we are committed to integrating sustainable practices across every facet of our operations, creating lasting value for all stakeholders.**

## OUR SUSTAINABILITY FRAMEWORK

In 2024, we enhanced our Sustainability Framework to strengthen our governance, drive innovation and ensure business resilience. The Framework is built on five key pillars **- Economic Growth, Governance, Social, Environment and Innovation & Technology**. Each pillar addresses critical aspects of FGV's sustainability agenda. It serves as the foundation of our sustainability strategy, guiding efforts in operational excellence, ethical governance, social responsibility, environmental stewardship, and technological advancement.

**Delivering Sustainable Foods and Agriproducts to the World**

| Economic Growth | Governance | Social | Environment | Innovation & Technology |
|---|---|---|---|---|
| • Economic Impact<br>• Business Development and Product Quality<br>• Traceability, Responsible Sourcing and Supply Chain Management | • Regulatory Compliance and Sustainability Certifications<br>• Data Security and Protection<br>• Corporate Governance and Risk Management<br>• Anti-Corruption and Anti-Bribery | • Community Development<br>• Diversity, Equity and Inclusion (DEI)<br>• Talent Development<br>• Human Rights and Labour Standards<br>• Occupational Health and Safety<br>• Smallholders | • Biodiversity and Land Management<br>• Climate Action<br>• Energy Management<br>• Soil, Pest and Disease Management<br>• Waste Management<br>• Water Use | • Operational Excellence |

**Our Targets and Milestones**

- Achieve Net Zero by 2050
- Contribute towards UN SDGs
- Compliance to Sustainability Regulations and Standards

## KEY ENHANCEMENTS

The enhanced framework introduces three new focus areas within key pillars to strengthen governance, environmental commitments, and social impact.

**EXPANDED ENVIRONMENTAL COMMITMENTS**
Accelerate carbon reduction efforts, enhance resource efficiency, and support biodiversity conservation.

**STRONGER SOCIAL INITIATIVES**
Focus on human rights, fair labour practices, and community well-being.

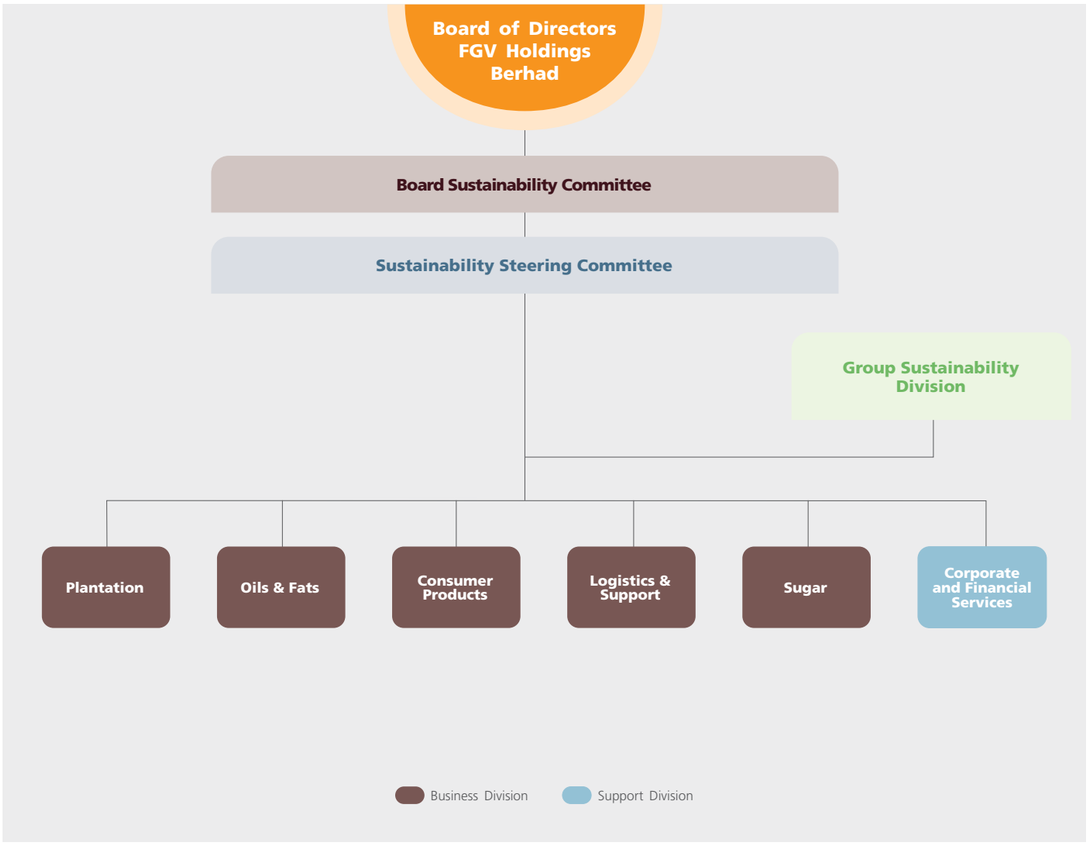
**GOVERNANCE IMPROVEMENTS**
Reinforce compliance, ethical leadership, and transparency.

With these enhancements, the framework ensures that our sustainability approach remains relevant, actionable, and aligned with stakeholder expectations. It serves as a blueprint for responsible growth and long-term resilience.

# Sustainability Governance

## GOVERNANCE STRUCTURE

FGV's sustainability governance framework ensures structured oversight across Board leadership, Board-level committees, and management execution. The chart below illustrates the structure of sustainability governance at FGV:




The Board provides strategic oversight on the Group's economic, environmental, social and governance (EESG) commitments and is supported by the Board Sustainability Committee. The Sustainability Steering Committee oversees and ensures the effective implementation of the sustainability initiatives throughout the Group. The Group Sustainability Division advises the Group on EESG matters, including aspects relating to human rights, climate action, supply chain due diligence among others.



# Economic Growth

## Economic Impact

### WHY IS IT IMPORTANT?

As one of Malaysia's largest agribusinesses, FGV plays a critical role in driving national economic prosperity. Our operations contribute significantly to Gross Domestic Product (GDP) growth, foreign exchange earnings, and food security, while supporting extensive supply chains that span plantations, manufacturing, logistics, and consumer products. The economic impact of our business extends beyond financial performance. We create employment opportunities, empower smallholders and stimulate local economies throughout our value chain.

### WHAT IS OUR APPROACH?

FGV's economic impact strategy is driven by Business Plan 2024-2026 (BP26), which builds on our strengths while addressing gaps to enhance competitiveness, financial resilience, and market expansion. BP26 is structured around four key focus areas, namely: market strengthening and expansion, operational excellence, financial management and cost optimisation, as well as the integration of sustainability. This approach ensures that sustainability is woven into every aspect of our economic growth.

### WHAT VALUE WAS CREATED IN 2024?

In 2024, we have generated a direct economic value of RM22.42 billion, of which the distribution is as follows:

| Disclosure | 2023 | 2024 |
|---|---|---|
| Direct economic value generated (RM billion) (Revenue and other income) | 19.54 | **22.42** |
| **Economic value distributed** | | |
| Operational costs (RM billion) | 16.28 | **18.68** |
| Employee wages and benefits (RM billion) | 2.03 | **2.25** |
| Providers of Capital: Total dividend (RM million) | 401.30 | **109.45** |
| Providers of Capital: Finance costs and Non-controlling interest (RM million) | 135.98 | **183.57** |
| CSR related initiatives (RM million) | 2.57 | **9.55** |
| Tax expense (RM million) | 224.00 | **242.04** |
| **Economic value retained (RM billion)** | 0.47 | **0.95** |

### WHAT IS OUR OUTLOOK?

We will continue to drive economic growth by advancing our BP26, which focuses on fostering sustainable development, generating employment, and uplifting communities. As a key contributor to Malaysia's agribusiness sector, we will continue to strengthen local economies through strategic investments and operational excellence. To stay ahead in an evolving market, we will make annual strategic adjustments, ensuring agility, competitiveness, and innovation.

# Economic Growth

## Business Development and Product Quality

### WHY IS IT IMPORTANT?

With the growing demand for sustainable and ethically sourced products, we focus on optimising land use and embracing innovative technologies to meet market needs effectively. This strategy not only strengthens our competitiveness but also builds a resilient business that benefits both the environment and the communities we serve.

### WHAT IS OUR APPROACH?

We focus on midstream and post-harvest processes to optimise resources, ensure efficiency, and meet market demands. By empowering our farmers for the upstream planting and shifting our focus to these processes, we can streamline the whole value chain operations and consistently deliver high-quality products while enhancing our market competitiveness and traceability. Central to this strategy is FGV Chuping Agro Valley (FCAV), where we plan to focus on high-impact and sustainable projects. A portion is dedicated to premium produce such as watermelon, MD2 pineapple, and passion fruit, serving both domestic and export markets. The remaining land supports grain corn, fodder corn, and animal feed production, diversifying our revenue streams and enhancing the integrated farming ecosystem.

### WHAT VALUE WAS CREATED IN 2024?

In 2024, FGV Integrated Farming (FGVIF) launched several new initiatives and continued to strengthen existing programmes, aligning with our commitment to enhance business development efforts and improve product quality.

**Expanding High-Value Crop Contract Farming Programme (FGV Agro Rangers)**

To strengthen our presence in both domestic and export markets, we focused on expanding high-value crop cultivation in 2024.

**Highlights:**

- Introduced diversified crop cultivation on 1,240 Ha of land, including watermelon, MD2 pineapple, banana, papaya, rock melon, and passion fruit.
- Empowering farmers for the upstream planting in collaboration with strategic stakeholders such as the Ministry of Agriculture and Food Security, the Northern Corridor Implementation Authority (NCIA) and Agrobank.

**Leveraging Product Innovation**

In response to evolving consumer preferences, we introduced several innovative products and improved existing offerings to enhance market competitiveness and product quality.

**Highlights:**

- Launched a new calf starter feed with 20% protein content, designed to meet the increasing demand for high-performance animal feed in the dairy and livestock sectors.
- Introduced SAJI Basmathi and Super Import White Rice to strengthen our presence in the premium rice segment.

**Sustainability Integration and Stakeholder Engagement**

In 2024, we enhanced our sustainability certifications and collaborative efforts with our contract farmers.

**Highlights:**

- Ensured 100% MyGAP certification for all contract farmers, with a push towards GlobalG.A.P. certification for international competitiveness.

**Technological Advancements for Operational Efficiency**

We invested in technological advancements to continuously aim for better resource management, crop monitoring and supply chain traceability.

**Highlights:**

- Integrated IoT-based monitoring and drone technology for precision agriculture, improving resource allocation and field management.
- Strengthened post-harvest processes, including grading, packaging, and storage, to preserve product quality and meet market requirements.

### WHAT IS OUR OUTLOOK?

We are committed to scaling our operations by optimising operational efficiency, expanding contract farming partnerships, and investing in technological advancements in order to achieve our vision of becoming a business that successfully integrates both environmental stewardship and profitability. We believe that engaging with customers will enable us to refine our product offerings and ensure sustainability compliance, benefiting the Group and the broader economy.



## Traceability, Responsible Sourcing and Supply Chain Management

### WHY IS IT IMPORTANT?

As global regulations tighten and sustainability expectations rise, full visibility across our supply chain is critical to preventing environmental and social violations. We endeavour to track our raw materials to ensure compliance with the European Regulation on Deforestation-free Products (EUDR), Malaysian Sustainable Palm Oil (MSPO), and Roundtable on Sustainable Palm Oil (RSPO) standards among others.

### WHAT IS OUR APPROACH?

Building a responsible supply chain requires real-time traceability, rigorous supplier assessments, and proactive risk management. Through this approach, we have undertaken the following measures:

**1. STRENGTHENING TRACEABILITY FOR SUPPLY CHAIN TRANSPARENCY**

We ensure full traceability to mills (TTM) and plantations (TTP) through supply chain mapping, supplier engagement, digital tools such as FGV-ToP (Traceability-of-Product). In 2024, we accomplished 100% TTM and 80% TTP. FGV-ToP is a centralised platform that consolidates supplier data, enhancing traceability monitoring at mills and plantations. External users, including crude palm oil (CPO) buyers, can access key information, ensuring alignment with MSPO and EUDR standards. We also use third-party platforms such as the Earthqualizer to assess supplier risks, focusing on deforestation and land use changes to ensure supplier's compliance with EUDR standards before integration into our supply chain.

**2. ENFORCING RESPONSIBLE SOURCING COMMITMENTS**

Responsible sourcing is central to our supply chain strategy. We ensure that all Fresh Fruit Bunch (FFB) suppliers align with our responsible sourcing policies through structured suppliers onboarding process including site visits, assessments based on our sourcing checklist. In addition, all FFB suppliers are assessed through third party assurance mechanism tied to standards such as MSPO and RSPO.

Should there be any compliance issues identified, we will engage with the suppliers through site visits and discussions to address the concerns. The suppliers will need to submit a remediation plan and this will be closely monitored. If issues persist despite corrective actions, we will implement measures which may include temporary suspension of purchasing arrangements pending compliance, or full removal from our supply chain in cases of repeated or severe violations.

### WHAT VALUE WAS CREATED IN 2024?

We have trained 34 field staff in using satellite-based navigation to enhance the accuracy of the data collected for traceability purposes. We have also conducted 29 sessions with the suppliers to raise their awareness on the sustainability standards and the importance of adopting sustainable practices. In addition, we support local communities and contribute to national economic growth – 100% of our FFB procurement spending was directed to local suppliers.

| | 2023* | 2024* |
|---|---|---|
| Percentage of spending on local suppliers* | 100% | **100%** |

**The data disclosed is based on FGV's FFB procurement spending.*
**FGV's current definition of local suppliers refer to all suppliers operating in Malaysia. Based on this definition, the 2023 percentage is restated as 100% as FGV sources its FFB solely from suppliers in Malaysia.*

### WHAT IS OUR OUTLOOK?

We will build on our advancements in supply chain management by further enhancing supplier compliance and monitoring. This will involve utilising Global Positioning System (GPS)-enabled geolocation data, increasing our supplier capacity-building initiatives, and strategically collaborating with regulatory bodies, industry leaders, and certification agencies. Our approach will shift from reactive compliance tracking to predictive risk management, ensuring a resilient and sustainable supply chain that aligns with global standards.

# Governance

## Regulatory Compliance and Sustainability Certifications

### WHY IS IT IMPORTANT?

Sustainability certification schemes are vital in acknowledging FGV's compliance with industry standards, building credibility and fostering transparency with our stakeholders. As buyers and investors increasingly demand sustainability assurance, maintaining these standards positions FGV for long-term success and growth.

### WHAT IS OUR APPROACH?

At the core of this approach is the Group Sustainability Policy (GSP), which establishes the foundation for responsible business practices and ethical palm oil production. We align our operations with globally recognised sustainability standards, guiding our commitment to responsible sourcing, environmental stewardship, and regulatory compliance. To uphold these standards, we adhere to the following sustainability certifications:

**Certifications and Standards**

- Roundtable on Sustainable Palm Oil (RSPO)
- Malaysian Sustainable Palm Oil (MSPO) MS2530:2013 Standards
- International Sustainability and Carbon Certification (ISCC)
- Green Gold Label (GGL)
- Italian National Sustainability Certification Scheme for Biofuels and Bioliquids (INS)

To maintain compliance with these standards, we continuously monitor regulatory developments and update standard operating procedures (SOPs) and guidelines as needed to help operational units meet evolving requirements. Additionally, we engage with supply chain partners to ensure alignment with sustainability expectations and strengthen industry-wide accountability.

### WHAT VALUE WAS CREATED IN 2024?

As demand for sustainable palm oil and certified bio-based products increases, we proactively updated internal guidelines and engaged supply chain partners to ensure continued compliance. This reinforced traceability and market access, securing our position as a trusted sustainable producer.

We maintained 100% MSPO certification across 66 mills and 192 estates. We also retained RSPO certification for 30 complexes through surveillance audits and recertifications. Additionally, we expanded the number of sites certified under the ISCC (61 sites), GGL (63 sites), and INS (42 sites) schemes to meet the rising demand for sustainable biomass and biofuel products.

Our Downstream units are also being certified under the relevant sustainability certification scheme. Currently, nine units are MSPO-certified, four are RSPO-certified, and four are ISCC-certified.

### WHAT IS OUR OUTLOOK?

We will continue strengthening our regulatory compliance and certification efforts through a structured, time-bound approach across the short, medium, and long-term. By enhancing our policies, processes, and stakeholder engagement, we aim to remain aligned with evolving regulations, certification requirements, and sustainability standards.

## Data Security and Protection

### WHY IS IT IMPORTANT?

As the digital landscape evolves, data security and protection have become critical to maintaining operational integrity and stakeholder trust. For FGV, safeguarding sensitive data is a fundamental pillar of responsible governance, ensuring that our systems remain secure while supporting business resilience and growth. We strive to continuously strengthen our data security measures to secure our information assets and maintain compliance with international data protection standards.

### WHAT IS OUR APPROACH?

We take a structured approach to cybersecurity, protecting data, infrastructure, and operations. Our efforts include securing information technology (IT) systems, enterprise applications, stakeholder training, and swift threat remediation. FGV refers to IT security standards from Information Security Management Systems ISO/IEC 27001 (ISMS) as a guide to provide standardised methodologies for robust information security. This framework ensures a structured approach to information security, providing best practices for safeguarding sensitive data and conducting comprehensive risk assessments. Compliance with these standards enhances security, ensures regulatory adherence, and strengthens defences against evolving cyber threats.

### OUR POLICIES, CERTIFICATIONS, AND FRAMEWORKS

Our cybersecurity practices are underpinned by comprehensive standards and policies, ensuring the protection of sensitive data, operational resilience, and alignment with global best practices.

| | | | |
|---|---|---|---|
| ICT Corporate Policy | FGV IT Security Framework | ICT Security Policy | ICT Cloud Computing Policy |
| Management of Classified Document Policy | ICT Asset Management Policy and SOP | ICT Communications and Operations Policy | IT Security Incident Response Playbook |

# Governance

## WHAT VALUE WAS CREATED IN 2024?

In 2024, we continued to strengthen our data security framework, addressing the challenges posed by an evolving digital landscape. These efforts were strategically aligned to mitigate risks, protect stakeholder trust, and ensure operational resilience.

**1. Strengthening Cyber Defences**

We prioritised enhancing the Group's technical infrastructure and resilience to cyber threats, ensuring robust protection for our digital assets and systems.

| Initiatives | What We Did |
|---|---|
| Cybersecurity Enhancement | Upgraded endpoint security with Microsoft Defender for Endpoint to enable advanced threat detection, prevention, and response capabilities, strengthening the protection of systems and devices against sophisticated threats. |
| Penetration Testing | Conducted regular assessments to identify and mitigate critical vulnerabilities, enhancing overall security posture and ensuring compliance with regulatory requirements. |

**2. Proactive Risk Management**

In 2024, we reduced our external attack surface by proactively addressing risks associated with data leaks and enhancing monitoring capabilities.

| Focus Areas | What We Did |
|---|---|
| Dark Web Monitoring | Enhanced detection and mitigation of potential breaches through regular assessments, ensuring sensitive information remains secure. |
| Email Security Improvements | Strengthened email protection with real-time security alerts, helping employees to identify and avoid malicious attachments and links, reducing phishing and malware risks. |

**3. Optimising Monitoring and Response**

Building on our Managed Security Service Provider (MSSP) programme, launched in 2021, we continue to leverage specialised security expertise and advanced tools for enhanced threat detection and continuous monitoring. The MSSP programme provides scalability and flexibility, enabling us to adapt swiftly to evolving security challenges while strengthening overall defence capabilities without requiring substantial internal investments. Additionally, advanced antivirus tools enhance our ability to analyse and address risks effectively, while improving technical support and deployment processes to ensure a seamless and proactive cybersecurity approach.

## PERFORMANCE OUTCOMES

**Zero Substantiated Complaints:** Between 2022 to 2024, there were zero substantiated complaints concerning breaches of customer privacy and losses of customer data.

## WHAT IS OUR OUTLOOK?

In advancing our cybersecurity efforts, we will build on our progress by further enhancing defences, proactively managing risks, and strengthening resilience.



# Corporate Governance and Risk Management

## WHY IS IT IMPORTANT?

Effective corporate governance and risk management are critical to safeguarding resilience, building stakeholder trust, and driving sustainable growth. By embedding transparency, accountability, and ethical practices into decision-making, FGV mitigate regulatory, reputational, and operational risks, ensuring FGV remain a responsible and trusted organisation. Strong governance also protects stakeholder interests by aligning business objectives with ethical standards, fostering confidence, and creating long-term value for all.




*FGV continues to enhance its commitment to uphold ethical business practices, supported by clear accountability frameworks across all levels.*

## WHAT IS OUR APPROACH?

We maintain the highest standards of corporate governance and risk management by continually refining frameworks and practices to address emerging risks and challenges. With strong Board oversight and alignment to national and international standards, we ensure governance, accountability, and resilience across all levels of our operations.

In addition, our governance success is also built on the strength of our Risk Champions (RC), Business Continuity Management Champions (BCMC), and Governance Champions (GC) who serve as the first line of defence.

**Champions Competency Framework**

We introduced the Champions Competency Framework to support our champions by enhancing their risk management, resilience and governance alignment with global best practices.

**Transparency and Accountability**

We maintain secure, anonymous whistleblowing channels that allow individuals to report improper conduct with confidence. These channels ensure thorough investigations and timely resolutions, promoting a culture of trust and accountability. All whistleblowing cases are reviewed by the Board Governance Risk Management Committee (BGRMC) (Whistleblowing), which provides guidance and determine the appropriate course of action for each complaint received.

### Policies and Systems

Our policies and systems are designed to promote integrity, transparency, and ethical conduct across all operations. These frameworks support consistent governance and risk management practices while ensuring compliance with global standards.

**1 Governance and Integrity**

- Governance & Integrity Framework
- Champions Competency Framework
- FGV Board Charter
- Terms of Reference for Board and Management Committees
- Code of Business Practice for Directors
- Code of Ethics and Conduct for Directors
- Code of Business Conduct and Ethics Policy
- Whistleblowing Policy
- Governance of Policies and Procedures

**2 Compliance and Risk Management**

- Conflict of Interest Policy
- Management of Classified Document Policy
- Document Retention Policy

**3 Transparency and Accountability**

- Referral Policy
- Asset / Personal Internal Declaration Policy
- External Gift, Entertainment and Hospitality Policy

**4 Community Engagement and Contributions**

- Sponsorship and Donation Policy
- Group Grievance Management Policy
- Corporate Responsibility Policy

# Governance

## WHAT VALUE WAS CREATED IN 2024?

**1. Building Governance and Integrity Capabilities**

In 2024, a total of 15 participants, comprising officials from the Group Governance Management Division (GGMD) and GC from our subsidiaries, have completed the Certified Professional in Integrity Assurance and Management (CPIAM) programme. Additionally, two GGMD staff have also completed the Certified Integrity Officer (CeIO) programme conducted by the Malaysian Anti-Corruption Academy (MACA). This marks a significant step towards fostering a culture of ethical leadership and reinforcing governance excellence across all levels of the organisation. Through these programmes, we aim to empower our workforce to lead with integrity and contribute to a robust, value-driven organisational culture.

**Strengthening Risk Management Practices**

In 2024, we enhanced our Enterprise Risk Management (ERM) framework to ensure a proactive and structured approach to identifying, mitigating, and monitoring key risks.

Key steps include:

| Focus Areas | What We Did |
|---|---|
| Monitoring Top Key Risks | • Ensured quarterly monitoring of the Group's top key risks including market/trading, labour shortages, sustainability, trade barriers, climate change, cyber threats, and corruption by tracking their likelihood, impact, and Key Risk Indicators (KRIs).<br>• Enhanced risk reporting by embedding risk impact qualification for all the identified key risks.<br>• Conducted horizon scanning and provided risk insights on developments with potential industry impact through Thematic Risk Analysis. |
| Aligning Risk Appetite to the Group | • Developed the Divisional Risk Appetite Statement for eight business divisions to align management of operational risks with the Group Risk Appetite Statement, ensuring tailored risk management to address each division's unique business needs. |

**2. Enhancing Business Continuity and Preparedness**

In order to strengthen key areas of our business continuity framework, we have implemented several measures, as follows:

| Focus Areas | What We Did |
|---|---|
| Strengthening Business Continuity Management (BCM) | • Expanded the scope of oversight by the Risk Management Committee (RMC) and the BGRMC.<br>• Integrated the BCM lifecycle, fully aligned with ISO 22301 standards, to establish a structured and proactive approach to risk management. |
| Enhancing Business Continuity Plans (BCP) | • Improved BCP review and activation processes by introducing new matrices for review intervals and exercise frequency.<br>• Enabled faster and more efficient responses to disruptions while maintaining operational continuity. |
| Digitalising Business Continuity Management | • Initiated the development of a digitalised system to streamline BCM processes and strengthen operational resilience. |

## WHAT IS OUR OUTLOOK?

For FGV, maintaining a zero-tolerance stance towards bribery, corruption, and unethical practices remains a core priority. To reinforce compliance and guide employees in addressing unethical behaviour, we will continue strengthening our corporate governance, and integrity through comprehensive training, clear policy communication, and timely updates on FGV's stance.



# Anti-Corruption and Anti-Bribery

## WHY IS IT IMPORTANT?

Integrity is the foundation of our business, ensuring that we operate with transparency, accountability, and fairness. Corruption undermines trust, disrupts sustainable growth, and exposes us to financial and reputational risks. We safeguard our business, protect our stakeholders and contribute to a responsible corporate environment. Our commitment to zero tolerance for corruption reinforces long-term sustainability and strengthens confidence in our operations.

## WHAT IS OUR APPROACH?

We operate with integrity to ensure trust, accountability, and long-term sustainability. In 2024, we launched the second review of FGV Anti-Corruption Plan (2024-2027), which provides a structured framework with three strategies, seven key objectives, 28 main action areas, and 218 action plans to reinforce governance and ethical conduct. Clear policies, strong oversight, and a culture of ethical decision-making safeguard our operations and maintain a business environment built on transparency and fairness.

### GOVERNANCE OVERSIGHT AND REPORTING MECHANISMS

Our governance structure defines clear roles and responsibilities to uphold ethical business conduct and ensure accountability in decision-making. The Board of Directors, supported by management committees, provides strategic oversight, while the BGRMC (Whistleblowing), comprising Independent Board Members, plays a key role in deliberating and deciding on cases investigated by the Whistleblowing & Detection Department of Group Governance Management Division (GGMD). This ensures governance breaches are addressed impartially and in alignment with established policies.

*For further information on our Board and Management Committees, please refer to pages 183 - 184 of this report.*

To maintain transparency and accountability, we provide structured channels for employees and stakeholders to report concerns in a confidential and secure manner.

**Grievance Mechanism**

The Group Grievance Management Policy establishes a clear process for handling concerns raised by stakeholders. The Grievance Management Department (GMD) provides an avenue for grievances to be addressed and resolved, with the option for anonymity. Our plantation workers can also raise concerns through *Suara Kami*, a third-party platform that allows grievant to express and lodge their disputes in their preferred language, ensuring accessibility and confidentiality as their issues are escalated to GMD for appropriate resolutions.

**Whistleblowing Mechanism**

Our Whistleblowing Policy protects individuals who report improper conduct. Reports can be submitted through secure channels (hotline, email, online portal, letter, and in person) and are handled by the Whistleblowing & Detection Department to ensure impartiality. Retaliation against whistleblowers is strictly prohibited, with disciplinary action taken against violators.

# Governance

## WHAT VALUE WAS CREATED IN 2024?

### 1. Strengthening Communication and Awareness

We reinforced integrity and ethical governance through targeted communications, awareness campaigns, and external collaborations. Employees were consistently engaged through internal messaging and regional roadshows, ensuring widespread accessibility to anti-corruption policies and procedures. In 2024, FGV has conducted 25 governance roadshows and 26 integrity awareness sessions, reaching 2,844 employees across multiple regions.

Throughout 2024, a total of 3,252 employees successfully completed anti-corruption training. The breakdown is as follows:

| Number and percentage of employees who have received training on anti-corruption by employee category | 2023* | 2024 |
|---|---|---|
| Senior Management | 2 (2.78%) | **38 (70.37%)** |
| Middle Management | 343 (31.94%) | **407 (35.18%)** |
| Executive | 645 (27.02%) | **640 (25.93%)** |
| Non-Executive | 2033 (4.36%) | **2167 (4.57%)** |

** The 2023 data is restated based on the current employee category.*

### 2. Enhancing Compliance Through Engagement

We strengthened our approach by expanding training programmes, direct employee consultations, and strategic engagements with regulatory bodies. This multi-pronged approach addressed emerging compliance risks, reinforced governance best practices, and ensured alignment with evolving anti-corruption regulations.

**eLatih Governance & Integrity Awareness Modules**

**Highlight:**

- Implemented a four-phase electronic learning programme with three modules per phase to provide Governance & Integrity Awareness training to all employees. FGV targets 100% participation on annual basis.

**Whistleblowing Consultation Programmes**

**Highlight:**

- Engaged 266 employees across FGV Group, aiming to reinforce anti-corruption awareness and compliance across the organisation.

**Whistleblowing Engagement Programmes**

**Highlight:**

- Engaged with 10 Malaysian Anti-Corruption Commission (MACC) regional offices, and Integrity and Governance unit from six different agencies, benchmarking and strengthening whistleblowing frameworks and risk detection mechanisms.

### 3. Driving Ethical Leadership and Governance

Integrity Day served as a capstone event, reinforcing key governance principles and providing leadership-driven insights on ethical business practices. Organised in collaboration with Transparency International Malaysia (TI-M), the event focused on managing conflicts of interest, related party transactions, and corporate accountability. The event brought together senior management, employees, business partners, and TI-M corporate members, featuring a keynote lecture by Tan Sri Hj Abu Kassim, Chairman of the Perdana International Anti-Corruption Foundation, followed by a discussion on conflict of interest and strengthening corporate governance.

### 4. Managing Corruption and Misconduct Risks

We continued to uphold integrity by ensuring transparency and accountability in handling corruption and misconduct cases reported through our Whistleblowing channel.

| | 2023 | 2024 |
|---|---|---|
| Number and percentage of operations assessed for corruption-related risks | 34 out of 36 (94%) | **38 out of 41 (93%)** |

- **Escalation to Authorities:** Seven cases were referred to external agencies, including MACC, Royal Malaysia Police (PDRM), and the Immigration Department, for further investigation and potential legal action. These referrals reinforce our approach to transparency and compliance with regulatory standards.
- **Internal Disciplinary Measures:** Four cases resulted in internal actions, which ranged from formal warnings to dismissal, depending on the severity of the misconduct. These measures uphold our ethical standards and reinforce accountability within the organisation.

| | 2023 | 2024 |
|---|---|---|
| Confirmed corruption incidents and action taken | 38 | **4**[A] |

*[A] The data has been externally assured. Please refer to the Independent Limited Assurance Report on pages 252 to 255 of this report.*

The significant decrease in the confirmed incidents, from 38 in 2023 to 4 in 2024, is largely attributable to the fact that completed cases in 2024 are pending formal deliberation by the BGRMC (Whistleblowing). This is due to the late formation of BGRMC.

## PERFORMANCE OUTCOMES

To measure the effectiveness of our integrity initiatives, we track key performance indicators related to organisational governance and ethical standards. The Integrity Assessment Tool (IAT), conducted by the Malaysian Institute of Integrity, serves a a benchmark for evaluating improvements in integrity management and compliance across the organisation. In 2024, FGV received the score of **83.97%**, which is an improvement from **81.23%** in **2021**. We secured the second highest average score among participating government-linked companies and ranked third overall among all participating companies. This demonstrated our strong performance across various industries. The IAT is conducted every two year, hence no assessment was conducted in 2022 and 2023.

## WHAT IS OUR OUTLOOK?

FGV remains steadfast in our zero-tolerance stance against bribery, corruption and unethical practices. We are committed to embedding a culture of integrity and advocating for stronger governance within the industry.

# Social

## Community Development

### WHY IS IT IMPORTANT?

As a leading agribusiness player, FGV is committed to driving positive socio-economic impact within the communities we serve. Recognising our pivotal role, we actively create economic opportunities, enhance infrastructure, and support long-term development. We cultivate strong, reciprocal engagement with these stakeholders as it builds trust and strengthens relationships, ensuring that our operations lead to mutual prosperity.

### WHAT IS OUR APPROACH?

Our commitment extends beyond our core business activities. We strategically invest in vital community pillars, including education, healthcare and the development of local enterprises. These investments aim to ensure adequate living standards and foster community resilience in the face of evolving challenges. By engaging in proactive, transparent dialogues and addressing stakeholders' concerns, we cultivate a stable, collaborative environment that supports shared growth and long-term sustainable progress.

Our community development initiatives are also guided by our Group Sustainability Policy, Corporate Responsibility Policy and Corporate Branding and Communications Policy, ensuring that our contributions align with our corporate values and sustainability commitments.

**Managing Land Disputes and Social-Environmental Risks**

As a large-scale agribusiness, FGV operates in areas where land tenure, resource use, and environmental risks intersect with local communities. A structured approach is essential to resolving land disputes fairly, minimising environmental impacts, and maintaining strong stakeholder relationships.

Recognising the importance of early engagement, FGV implemented a phased stakeholder engagement initiative to strengthen dialogue with key stakeholders. This included consultations, grievance discussions, and impact assessments to better understand social and environmental concerns. Social Impact Assessments (SIAs) were one of the tools used to provide insights that inform dispute resolution and risk prevention strategies.

While effective dispute resolution is critical, our long-term approach focuses on preventing such conflicts from arising in the first place. This includes investments in community development and proactive environmental risk management.

### WHAT VALUE WAS CREATED IN 2024?

We recognise our position as a corporation that benefits from our surrounding communities, and we aim to do the same for those in need of more care and support. In 2024, the total amount invested in the community where the target is external to the listed issuer is RM3,431,594 and the total beneficiaries of these investments is 42,819.

| Total amount invested in the community where the target is external to the listed issuer: | |
|---|---|
| 2023: RM1,553,040 | **2024[®]: RM3,431,594** |

| Total beneficiaries of these investments: | |
|---|---|
| 2023: 17,328 | **2024[®]: 42,819** |

[®] *The data has been externally assured. Please refer to the Independent Limited Assurance Report on pages 252 to 255 of this report.*

### WHAT IS OUR OUTLOOK?

As we move forward, we aim to broaden our efforts to address significant social and economic challenges. Our focus will shift towards promoting social mobility and reducing poverty, ensuring that underserved communities have access to better opportunities. This will involve enhancing vocational training, launching entrepreneurship programmes, and developing youth initiatives in collaboration with local organisations, government agencies, and corporate partners. By concentrating on education, economic empowerment, and building resilient support systems, we strive to create thriving, self-sustaining communities for future generations.



## Diversity, Equity and Inclusion (DEI)

### WHY IS IT IMPORTANT?

Diversity, Equity, and Inclusion (DEI) are essential to fostering collaboration, enhancing decision-making, and driving innovation. They reflect our commitment to ethical, equitable practices and align with our broader values of equity and opportunity. A diverse workforce not only cultivates a sense of belonging and improves productivity but also reduces turnover and builds organisational resilience.

### WHAT IS OUR APPROACH?

We integrate DEI into our governance and operations to create a workplace where every employee is valued and empowered. The Gender Equality and Women Empowerment (GEWE) Committee, established in 2021, leads initiatives in education, training, and enterprise development to drive meaningful participation and professional growth.

Through these efforts, we create opportunities for women while strengthening FGV's broader DEI objectives.

**EMBEDDING DEI IN PRACTICE**

We adopt a holistic approach to addressing DEI, integrating it into key areas of our operations:

**DEI Key Performance Indicators (KPIs)**
We monitor workforce demographics, promotion rates, and retention statistics to identify gaps and improve equity and representation across all levels. These metrics inform targeted strategies to create a fairer workplace.

**Inclusive Recruitment Practices**
We ensure merit-based, bias-free hiring through inclusive job descriptions and trained hiring panels, building a diverse talent pipeline that reflects the communities we serve.

**Equitable Career Growth Opportunities**
Our structured development programmes, fair performance evaluations, and leadership pipelines ensure equal access to career advancement. Mentorship and upskilling initiatives further empower employees to achieve their career aspirations.

**Addressing Barriers Through Feedback**
Transparent feedback mechanisms enable employees to raise equity concerns, ensuring our policies and practices remain inclusive and fair. Continuous evaluation and improvements demonstrate our commitment to fostering a supportive and conducive workplace.

### WHAT VALUE WAS CREATED IN 2024?

We continue to strengthen our approach to fostering inclusivity and equity through policies that address key aspects of DEI. In 2024, we introduced two new policies:

**Sexual Harassment Policy**
Reinforces our zero-tolerance stance on harassment, ensuring a safe and respectful workplace for all employees.

**Gender Diversity in Key and Top Management Policy**
Adopted in November 2024, the policy aims to enhance gender representation in leadership, with implementation already underway.

In 2024, four harassment cases were reported and addressed through a stringent and fair disciplinary process, resulting in the dismissal of all accused individuals. These incidents revealed the need for a stronger organisational focus on addressing workplace misconduct and fostering a culture of respect and accountability. We conducted a series of awareness sessions and workshops on the issues of sexual harassment and bullying in the workplace. These sessions covered examples of inappropriate behaviour and outlined clear procedures for reporting misconduct. They also encouraged open dialogue on how such behaviour affects workplace culture and productivity. The workshops will continue through to the third quarter of 2025.

# Social

## PERFORMANCE OUTCOMES

| Board of Directors | 2022 | 2023 | 2024 |
|---|---|---|---|
| **Breakdown by gender** | | | |
| Male | 6 (67%) | 5 (71%) | **4(57%Ⓐ)** |
| Female | 3 (33%) | 2 (29%) | **3(43%Ⓐ)** |
| **Breakdown by age group** | | | |
| 40-49 years | 1 (11%) | 0 | **1(14%Ⓐ)** |
| 50-59 years | 4 (44%) | 4 (57%) | **4(58%Ⓐ)** |
| 60-69 years | 2 (22%) | 1 (14%) | **1(14%Ⓐ)** |
| >70 years | 2 (22%) | 2 (29%) | **1(14%Ⓐ)** |
| **Total** | 9* | 7* | **7*** |

** Data reflects the Board composition as at 31 December of the respective year (2022, 2023, and 2024).*
*Ⓐ The data has been externally assured. Please refer to the Independent Limited Assurance Report on pages 252 to 255 of this report.*

| Breakdown of employees by age group and their positions (Headcount & %) | 2022 | 2023 | 2024 |
|---|---|---|---|
| **Senior Management – EVP/SVP/VP** | | | |
| <30 years | – | – | **–** |
| 30-50 years | 41 (55%) | 37 (51%) | **22 (41%Ⓐ)** |
| >51 years | 33 (45%) | 35 (49%) | **32 (59%Ⓐ)** |
| **Middle Management – SGM/GM/SM/M** | | | |
| <30 years | 1 (0%) | 2 (0%) | **2 (0%Ⓐ)** |
| 30-50 years | 750 (73%) | 787 (73%) | **848 (73%Ⓐ)** |
| >51 years | 280 (27%) | 285 (27%) | **307 (27%Ⓐ)** |
| **Executive – SE/E** | | | |
| <30 years | 481 (21%) | 521 (22%) | **587 (24%Ⓐ)** |
| 30-50 years | 1,503 (65%) | 1,544 (65%) | **1,579 (64%Ⓐ)** |
| >51 years | 335 (14%) | 322 (13%) | **302 (12%Ⓐ)** |
| **Non-Executive** | | | |
| <30 years | 18,570 (38%) | 17,064 (37%) | **19,252 (41%Ⓐ)** |
| 30-50 years | 25,789 (53%) | 25,676 (55%) | **24,632 (52%Ⓐ)** |
| >51 years | 4,116 (8%) | 3,877 (8%) | **3,531 (7%Ⓐ)** |
| **Total** | 51,899 | 50,150 | **51,094** |

| Breakdown of employees by gender and positions (Headcount & %) | Number | | Percentage (%) | |
|---|---|---|---|---|
| | Male | Female | Male | Female |
| **2022** | | | | |
| Senior Management – EVP/SVP/VP | 62 | 12 | 84 | 16 |
| Middle Management – SGM/GM/SM/M | 835 | 196 | 81 | 19 |
| Executive – SE/E | 1,568 | 751 | 68 | 32 |
| Non-Executive | 42,529 | 5,946 | 88 | 12 |
| **Total** | **51,899** | | | |

| Breakdown of employees by gender and positions (Headcount & %) | Number | | Percentage (%) | |
|---|---|---|---|---|
| | Male | Female | Male | Female |
| **2023** | | | | |
| Senior Management – EVP/SVP/VP | 56 | 16 | 78 | 22 |
| Middle Management – SGM/GM/SM/M | 854 | 220 | 80 | 20 |
| Executive – SE/E | 1,594 | 793 | 67 | 33 |
| Non-Executive | 40,875 | 5,742 | 88 | 12 |
| **Total** | **50,150** | | | |
| **2024** | | | | |
| Senior Management – EVP/SVP/VP | 47 | 7 | 87Ⓐ | 13Ⓐ |
| Middle Management – SGM/GM/SM/M | 898 | 259 | 78Ⓐ | 22Ⓐ |
| Executive – SE/E | 1,633 | 835 | 66Ⓐ | 34Ⓐ |
| Non-Executive | 41,608 | 5,807 | 88Ⓐ | 12Ⓐ |
| **Total** | **51,094** | | | |

| Contract and temporary employees | 2023 | 2024 |
|---|---|---|
| Percentage | 54% | **55%** |

| Number of new hires | 2022 | 2023 | 2024 |
|---|---|---|---|
| **Breakdown by gender** | | | |
| Male | 12,555 | 5,759 | **10,941** |
| Female | 405 | 325 | **663** |
| **Breakdown by age group** | | | |
| <30 years | 8,358 | 4,117 | **8,440** |
| 30-50 years | 4,562 | 1,944 | **3,125** |
| >51 years | 40 | 23 | **39** |
| **Total** | 12,960 | 6,084 | **11,604** |

| Number of employee turnover | 2022 | 2023 | 2024 |
|---|---|---|---|
| **Breakdown by gender** | | | |
| Male | 5,964 | 7,134 | **10,010** |
| Female | 529 | 713 | **650** |
| **Breakdown by age group** | | | |
| <30 years | 3,409 | 4,136 | **4,655** |
| 30-50 years | 2,545 | 3,226 | **5,248** |
| >51 years | 539 | 485 | **757** |
| **Breakdown by employee category** | | | |
| Senior Management – EVP/SVP/VP | 14 | 11 | **11Ⓐ** |
| Middle Management – SGM/GM/SM/M | 89 | 69 | **72Ⓐ** |
| Executive – SE/E | 218 | 214 | **209Ⓐ** |
| Non-Executive | 6,172 | 7,553 | **10,368Ⓐ** |
| **Total** | 6,493 | 7,847 | **10,660** |

*Note: – Excluding overseas companies*
*– **Senior Management:** Executive Vice President (EVP), Senior Vice President (SVP), Vice President (VP)*
*– **Middle Management:** Senior General Manager (SGM), General Manager (GM), Senior Manager (SM), Manager (M)*
*– **Executive:** Senior Executive (SE), Executive (E)*
*Ⓐ The data has been externally assured. Please refer to the Independent Limited Assurance Report on pages 252 to 255 of this report.*

The palm oil sector in Malaysia relies heavily on migrant workforce. The employment of migrant workers is subject to immigration and work permit regulations that may lead to a relatively shorter employment tenure.

## WHAT IS OUR OUTLOOK?

Our focus remains on advancing DEI through a structured and measurable approach, addressing current priorities while laying the foundation for a sustainable and inclusive future. We will continuously evaluate and refine our DEI framework to align with global best practices, respond to emerging challenges, and foster an inclusive environment that benefits all stakeholders including employees, communities, and partners.

## Social

# Talent Development

### WHY IS IT IMPORTANT?

Talent development ensures that our workforce remains skilled, adaptable, and aligned with evolving business needs. Building future-ready capabilities across all levels enables us to drive innovation, respond to emerging challenges, and sustain long-term competitiveness.

### WHAT IS OUR APPROACH?

Our policies, governance structures, and development frameworks support clear succession planning, career progression, and a positive workplace culture. Guided by our PRIDE Core Values—Partnership, Respect, Integrity, Dynamism, and Enthusiasm, we strengthen workforce planning, maintain strong oversight, and implement a well-defined rewards system to align talent development with business needs and industry best practices.




Building on this foundation, our strategy focuses on succession planning, employee development, and workplace culture. This structured approach mitigates skill gaps, strengthens leadership pipelines, and enhances employee engagement to create a workforce that is prepared for evolving business challenges.

**Succession Planning**

Our Board Charter Version 10.0 outlines the Board's responsibility in ensuring succession planning for both the Board and top management. The Nomination and Remuneration Committee oversees the selection, training, compensation, and transition of key leadership roles to maintain business continuity.

**Employee Development**

To attract, develop, and retain top talent, Group Human Capital (GHC) implements a comprehensive rewards system. This includes participation in the annual Mercer Malaysia Salary Survey and conducting a Total Compensation Review with an external consultant, under the guidance of the Nomination and Remuneration Committee.

**Fostering A Positive Workplace Culture**

Employee engagement is strengthened through Employee Roundtable sessions led by Chief Executive Officers (CEOs), Division Heads, and Workplace Heads. These sessions provide a platform for discussions on departmental matters and career development, fostering a workplace culture that encourages continuous learning, collaboration, and professional growth.

**The Talent Management and Succession Plan Policy**

The Talent Management and Succession Plan Policy guides our efforts to strengthen our leadership pipeline, accelerate leadership readiness, and attract and retain top talent. We proactively identify and develop successors for key positions within FGV that are critical for our business performance. This process is driven by the immediate supervisors of the potential successors, enabling focused development to address specific skill gaps and prepare them for future responsibilities.



### WHAT VALUE WAS CREATED IN 2024?

We provide structured and inclusive training opportunities to strengthen technical competencies, leadership capabilities, and professional growth. Training is available to all employees, including full-time, temporary, and part-time staff, ensuring equal access to development opportunities.

| Initiatives | Highlights |
|---|---|
| **FGV's Coaching & Mentoring Programme**<br>Reinforced leadership development through the FGV Everyday Coaching initiative, embedding a coaching culture to support high performance. | • Engaged 112 leaders in leadership coaching sessions. |
| **Industrial Relations Training for Non-HR Managers**<br>Provided business operations managers with training on labour relations, dispute mitigation strategies, and workforce management best practices. | • Trained 130 participants in industrial relations best practices.<br>• Completed 1,105 training hours focused on proactive workforce management. |
| **Strategy Awareness Engagement & Competency Enhancement Programme**<br>Delivered training to Group Internal Audit staff to enhance organisational transparency and improve audit competencies. | • Trained 53 participants in audit competency and strategic awareness.<br>• Completed 424 training hours to enhance internal audit effectiveness. |
| **Harvesting Specialist Training Programme**<br>Developed in collaboration with the Institute of Malaysian Plantation and Commodities (IMPAC) and YP Advanced Skills to upskill and place Malaysians in harvesting roles within the palm oil sector. | • Trained two batches of harvesting specialists in 2024.<br>• Third batch scheduled to commence in 2025. |

### PERFORMANCE OUTCOMES

We have received the following awards, reaffirming our position as a leader among Malaysian employers and setting the standards for excellence:

**Best Employer Award 2023** by Kincentric Malaysia

**Best Employer Award** by Human Resource Development Corporation (HRD Corp) 2024 at the National Human Capital Conference & Exhibition (NHCCE) 2024

**GRADUAN Brand Awards** (Best Conglomerate Category) for 2023 and 2024

**SEEK People & Purpose Awards 2024** (Special Recognition)

**Shift in Training Investment and Delivery**

In 2024, our training landscape shifted towards targeted leadership development, even as overall training investment and participation declined. The increase in Senior Management training hours reflects our strategic focus on leadership readiness, while the reduction in Executive and Non-Executive training hours indicates a more streamlined approach to learning priorities.

| Total training hours by employee category | 2022 | 2023 | 2024 |
|---|---|---|---|
| Senior Management | 1,369 | 1,633 | **2,864** |
| Middle Management | 33,633 | 37,173 | **43,964** |
| Executive | 59,405 | 98,880 | **79,471** |
| Non-Executive | 136,220 | 166,493 | **98,090** |

### WHAT IS OUR OUTLOOK?

We are committed to a holistic and forward-thinking talent management strategy that ensures leadership continuity and business resilience.

## Social

# Human Rights and Labour Standards

### WHY IS IT IMPORTANT?

We uphold human rights by respecting international and national human rights and labour standards within our operations and throughout our supply chain. Respecting human rights is a key pillar in supporting our long-term sustainability agenda by fostering investor trust and protecting our reputation. Our zero-tolerance approach prohibits all forms of exploitation, including forced or child labour, human trafficking, and modern slavery. Through stringent measures and a focus on accountability, we ensure that human rights are respected across every area of our operations.

### WHAT IS OUR APPROACH?

Human rights and labour standards are addressed through robust governance at the Board level, where these matters are reviewed and deliberated. Supported by the Board Sustainability Committee (BSC), Sustainability Steering Committee (SSC), and Group Sustainability Division (GSD), the Board ensures effective oversight and integration of these principles across the organisation.

**Our Policy Commitments**

Human rights are at the core of our Group Sustainability Policy (GSP), which outlines our commitment to:

- Promote Equality and Non-Discrimination
- Uphold Labour Standards
- Respect the Rights of Indigenous Peoples and Local Communities
- Ensure Health and Safety
- Prevent Harassment and Abuse

These commitments are embedded in the social pillar of our sustainability framework, which guides actions to address human rights risks and material social matters. To operationalise these principles, we have in place policies such as:

- **Policy Statement on Responsible Recruitment and Employment of Migrant Workers** to ensure fair and ethical recruitment practices.
- **Policy Statement on Respecting and Protecting Children's Rights** to prevent child labour and safeguard children's welfare.
- **Safety and Health Policy** to maintain safe working environments across all operations.
- **Group Procurement Policy** to bind our supply chain to FGV's human rights commitments.

**Ethical Recruitment**

Recognising the critical role of migrant workers, we prioritise responsible and ethical recruitment, adhering to labour standards. Our actions include:




Each estate and mill also maintains a legal register to ensure compliance with labour laws, reinforcing our efforts to protect workers' rights.

### WHAT VALUE WAS CREATED IN 2024?

**UPHOLDING LABOUR STANDARDS AND PROTECTING WORKERS' RIGHTS**

Building upon our ongoing commitment to human rights and ethical labour practices, we implemented a series of targeted measures to strengthen our labour practices and to minimise any risk of non-compliance towards labour standards.

| Focus Areas | What We Did |
|---|---|
| Governance and Oversight | Established a task force that meets every two weeks, to oversee efforts to ensure FGV's operations are free from the 11 International Labour Organisation (ILO) Indicators of Forced Labour. |
| Compliance and Monitoring | Conducted periodic internal audits to monitor compliance with labour standards and identify areas for remediation. |
| Digitalisation and Hours Tracking | Implemented a digital system at the estate level to track workers' working hours, ensuring compliance with national standards and threshold on hours of work and overtime. |
| Recruitment Practices | Strengthened recruitment procedures by enhancing due diligence in the selection of recruitment agencies in line with ethical principles and conducted third-party investigations of recruitment fees in source countries. |
| Worker Welfare | Invested RM487 million in workers' housing and facilities upgrades (2018–2023), with an additional RM605.0 million allocated for 2024–2026. Another RM10.9 million was allocated for satellite internet installations to enhance access to internet connectivity at estates in remote areas. As of 2024, we have spent a total of RM79.8 million reimbursing its active and former migrant workers. |
| Grievance Mechanisms | Updated grievance policies and procedures, established a Grievance Management Department and Group Grievance Committee, and launched "Suara Kami," a third-party grievance platform accessible across all operations. |

**PRIORITISING SUPPLY CHAIN COMPLIANCE**

We conducted pre-sourcing assessments to ensure suppliers and contractors align with labour regulations. Additionally, we engaged with smallholders to evaluate and improve their labour practices, supporting their alignment with human rights standards and ethical operations.

**WORKERS' REPRESENTATION**

We recognise the rights of our employees to unionise. In 2024, 7,455 employees across our operations in Malaysia are members of labour unions within the Group.

In 2024, we collaborated with the National Union of Plantation Workers and the Sabah Plantation Industry Employees Union (SPIEU) to support FGV plantation workers' rights to freedom of association, unionisation, and collective bargaining.

# Social

### ADDRESSING THE WITHHOLD RELEASE ORDER BY THE UNITED STATES CUSTOMS AND BORDER PROTECTION

On 30 June 2024, we submitted our petition to the United States Customs and Border Protection (U.S CBP) for the modification of the Withhold Release Order (WRO) that was issued in September 2020 on palm oil and palm oil products produced by FGV, our subsidiaries and joint ventures. The submission came after significant remediation efforts across our operations towards ensuring full compliance with labour standards and improving the welfare of workers.

The implementation of our remediation plan was verified by independent external auditor LRQA, through a verification audit conducted from 9 February to 26 March 2024. LRQA's verification report was included in our petition to the CBP to modify the WRO. We continuously monitor our policies and labour practices to ensure alignment with applicable labour laws and international standards.

### PERFORMANCE OUTCOMES

| Disclosures | 2023 | 2024 |
|---|---|---|
| Number of substantiated complaints concerning human rights violations | 4 | **0** |
| Number of discrimination incidents | 0 | **0** |
| Number of corrective actions regarding discrimination incidents taken | 0 | **0** |

### WHAT IS OUR OUTLOOK?

Looking ahead, we aim to fully implement a streamlined, Group-wide human rights due diligence framework which addresses key human rights risks, with the principles embedded across our operations. By 2026, we plan to transparently communicate the framework's key human rights impacts to stakeholders.



# Occupational Health and Safety

### WHY IS IT IMPORTANT?

A safe workplace drives productivity, ensures compliance, and protects employee well-being. Our occupational health and safety (OHS) measures mitigate risks, prevent incidents, and create a more resilient work environment. By reducing disruptions and legal exposure, we enhance efficiency, strengthen our reputation, and attract top talent.

### WHAT IS OUR APPROACH?

We manage OHS through established policies, systems, and governance structures that identify, assess, and control workplace hazards while ensuring compliance with regulations and industry standards. OHS compliance is reinforced through both top-down and bottom-up approaches from the structured accountability framework involving the Board of Directors, Group CEO and the Group Management Committee. This ensures that OHS measures are embedded in daily operations.

Our Health and Safety Policy, Environmental Policy, and Standard Operating Procedures (SOPs) set the foundation for a safe workplace, aligned with the National Occupational Safety and Health Master Plan 2021-2025 (OSHMP25). We systematically assess and mitigate workplace risks using the Hazard Identification, Risk Assessment, and Risk Control (HIRARC) system, aligned with the guidelines set by the Department of Occupational Safety and Health (DOSH).

To reinforce a proactive safety culture, we:
- Use the Near Miss & Safety Observation (NeMSO) system to encourage hazard reporting.
- Conduct STOP for Five Minutes risk assessments before critical tasks.
- Implement Kiken Yochi Training (KYT) to anticipate and prevent potential dangers.

### WHAT VALUE WAS CREATED IN 2024?

We continued to enhance our Health, Safety, and Environment (HSE) performance through targeted initiatives focused on compliance, awareness, and employee engagement. We conducted nine training programmes including sessions for Occupational Safety and Health Coordinators and Risk Assessors, Mega Emergency Response Team trainings, basic occupational first aid, defensive driving for drivers and frequent travellers, safety and health fundamental enhancement trainings.

### PERFORMANCE OUTCOMES

In 2024, occupational health and safety coverage expanded; however, lost time incidents and work-related injuries rose sharply compared to 2023, signaling potential safety gaps. We saw a positive trend in reduced work-related fatalities and a decrease in work-related ill health cases, highlighting the effectiveness of some of our health management strategies. While we observed an increase in lost time incidents and work-related injuries compared to 2023, this presents a valuable opportunity to refine and enhance our preventive measures.

| Disclosures | 2022 | 2023 | 2024 |
|---|---|---|---|
| Number of employees trained on health and safety standards | 41,137 | 42,309 | **45,310** |
| Number of workers covered by an occupational health and safety management system | 3,316 | 3,786 | **4,664** |
| Lost time incident rate | 1.79 | 3.23 | **5.01**® |
| Number of work-related fatalities | 3 | 4 | **3**® |
| Number of work-related injuries | 224 | 405 | **711** |
| Number of work-related ill health | 118 | 133 | **87** |

® *The data has been externally assured. Please refer to the Independent Limited Assurance Report on pages 252 to 255 of this report.*

### WHAT IS OUR OUTLOOK?

We will expand and enhance the safety awareness programmes and continuously review and update the OHS strategy to address the emerging risks and align with evolving global OHS standards.

## Social

# Smallholders

### WHY IS IT IMPORTANT?

Smallholders form an integral part of the palm oil supply chain, contributing significantly to national production and rural economies. As Malaysia's largest off-taker of smallholders' fresh fruit bunches (FFB), we support both FELDA settlers and independent smallholders, who rely on palm oil as their primary source of income. By fostering fair market access, strengthening rural economies, and encouraging sustainable agricultural practices, we ensure smallholders can thrive alongside industry advancements. This commitment aligns with our broader sustainability goals of driving inclusive growth and ensuring long-term resilience across our value chain.



*Engagement with Direct FFB Suppliers in Lundu, Sarawak.*

### WHAT IS OUR APPROACH?

Through our Group Sustainability Policy (GSP), we work to improve smallholder livelihoods, support sustainable agricultural practices, and ensure fair inclusion in the palm oil supply chain. We provide practical guidance on Good Agricultural Practices (GAP), such as pest control, soil improvement, and fertiliser management, to help smallholders increase yields and productivity. To maintain sustainability standards, we monitor compliance and conduct regular reviews to identify and address any gaps. These efforts strengthen smallholder resilience, foster sustainable development, and connect them to premium markets.

### WHAT VALUE WAS CREATED IN 2024?

**Direct FFB Supplier Programme**

The Direct FFB Supplier Programme, led by our Group Sustainability Division in collaboration with FGV Trading, FGV Agri Services (FGVAS), and FGV Fertiliser (FGVF), is designed to support smallholders in aligning with sustainability standards and strengthening their role in the palm oil supply chain. The programme introduces smallholders to our sustainability policy, highlights the importance of certifications, and fosters understanding of labour standards and sustainable transaction networks.

**Highlights:**

- Conducted 13 sessions across all FGV Palm Industries regions, engaging 341 suppliers between September and December 2024.

### WHAT IS OUR OUTLOOK?

In the coming months, we aim to address critical challenges faced by smallholders, such as limited awareness of sustainable farming practices and the use of substandard materials. Through initiatives like Direct FFB Supplier Programme, we will provide smallholders with technical support, training, and access to affordable resources. These efforts are intended to improve smallholders' yields and enable them to meet sustainability standards, strengthening their role in the palm oil value chain.

Over the next two to three years, the focus will shift to enhancing traceability and transparency across our supply chain through the launch of a digital platform. This initiative will support smallholders in meeting global sustainability requirements while fostering deeper integration into the value chain, creating equitable opportunities for growth.



## Environment

# Biodiversity and Land Management

### WHY IS IT IMPORTANT?

Operating in regions rich in biodiversity, we rely on these systems for sustained productivity and reduced environmental risks. However, habitat loss, deforestation, and climate change threaten both wildlife and our industry's future. Protecting biodiversity is therefore not just an environmental responsibility, but a business imperative, safeguarding our supply chain, supporting communities, and ensuring global food security.

### WHAT IS OUR APPROACH?

We integrate biodiversity conservation into land management by protecting HCV areas, safeguarding rare and endangered species, and enforcing strict environmental policies. These commitments are upheld through monitoring, restoration efforts, and supply chain accountability across our operations.

### WHAT VALUE WAS CREATED IN 2024?

**HCV Assessments**

We are restoring degraded landscapes, protecting HCV areas, and creating ecological corridors to support wildlife movement and biodiversity. In 2024, we conducted HCV assessments covering 90,164 Ha to identify ecologically significant areas outside protected zones. These assessments led to the establishment of HCV areas within our oil palm plantations to preserve critical habitats and biodiversity species. We also developed an HCV Management Plan to monitor biodiversity and address threats such as encroachment.

### PERFORMANCE OUTCOMES

In 2024, FGV replanted 18,543 Ha of old palm trees and recorded a reduction in fire incidents to six cases within its boundaries. The Group also maintained 3,426 Ha of plantation on peatlands and protected 9,401 Ha of the designated HCV areas.

| Disclosures | 2022 | 2023 | 2024 |
|---|---|---|---|
| Number of old palm trees replanted (ha) | 13,719 | 19,862 | **18,543** |
| **Oil palm trees classified as (ha)** | | | |
| Old | 25,325 | 24,718 | **26,927** |
| Very old | 63,016 | 47,475 | **29,534** |
| **Total conservation area (ha)** | | | |
| HCV area | 12,181 | 12,181 | **9,401** |
| Total existing plantation area on peatlands (ha) | 3,752 | 3,752 | **3,426** |
| **Fire incidents within FGV's boundaries** | | | |
| Within FGV's boundaries | 6 | 11 | **4** |

### WHAT IS OUR OUTLOOK?

We are committed to comprehensive biodiversity protection through strategic corridor development, targeted endangered species conservation, and active community engagement. We aim to minimise human-wildlife conflict, particularly in high-risk areas such as Sabah, and drive industry-leading conservation practices through collaboration, rigorous assessments, and enhanced awareness programmes. Transparency via robust reporting aligned with global standards will solidify our position as a benchmark for sustainable palm oil production.

# Environment

## Climate Action

### GOVERNANCE

The Board holds ultimate responsibility for the Group's ESG commitments, including climate-related issues, through strategic oversight and is supported by the Board Sustainability Committee (BSC) and Sustainability Steering Committee (SSC).

*Further information can be found in Sustainability Governance on page 122 of this report.*

### STRATEGY

Climate change presents both risks and opportunities that shape our long-term business strategy. In November 2024, we initiated the identification of physical and transition risks, setting the foundation for a comprehensive assessment across all business units by 2025. These insights will drive our climate resilience planning and risk mitigation efforts. We are aligning our approach with the International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards and integrating climate considerations into operational strategies. Our immediate focus is on risk identification, categorisation, and management to enhance preparedness and regulatory alignment.

### IDENTIFYING AND ASSESSING CLIMATE-RELATED RISKS

We evaluate climate risks based on likelihood, financial impact, and potential effects on operational resilience. Key risk assessment strategies include:

1. Conducting ongoing risk assessments to capture emerging climate risks.
2. Engaging with internal and external stakeholders to ensure a comprehensive evaluation.
3. Prioritising risks based on materiality to ensure that critical risks receive prompt management attention.

### MANAGING CLIMATE-RELATED RISKS

Our climate risk management strategy focuses on mitigation, adaptation, operational resilience, and regulatory compliance. Risks will be addressed through mitigation, transfer, acceptance, or control measures, depending on their severity and impact.

To manage climate risks effectively, we are working towards:

- Enhancing energy efficiency and adopting sustainable technologies to reduce transition risks.
- Investing in climate-resilient infrastructure to mitigate physical risks.
- Monitoring regulatory developments to ensure compliance with evolving climate policies and requirements.
- Incorporating climate performance indicators (e.g., energy use, emissions) into decision-making.
- Continuously reviewing and updating risk strategies to align with climate trends and sustainability commitments.

### INTEGRATION INTO ENTERPRISE RISK MANAGEMENT

Climate-related risks are embedded within our broader risk management framework, ensuring alignment with financial, operational, and reputational risks. This integration includes:




By integrating climate risks into corporate governance and financial planning, we enhance resilience and safeguard business continuity and long-term sustainability.

### METRICS AND TARGETS

To drive accountability and track progress, we are establishing a comprehensive set of climate-related metrics aligned with international reporting frameworks. By integrating these metrics into business performance reviews, we enhance data-driven decision-making and ensure continuous progress toward our climate commitments.

### KEY CLIMATE INDICATORS

**Energy consumption & efficiency:** Monitoring operational sustainability.

**GHG emissions:** Enhancing data collection and optimising GHG emissions inventories.

**Climate resilience indicators:** Evaluating extreme weather impacts on all business operations.

**Regulatory compliance tracking:** Ensuring compliance with evolving climate policies to mitigate risks and uphold regulatory standards.

These metrics are being integrated into our risk management and reporting frameworks, reinforcing data-driven decision-making.

*Further information can be found in Energy Management on page 148 of this report.*

### GHG METHODOLOGIES AND INVENTORY

Our GHG accounting framework is designed to ensure transparency, consistency, and alignment with global climate reporting standards.

- Base Year: 2019
- Frameworks Referenced: United Nations Framework Convention on Climate Change (UNFCCC), Intergovernmental Panel on Climate Change (IPCC), and GHG Protocol
- Boundary Approach: Operational control, covering emissions from FGV's direct operations (Scope 1 & 2) and supply chain (Scope 3).
- Emissions Factors: Derived from IPCC and other recognised sources to ensure standardised reporting.

| Category | Emissions 2024 ($tCO_2e$) |
|---|---|
| Scope 1 | 3,707,519.25 |
| Scope 2 | 210,819.96 |
| Scope 3 | 18,684,551.92 |

*Note: The 2024 emissions data is generated based on assumptions derived from 2022 data.*

# Environment

## Energy Management

### WHY IS IT IMPORTANT?

Efficient energy management is crucial for our operational sustainability, cost reduction, and emissions reduction. In our resource-intensive sector, minimising energy waste in mills and plantations enhances efficiency, lowers costs, and builds long-term resilience. This commitment to responsible energy use ensures compliance with regulations and adherence to relevant guidelines, accelerates our transition to renewables, and reinforces our carbon neutrality ambition.

### WHAT IS OUR APPROACH?

We manage energy consumption through a structured, multi-pronged approach to optimise energy use, integrate renewable energy, and ensure compliance with regulatory requirements under the Energy Efficiency and Conservation Act (EECA), the Malaysian Sustainable Palm Oil (MSPO) and the Roundtable on Sustainable Palm Oil (RSPO) standards. Aligned with best practices and Energy Management Gold Standard (EMGS) benchmarks, our approach is guided by our related Energy Management Policy and supports our long-term sustainability goals.

### WHAT VALUE WAS CREATED IN 2024?

**Electric Vehicle (EV) Wheelbarrow for Fresh Fruit Bunch (FFB) Collection**

As part of our ongoing efforts to reduce Scope 1 emissions from fuel consumption and machinery use, we have begun exploring the use of electric vehicle (EV) wheelbarrows for FFB collection. This initiative aims to cut diesel consumption, lower operational emissions, and promote sustainable practices within our plantations.

**Energy Audits and Efficiency Initiatives**

In 2024, FGV completed energy audits across four business units to identify opportunities for improving energy efficiency, reducing costs, and supporting carbon reduction goals. Based on the audit outcomes, we rolled out targeted initiatives such as enhancing process automation to minimise energy waste and piloting renewable energy solutions, including solar photovoltaic (PV) and biogas utilisation.

We also introduced energy-saving measures across our mills and plantations, including the installation of energy-efficient equipment and lighting systems. Rooftop solar panels have been deployed at downstream facilities to reduce electricity costs and lower greenhouse gas (GHG) emissions from grid dependency.

### PERFORMANCE OUTCOMES

| Disclosures | 2022* | 2023* | 2024* |
|---|---|---|---|
| Total energy consumption (MWh) | 149,106.81 | 151,019.53 | **270,526.94** |
| Shell Recovery Rate (SRR) (%) | 1.34 | 1.32 | **1.22** |
| Surplus electricity generated from biogas exported to grid (MWh) | 23,864.32 | 27,787.32 | **33,438.75** |

** The 2022 and 2023 data were estimated based on electricity expenditure, while the 2024 data reflects actual electricity usage.*

### WHAT IS OUR OUTLOOK?

Our energy management strategy is a holistic, multi-phased commitment to sustainability, driving both immediate efficiency gains and long-term environmental leadership. This includes energy audits, infrastructure upgrades, and comprehensive employee training to ensure regulatory compliance, and significantly reduce our carbon footprint. Looking ahead, we aim to scale renewable energy use, invest in cutting-edge technologies such as artificial intelligence (AI)-driven optimisation and the Internet of Things (IoT). Our goal of carbon neutrality will be achieved through strategic investments in waste-to-energy systems and the adoption of a circular economy model.

## Soil, Pest and Disease Management

### WHY IS IT IMPORTANT?

Maintaining soil health, managing pests, and controlling diseases are essential for sustaining crop yields and preserving ecosystem stability. However, factors like climate variability, soil degradation, and pest resistance pose significant challenges to sustainable agriculture. To address this, we employ a structured, proactive, and data-driven approach that enhances soil fertility, prevents pest outbreaks, and minimises chemical input use.

### WHAT IS OUR APPROACH?

We take a systematic and sustainable approach to managing soil health, pests, and diseases, ensuring long-term productivity and environmental resilience. Our strategy focuses on enhancing soil fertility, reducing chemical inputs, and integrating biological control methods to maintain a balanced ecosystem while mitigating agricultural risks.

**Sustainable Soil Health Management**

We implement integrated soil management practices to improve soil structure, optimise nutrient availability, and enhance microbial activity. This includes maintaining soil pH balance, managing organic matter, and refining fertilisation strategies through regular assessments.

**Efficient Weed, Pest and Disease Control**

Sustainable weed management ensures vegetation control while limiting herbicide use. Our Integrated Pest Management (IPM) strategy prioritises biological solutions to regulate pest populations and strengthen plantation resilience. Chemical interventions are used only when necessary and within strict safety guidelines to prevent resistance buildup and environmental harm.

**Monitoring and Compliance**

We align with Group Sustainability Policy (GSP 5.0), which highlights soil conservation, integrated pest control, and disease prevention. Our compliance with the Sustainable Estate Manual reinforces our commitment to best practices in oil palm plantation management.

# Environment

## WHAT VALUE WAS CREATED IN 2024?

### 1. Enhancing Soil Fertility with Organic Inputs

By integrating organic inputs, slow-release fertilisers, and fortified blends, we improve nutrient absorption while minimising environmental impact. The following initiatives reflect our efforts in enhancing soil fertility and optimising nutrient efficiency across our plantations.

| What We Did | Impact |
|---|---|
| Incorporated a combination of organic and inorganic fertiliser to enhance soil fertility such as through the use of empty fruit bunches (EFB) and compost to improve soil structure, retain nutrients, and reduce dependency on inorganic fertilisers | • Applied 1,100+ MT of compost and 361,000+ MT of EFB in 2024, the highest levels recorded in five years.<br>• Improved FFB yield by 10% through compost application compared to standard inorganic fertiliser application on its own. |
| Expanded use of slow-release fertilisers (SRF) to optimise nutrient uptake by integrating JITU SRF and sachet fertilisers into fertilisation practices, ensuring better absorption and minimising runoff losses. | • Reduced inorganic fertiliser dosage by 20–30%, improving nutrient efficiency.<br>• Achieved strong seedling growth in nurseries with JITU SRF requiring only two application rounds. |
| Introduced Fortified Organic Fertiliser (FOF) to improve yield efficiency by developing a compacted blend of organic and inorganic components that enhances nutrient availability and simplifies the application process. | • Increased yield by 15% through FOF application. |

### 2. Strengthening Biological Control and Pest Management

Building on our commitment to reduce chemical reliance, we have implemented targeted initiatives that leverage nature's own pest control solutions. Our Pest and Disease (P&D) Taskforce, under the Champion Concept, employs a systematic, localised approach by integrating biological control methods to promote a healthier ecosystem and manage pest populations. The following actions demonstrate how we are putting biological control into practice for long-term crop resilience:

| What We Did | Impact |
|---|---|
| **Combatting Rhinoceros Beetle Infestations:** We applied biological control agent such as Ory-X (Metarhizium sp) and pheromone traps to protect newly planted seedlings. | • Reduced beetle populations below the threshold level, preventing yield losses of up to 50% in the first harvesting year. |
| **Biological Rat Control:** We established nesting programmes and expanded habitats for barn owls. | • Controlled rat populations below the economic threshold, reducing reliance on rodenticides and minimising crop damage.<br>• Increased barn owl populations by 638% in Sabah by 2024, reinforcing its role in Integrated Pest Management (IPM).<br>• Reduced potential loss of oil yield up to 7-10% impact from the pest. |
| **Bagworm Buster Programme:** We focused on highly infested areas, using biological control methods (such as introducing natural predators and targeted pesticide application) to reduce bagworm populations and introducing beneficial plants for natural predators. | • Reduced potential loss of oil palm yield up to 40% in two years impact from the pest. |
| **Ganoderma taskforce:** We introduced a systematic disease surveillance system using field inspection enabling rapid intervention. The Ganoderma management practices include sanitation of infected palms, soil mounding and additional application of Trichoderma. | • Improved early disease detection with a comprehensive surveillance system, allowing for timely intervention in Ganoderma management. |

### 3. Sustainable Weed Management

Conventional weed control relies heavily on chemical herbicides, increasing operational costs and posing environmental risks. To address this challenge, we implemented Weed Solut-ion, an eco-friendly and cost-efficient alternative that reduces herbicide dependency while maintaining effective weed control.

**Highlights:**

**Lowered operational** costs by **20%** through more efficient weed control practices.

Increased total usage of Weed Solution to **139,040 litres** in 2024, up from 114,920 litres in 2023, reflecting wider adoption across plantations.

**Reduced herbicide** usage by up to **50%** without compromising effectiveness, supporting long-term sustainability.

## PERFORMANCE OUTCOMES

In 2024, we maintained stable EFB usage, with a slight decrease from 2022 (443,128.62 MT to 361,830.29 MT), reflecting consistent use. While this suggests ongoing reliance on EFB, it presents an opportunity to optimise its use or explore alternative organic inputs to further enhance soil fertility.

We significantly increased compost usage, surpassing a twofold increase from 453.05 MT in 2023 to 1,117.50 MT in 2024. This shift highlights our commitment to sustainable practices, reducing inorganic fertiliser dependence, and enhancing soil health.

However, we also saw a steady rise in herbicide usage, particularly in moderately hazardous chemicals, with 1,615 g/ha in 2024, up from 1,303 g/ha in 2023. This indicates continued reliance on chemical weed control, underscoring the need to develop more sustainable weed management solutions.

**Inorganic Fertiliser Usage (MT/ha)**

| Disclosures | 2022 | 2023 | 2024 |
|---|---|---|---|
| Empty Fruit Bunches (EFB) MT | 443,128.62 | 361,766.36 | **361,830.29** |
| Compost (MT) | 592.17 | 453.05 | **1,117.50** |

**Herbicide Usage (g/ha)**

| Disclosures | 2022 | 2023 | 2024 |
|---|---|---|---|
| Moderately hazardous | 1,053 | 1,303 | **1,615** |

## WHAT IS OUR OUTLOOK?

We aim to create a sustainable, resilient and innovative plantation system that ensures long-term productivity and environmental stewardship. We are dedicated to minimising chemical dependency by continuing to ban hazardous chemicals and introducing eco-friendly alternatives.

# Environment

## Waste Management

### WHY IS IT IMPORTANT?

As an agribusiness, our operations generate significant volumes of diverse waste, including empty fruit bunches, palm oil mill effluent (POME), and biomass. To optimise our value chain, we implement a comprehensive waste management strategy aimed at maximising resource recovery and minimising environmental impact. In the palm oil sector, where scrutiny regarding environmental impact is high, effective waste management practices are not only essential for compliance but also for building trust and maintaining our social license within communities and markets.

### WHAT IS OUR APPROACH?

We focus on preventing waste at the source, optimising resource use, and leveraging technology to enhance sustainability performance. A structured governance framework and continuous monitoring ensure effective waste reduction, recovery, and disposal across our value chain.

### WHAT VALUE WAS CREATED IN 2024?

**Waste-to-Wealth initiatives**

We are dedicated towards advancing circular economy principles by converting industrial by-products into valuable resources. In 2024, we expanded our waste valorisation efforts through several initiatives:

1. **Spent Silica Valorisation**

   The spent silica from our biodiesel pre-treatment plant is repurposed as an absorbent, effectively absorbing 90% of phosphorus and 60% of Free Fatty Acids (FFA) in crude palm oil. With this initiative, spent silica is considered as part of non-scheduled waste for FGV, supporting sustainable resource management.

2. **Glycerine Pitch Valorisation**

   Top pitch (glycerine with impurities) from our glycerine refinery plant is repurposed as a catalyst for biomass solid biofuel. The bottom pitch, primarily sodium chloride, has promising potential as a herbicide enhancer in agriculture. Currently, this is classified under Scheduled Waste (SW204), with an ongoing process for re-categorisation as non-scheduled waste by the Department of Environment.

   Through these initiatives, we continue to drive resource efficiency, minimise environmental impact, and create sustainable value from waste generated across our operations, reinforcing our leadership in circular economy practices.

### PERFORMANCE OUTCOMES

In 2024, hazardous waste increased significantly, with secured landfill waste rising from 43.93 MT in 2023 to 392.08 MT, primarily due to higher asbestos disposal. Despite this, waste recycle efforts improved, increasing from 0.40 MT to 28.76 MT, reducing landfill dependency. Physical/chemical treatment also saw a sharp rise from 4.65 MT to 373.15 MT, indicating a shift toward alternative disposal methods. Incineration levels declined further in 2024, while hazardous waste disposal continued to shift towards secure landfill and alternative treatment methods, particularly physical/chemical treatment and recycling.

**Waste Breakdown**

| Items | 2022 (MT) | 2023 (MT) | 2024 (MT) |
|---|---|---|---|
| **Hazardous Waste** | | | |
| Reused | 3.82 | 11.59 | **0.00** |
| Recycled | 16.22 | 0.40 | **28.76** |
| Recovered | 1,680.91 | 942.98 | **830.13** |
| Incinerated | 144.68 | 198.44 | **64.07** |
| Physical/Chemical Treatment | 3.83 | 4.65 | **373.15** |
| Solidification | 1.02 | 0.98 | **2.02** |
| Secure Landfill | 62.42 | 43.93 | **392.08** |
| Off-Site Storage | 62.22 | 63.73 | **110.03** |
| Co-Processing | 1,092.12 | 699.06 | **599.94** |
| **Total waste** | **3,067.24** | **1,965.76** | **2,400.18** |
| **Total waste diverted from disposal** | **2,793.07** | **1,654.03** | **1,458.83** |
| **Total waste directed to disposal** | **211.95** | **248.00** | **831.32** |

| Items | 2022 (MT) | 2023 (MT) | 2024 (MT) |
|---|---|---|---|
| **Non-hazardous Waste*** | | | |
| Reused | 3,449,081.03 | 2,383,250.45 | 2,969,292.72 |
| Recycled | 67,840.31 | 181,838.09 | 107,973.92 |
| Monetised (recovered) | 2,275,825.62 | 1,537,575.55 | 1,070,058.62 |
| Disposal (landfill) | 1,883,123.99 | 3,117,685.65 | 3,577,213.18 |
| **Total waste** | **7,675,870.95** | **7,220,349.74** | **7,724,538.44** |
| **Total waste diverted from disposal** | **5,792,746.96** | **4,102,664.09** | **4,147,325.26** |
| **Total waste directed to disposal** | **1,883,123.99** | **3,117,685.65** | **3,577,213.18** |

** The data is reported based on a re-categorisation of non-hazardous waste.*

### WHAT IS OUR OUTLOOK?

Our waste management strategy aims to reduce landfill disposal by strengthening waste segregation through targeted employee training, providing clear guidelines, and enhancements to existing systems for improved accountability and efficiency monitoring. Specifically, we will expand our waste-to-energy initiatives within our palm oil mills through conversion of POME into biogas and electricity. Furthermore, we will invest in research and development to drive innovation in biofuels, and diverse waste-to-resource technologies, ensuring the integration of circular economy principles across our operations.

## Environment

# Water Use

### WHY IS IT IMPORTANT?

Water is a key resource at FGV, integral to our operations across the palm oil industry. It supports everything from oil extraction to irrigation, helping us maintain efficiency and drive sustainable practices. By managing water use efficiently, we reduce environmental impacts such as depletion and pollution, while ensuring compliance with both local and global sustainability standards. Responsible water use is central to our commitment to environmental stewardship and bolsters our long-term business sustainability.

### WHAT IS OUR APPROACH?

Our water management approach focuses on optimising consumption, ensuring compliance with environmental regulations, and fostering long-term sustainability. This integration of efficient practices helps us achieve operational success while minimising our environmental impact and supporting our broader sustainability agenda.

Compliance with both local and international regulations is central to our water management efforts. FGV follows a comprehensive Regulatory Compliance Framework, which ensures full alignment with water quality laws, standards and guidelines. This framework includes compliance with the Malaysian Environmental Quality Act (1974) and other regulations set by bodies such as the Department of Environment (DOE).

We conduct risk assessments to identify potential water-related risks, such as scarcity, contamination, and regulatory changes. These proactive measures allow us to take early action, ensuring compliance with water-related regulations. Before launching new projects or expanding operations, we perform Environmental Impact Assessments (EIAs) to evaluate the impact on local water resources and water quality. The findings are shared with regulatory authorities for approval, ensuring appropriate actions to minimise environmental impacts.

### WHAT VALUE WAS CREATED IN 2024?

To improve water efficiency and reduce reliance on external sources, we have implemented rainwater harvesting systems at key operational sites and expanded water recycling initiatives within our mills. These efforts optimise water use, mitigate water scarcity risks, and support our environmental commitments. We also conduct independent reviews of our water management practices to ensure alignment with best practices and sustainability standards.

To strengthen oversight, we have deployed real-time monitoring systems at high-risk locations and conduct regular internal assessments of water quality parameters such as pH, Biological Oxygen Demand (BOD), and Chemical Oxygen Demand (COD). These measures enable early detection of potential issues and allow for timely intervention.

### PERFORMANCE OUTCOMES

| Disclosures | 2022* | 2023* | 2024 |
|---|---|---|---|
| Total water consumption (ML) | 18,185.31 | 17,141.17 | **17,764.05** |
| Total water discharge (ML) | 27,878.46 | 25,610.96 | **28,811.30** |
| Total water withdrawal (ML) | 46,063.78 | 42,752.13 | **46,575.35** |
| Total water recycled (ML) | 862.25 | 654.67 | **792.54** |

** The 2022 and 2023 data have been restated based on different unit of measurement.*

### WHAT IS OUR OUTLOOK?

We are committed to sustainable water management through continuous improvement in operational efficiency, investment in water-saving technologies, and rigorous monitoring of consumption across all our operations.



# Innovation & Technology

# Operational Excellence

### WHY IS IT IMPORTANT?

Operational excellence (OE) drives long-term competitiveness by ensuring efficiency, cost control, and sustainability. As the industry evolves, maintaining high-performance operations is critical to enhancing profitability, strengthening supply chain resilience, and meeting stakeholder expectations. By optimising processes, leveraging technology, and enhancing workforce capabilities, we strengthen both financial performance and business resilience.

### WHAT IS OUR APPROACH?

In 2019, we established the OE Roadmap in providing a structured framework for continuous improvement, workforce development, and process optimisation. This roadmap is built on the following pillars, which drive our transformation efforts, ensure alignment across business functions, and equip the organisation to navigate future challenges.

**OUR FOUR KEY STRATEGIES**

- **Strengthening Best Practices**
- **Driving Process Improvement and Value Creation**
- **Enhancing Employee Competency**
- **Promoting a Behaviour-Based Quality Culture**

### WHAT VALUE WAS CREATED IN 2024?

In 2024, our OE initiatives focused on enhancing best practices, driving continuous improvement, upskilling employees, and recognising excellence in performance.

**1. Standardising Best Practices and Driving OE**

To strengthen consistency and performance across our operations, we implemented structured standardisation frameworks and continuous monitoring.

| Programmes | Impact |
|---|---|
| Model Plantation Concept | Identified 83 initiatives across seven model sites. These model sites serve as benchmarks for best practices in quality, productivity and efficiency. |
| Internal Certification Programme (ICP) | Certified 26 sites in 2024, reinforcing compliance with lean management approach to ensure operational consistency. |

## Innovation & Technology

**2. Continuous Improvement and Cost Optimisation**

We integrated Lean Six Sigma (LSS) methodologies into our OE Continuous Improvement Programme to enhance efficiency, optimise costs, and improve process performance. This structured approach focused on identifying inefficiencies, streamlining processes, and embedding a culture of continuous improvement across plantations, and support functions.

**Highlights:**

- Achieved RM75.2 million financial savings and operational benefits, reinforcing cost management.
- Implemented 196 LSS projects, optimising processes and reducing inefficiencies.

**3. Building Workforce Competency and Internal Leadership**

We focus on developing a highly skilled workforce to sustain OE and drive continuous improvement. Through targeted training and professional certifications, we equip employees with the expertise to enhance efficiency, implement best practices, and lead process optimisation across operations.

**Highlights:**

- 548 employees were trained in various OE Continuous Improvement training programmes.
- 57 Green Belts and 155 White Belts were trained under the Lean Six Sigma (LSS) programme.
- 184 employees were trained in QE/5S and 152 in Autonomous Maintenance.
- Six employees became Certified Productivity Specialists (CPS) and one as a Senior Productivity Specialist (SPS) under the Asian Productivity Organization (APO), through the FGV–MPC Memorandum of Collaboration (MoC).

### WHAT IS OUR OUTLOOK?

We will scale OE through a structured, long-term approach that enhances efficiency, empowers workforce capabilities, and embeds a culture of continuous improvement. This will involve consistently driving strategic competency development to enhance workers' performance, establishing clear benchmarking for their progress, while fostering innovation, leveraging best practices, and ensuring adaptability to evolving industry demands.



# ESG Performance Data Table

| Indicator | Measurement Unit | 2023 | 2024 |
|---|---|---|---|
| **Bursa (Supply chain management)** | | | |
| Bursa C7(a) Proportion of spending on local suppliers | Percentage | 100.00 * | 100.00 |
| **Bursa (Data privacy and security)** | | | |
| Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data | Number | 0 | 0 |
| **Bursa (Anti-corruption)** | | | |
| Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category | | | |
| Senior Management | Percentage | 2.78 * | 70.37 |
| Middle Management | Percentage | 31.94 * | 35.18 |
| Executive | Percentage | 27.02 * | 25.93 |
| Non-Executive | Percentage | 4.36 * | 4.57 |
| Bursa C1(b) Percentage of operations assessed for corruption-related risks | Percentage | 94.00 | 93.00 |
| Bursa C1(c) Confirmed incidents of corruption and action taken | Number | 38 | 4 |
| **Bursa (Community/Society)** | | | |
| Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer | MYR | 1,553,040.00 | 3,431,594.00 |
| Bursa C2(b) Total number of beneficiaries of the investment in communities | Number | 17,328 | 42,819 |
| **Bursa (Diversity)** | | | |
| Bursa C3(a) Percentage of employees by gender and age group, for each employee category | | | |
| Age Group by Employee Category | | | |
| Senior Management Under 30 | Percentage | 0.00 | 0.00 |
| Senior Management 30-50 | Percentage | 51.00 * | 41.00 |
| Senior Management Above 51 | Percentage | 49.00 * | 59.00 |
| Middle Management Under 30 | Percentage | 0.00 * | 0.00 |
| Middle Management 30-50 | Percentage | 73.00 * | 73.00 |
| Middle Management Above 51 | Percentage | 27.00 * | 27.00 |
| Executive Under 30 | Percentage | 22.00 * | 24.00 |
| Executive 30-50 | Percentage | 65.00 * | 64.00 |
| Executive Above 51 | Percentage | 13.00 * | 12.00 |
| Non-Executive Under 30 | Percentage | 37.00 * | 41.00 |
| Non-Executive 30-50 | Percentage | 55.00 * | 52.00 |
| Non-Executive Above 51 | Percentage | 8.00 * | 7.00 |
| Gender Group by Employee Category | | | |
| Senior Management Male | Percentage | 78.00 * | 87.00 |
| Senior Management Female | Percentage | 22.00 * | 13.00 |
| Middle Management Male | Percentage | 80.00 * | 78.00 |
| Middle Management Female | Percentage | 20.00 * | 22.00 |
| Executive Male | Percentage | 67.00 * | 66.00 |
| Executive Female | Percentage | 33.00 * | 34.00 |
| Non-Executive Male | Percentage | 88.00 * | 88.00 |
| Non-Executive Female | Percentage | 12.00 * | 12.00 |

Internal assurance | External assurance | No assurance | (*)Restated

# ESG Performance Data Table

| Indicator | Measurement Unit | 2023 | 2024 |
|---|---|---|---|
| Bursa C3(b) Percentage of directors by gender and age group | | | |
| Male | Percentage | 71.00 | 57.00 |
| Female | Percentage | 29.00 | 43.00 |
| 40-49 | Percentage | 0.00 | 14.00 |
| 50-59 | Percentage | 57.00 | 58.00 |
| 60-69 | Percentage | 14.00 | 14.00 |
| 70 and above | Percentage | 29.00 | 14.00 |
| **Bursa (Labour practices and standards)** | | | |
| Bursa C6(a) Total hours of training by employee category | | | |
| Senior Management | Hours | 1,633 * | 2,864 |
| Middle Management | Hours | 37,173 * | 43,964 |
| Executive | Hours | 98,880 * | 79,471 |
| Non-Executive | Hours | 166,493 * | 98,090 |
| Bursa C6(b) Percentage of employees that are contractors or temporary staff | Percentage | 54.00 | 55.00 |
| Bursa C6(c) Total number of employee turnover by employee category | | | |
| Senior Management | Number | 11 * | 11 |
| Middle Management | Number | 69 * | 72 |
| Executive | Number | 214 * | 209 |
| Non-Executive | Number | 7,553 * | 10,368 |
| Bursa C6(d) Number of substantiated complaints concerning human rights violations | Number | 4 | 0 |
| **Bursa (Health and safety)** | | | |
| Bursa C5(a) Number of work-related fatalities | Number | 4 | 3 |
| Bursa C5(b) Lost time incident rate ("LTIR") | Rate | 3.23 | 5.01 |
| Bursa C5(c) Number of employees trained on health and safety standards | Number | 42,309 | 45,310 |
| **Bursa (Emissions management)** | | | |
| Bursa C11(a) Scope 1 emissions in tonnes of CO2e | Metric tonnes | - | 3,707,519.25 |
| Bursa C11(b) Scope 2 emissions in tonnes of CO2e | Metric tonnes | - | 210,819.96 |
| Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting) | Metric tonnes | - | 18,684,551.92 |
| **Bursa (Energy management)** | | | |
| Bursa C4(a) Total energy consumption | Megawatt | 151,019.53 * | 270,526.94 |
| **Bursa (Waste management)** | | | |
| Bursa C10(a) Total waste generated | Metric tonnes | 7,222,315.50 * | 7,726,938.62 |
| Bursa C10(a)(i) Total waste diverted from disposal | Metric tonnes | 4,104,318.12 * | 4,148,784.09 |
| Bursa C10(a)(ii) Total waste directed to disposal | Metric tonnes | 3,117,933.65 * | 3,578,044.50 |
| **Bursa (Water)** | | | |
| Bursa C9(a) Total volume of water used | Megalitres | 17,141.170000 * | 17,764.050000 |

Internal assurance | External assurance | No assurance | (*)Restated





# Corporate Information

## BOARD OF DIRECTORS

**Tan Sri Rastam Mohd Isa**
Chairman
Non-Independent Non-Executive Director

**Dato' Shahrol Anuwar Sarman**
Non-Independent Non-Executive Director

**Datuk Abdul Halim Hamzah**
Non-Independent Non-Executive Director

**Dato' Dr Suzana Idayu Wati Osman**
Non-Independent Non-Executive Director

**Mohamad Fadzil Hitam**
Independent Non-Executive Director

**Nurul Muhaniza Hanafi**
Independent Non-Executive Director

**Azizan Zakaria**
Independent Non-Executive Director

**Rozainah Awang**
Independent Non-Executive Director

## Registered Office

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## Group Chief Executive Officer

Fakhrunniam Othman

## Company Secretary

Azni Ariffin
LS0010610
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## Investor Relations And Enquiries

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Head of Investor Relations
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## Share Registrar

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## Auditors

PricewaterhouseCoopers PLT
(LLP0014401-LCA & AF 1146)
Chartered Accountants
Level 10, Menara TH 1 Sentral
Jalan Rakyat
Kuala Lumpur Sentral
P.O. Box 10192
50706 Kuala Lumpur
Malaysia
Tel : +603 2173 1188
Fax : +603 2173 1288
Website : www.pwc.com/my

## Stock Exchange Listing

Listed on Main Market of Bursa Malaysia Securities Berhad
Listing Date : 28 June 2012
Stock Name : FGV
Stock Code : 5222
Stock Sector : Plantation

@fgvholdings | @fgvholdings | FGV Holdings Berhad | FGV Holdings Berhad

# Board of Directors



1. **TAN SRI RASTAM MOHD ISA**
   Chairman
   Non-Independent
   Non-Executive Director
   BSC

2. **DATO' SHAHROL ANUWAR SARMAN**
   Non-Independent
   Non-Executive Director
   AC BGRMC

3. **DATUK ABDUL HALIM HAMZAH**
   Non-Independent
   Non-Executive Director
   BSC IC

4. **DATO' DR SUZANA IDAYU WATI OSMAN**
   Non-Independent
   Non-Executive Director
   BSC NRC IC

5. **MOHAMAD FADZIL HITAM**
   Independent
   Non-Executive Director
   NRC BSC AC

6. **NURUL MUHANIZA HANAFI**
   Independent
   Non-Executive Director
   IC NRC AC

7. **AZIZAN ZAKARIA**
   Independent
   Non-Executive Director
   AC BGRMC

8. **ROZAINAH AWANG**
   Independent
   Non-Executive Director
   BGRMC IC



**BOARD COMMITTEES:**

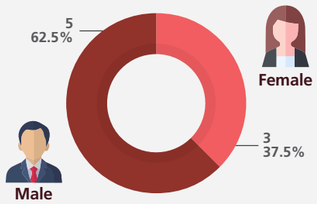
- AC Audit Committee
- NRC Nomination and Remuneration Committee
- BGRMC Board Governance & Risk Management Committee
- BSC Board Sustainability Committee
- IC Investment Committee

## BALANCE AND COMPOSITION

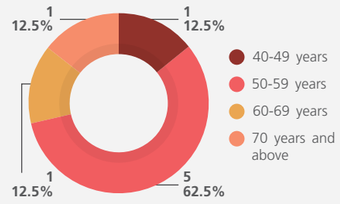


- 4 Non-Independent Non-Executive Director (NINED)
- 4 Independent Non-Executive Director (IND)

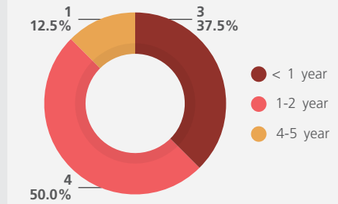
## GENDER DIVERSITY




## AGE




## LENGTH OF SERVICE



# Board of Directors' Profile



## TAN SRI RASTAM MOHD ISA

Chairman
Non-Independent Non-Executive Director

73

**Date of Appointment to the Board:**
26 September 2023

**Date of last re-election:**
20 June 2024

**Length of tenure as Director:**
1-2 years

**Board Meeting Attendance in 2024:**
14 out of 14

**BOARD COMMITTEE MEMBERSHIP:**
- Chairman of Board Sustainability Committee

**QUALIFICATIONS:**
Tan Sri Rastam Mohd Isa holds a Master of Arts in International Relations and Strategic Studies from University of Lancaster, United Kingdom, and a Bachelor of Social Science (Honours) from Universiti Sains Malaysia. He also holds a Certificate of Diplomacy from University of Oxford, United Kingdom.

**WORKING EXPERIENCE AND OCCUPATION:**
Tan Sri Rastam was appointed to the Malaysian Administrative and Diplomatic Service (PTD) on 17 April 1974. He had several diplomatic assignments abroad including as High Commissioner to Pakistan from 1994 to 1996, Ambassador to Bosnia and Herzegovina from 1996 to 1998, Ambassador to the Republic of Indonesia from 1999 to 2003, and Permanent Representative to the United Nations in New York from 2003 until 2005.

He was formerly the Secretary-General of the Ministry of Foreign Affairs (MFA) from 2006 until 2010. He was also an ASEAN Senior Official's Meeting (SOM) leader for Malaysia from 2006 until 2010. He was assigned to the MFA until his retirement from the civil service on 2 September 2010. He also served for three years as an Advisor in the Chief Minister's Department of Sarawak from 2010 until 2013.

From 2015 to 2020, he served as the Chairman and Chief Executive of the Institute of Strategic and International Studies (ISIS) Malaysia. He was also an Adjunct Professor at the Ahmad Ibrahim Kulliyah of Laws, International Islamic University Malaysia, from 2021 until 2022.

He previously held the position of Director at Batu Kawan Berhad and served as the Chairman of its Remuneration Committee.

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
Nil



## DATO' SHAHROL ANUWAR SARMAN

Non-Independent Non-Executive Director

52

**Date of Appointment to the Board:**
- 16 November 2020 (1st appointment)
- 17 November 2022 (1st Re-appointment)
- 17 November 2024 (2nd Re-appointment)

**Date of last re-election:**
20 June 2023

**Board Meeting Attendance in 2024:**
12 out of 14

**Length of tenure as Director:**
4-5 years

**BOARD COMMITTEE MEMBERSHIP:**
- Member of Audit Committee
- Member of Board Governance & Risk Management Committee

**QUALIFICATIONS:**
Dato' Shahrol Anuwar Sarman holds a Master of Business Administration from Cardiff University, Wales, United Kingdom and a Bachelor of Finance from Universiti Teknologi MARA, Malaysia.

**WORKING EXPERIENCE AND OCCUPATION:**
Dato' Shahrol Anuwar began his career as an Assistant Secretary in the Loans Management and Finance Policy Division of the Ministry of Finance (MoF) in 1996.

In 2003, he became Assistant Director in the Human Resource Management and Administration Division (Head of Finance and Account Unit) at the Anti-Corruption Agency Malaysia. In 2004, he was appointed Principal Assistant Secretary in the Timber Industry Division under the Ministry of Plantation Industries and Commodities, where he served for two years. He later served for one year as Senior Principal Assistant Secretary in the Administration and Finance Division of the Melaka Chief Minister's Department.

Prior to becoming the Special Officer to the Secretary General of Treasury, MoF, in 2011, he served as the Senior Private Secretary to the Secretary General of Treasury, MoF, from 2007 until 2011. He was later appointed as Senior Advisor to the Executive Director of the World Bank Group in Washington D.C., United States, from 2012 to 2014.

In 2014, he became the Senior Private Secretary to the Secretary General of Treasury, MoF where he served for three years. He was then appointed as an Undersecretary of the Statutory Bodies Strategic Management Division, MoF, from 2017 until 2019 and as Undersecretary to the Strategic Investment Division, MoF, from 2019 untill 2022. He was previously the Director of the National Budget Office, prior to his appointment as Chief Private Secretary to the Prime Minister at the Prime Minister's Office, effective 10 March 2025. He is also a Board member of Federal Land Development Authority (FELDA), PR1MA Corporation Malaysia (PR1MA) and Perbadanan Putrajaya (PPJ).

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
Nil

# Board of Directors' Profile



## DATUK ABDUL HALIM HAMZAH
Non-Independent Non-Executive Director

53

**Date of Appointment to the Board:**
3 March 2025

**Date of last re-election:**
Not Applicable

**Length of tenure as Director:**
< 1 year

**Board Meeting Attendance in 2024:**
Not applicable

**BOARD COMMITTEE MEMBERSHIP:**
- Member of Board Sustainability Committee
- Member of Investment Committee

**QUALIFICATIONS:**
Datuk Abdul Halim Hamzah holds a Master in Business Administration from Universiti Putra Malaysia, a Bachelor of Laws from the Universiti Kebangsaan Malaysia and a Diploma in Public Management from the National Institute of Public Administration (INTAN).

**WORKING EXPERIENCE AND OCCUPATION:**
Datuk Abdul Halim has over 29 years of working experience as an Administrative and Diplomatic Officer (PTD) in the Government of Malaysia. In 2018 to 2020, he served as the Director at the Johor State Development Office, Implementation Coordination Unit, Prime Minister's Department (ICU JPM). In this role, he was responsible for overseeing federal development projects in Johor.

In 2020 untill 2022, he was appointed as Deputy Director-General (Strategic Development), at ICU JPM. In this role, he was responsible for leading national strategic development initiatives, overseeing policy planning and ensuring the effective execution of federal development programmes.

In 2022, he served as the Deputy Secretary-General (Cabinet) in the Cabinet, Constitution and Intergovernmental Relations Division, Prime Minister's Department. In this role, he was responsible for coordinating high-level government policies, managing constitutional matters, and overseeing intergovernmental relations.

He is currently serving as the Deputy Secretary-General (Finance & Development), in the Prime Minister's Department.

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
Nil



## DATO' DR. SUZANA IDAYU WATI OSMAN
Non-Independent Non-Executive Director

56

**Date of Appointment to the Board:**
1 April 2024

**Date of last re-election:**
20 June 2024

**Length of tenure as Director:**
1-2 years

**Board Meeting Attendance in 2024:**
12 out of 12

**BOARD COMMITTEE MEMBERSHIP:**
- Member of Board Sustainability Committee
- Member of Nomination and Remuneration Committee
- Member of Investment Committee

**QUALIFICATIONS:**
Dato' Dr. Suzana Idayu Wati Osman holds a PhD in Finance from Universiti Putra Malaysia and completed the Advanced Management Programme at Harvard Business School in Boston, United States. She also holds a Master of Business Administration (Finance) from University Putra Malaysia and a Bachelor of Arts (Honours) in Business Studies from the University of Huddersfield, United Kingdom.

**WORKING EXPERIENCE AND OCCUPATION:**
Dato' Dr. Suzana is a distinguished and highly experienced C-suite professional with more than 30 years of expertise across various industries, bringing a wealth of strategic insights and transformative leadership to her roles. With a strong background in food, agriculture, financial services, and institutional asset management, she has held numerous board positions and C-level roles, offering unique perspectives in managing multi-business corporate entities and multi-asset financial portfolios. She served as Chairperson, Board members, and Advisors to more than 40 entities across various sectors including plantation, downstream agri-business, oleochemicals, consumer goods, technology, travel, property, livestock, logistic, trading, fintech, education and private equity. She previously held key positions in esteemed organisations including the Chairperson of the Board Chairperson of the Board of Trustees at the Malaysian Sustainable Palm Oil (MSPO), Vice Chairperson of Institutional Investors Council Malaysia and a board member of Minority Shareholders Watch Group.

She is presently a board member of MSM Malaysia Holdings Berhad and also serves on the Nomination and Remuneration Committee. In addition, she is the Chairperson of IIUM Holdings Sdn Bhd and a Public Interest Director of Private Pension Administrator Malaysia (PPA), where she also serves on both the Audit and Risk Management Committee and the Nomination and Remuneration Committee. She is also a director of Encorp Berhad and a member of its Nomination and Remuneration Committee. Furthermore, she sits on the board of Felda Investment Corporation (FIC) Sdn Bhd, where she is a member of the Board Governance, Risk and Audit Committee and the Board of Investment Committee. She also serves as a trustee on the Board Trustees of Yayasan FELDA.

Dato' Dr. Suzana was appointed as Director-General of FELDA effective 5 November 2024.

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
- Encorp Berhad
- MSM Malaysia Holdings Berhad
- Private Pension Administrator Malaysia

# Board of Directors' Profile



## MOHAMAD FADZIL HITAM
Independent Non-Executive Director

68

**Date of Appointment to the Board:**
27 December 2023

**Date of last re-election:**
20 June 2024

**Length of tenure as Director:**
1-2 years

**Board Meeting Attendance in 2024:**
14 out of 14

**BOARD COMMITTEE MEMBERSHIP:**
- Chairman of Nomination and Remuneration Committee
- Member of Board Sustainability Committtee
- Member of Audit Committee

**QUALIFICATIONS:**
Mohamad Fadzil Hitam holds a Master in Plantation Management from Universiti Putra Malaysia and a Diploma in Plantation Industry and Management from Institut Teknologi MARA, Malaysia.

**WORKING EXPERIENCE AND OCCUPATION:**
Mohamad Fadzil has more than 40 years of hands-on experience in operations and development within the palm oil, rubber, cocoa, coconuts, and fruit industries. During this time, he has also accumulated over 25 years of experience in plantation management and advisory roles.

He began his career as a Cadet/Assistant Manager with Plantation Agency & Asiatic Development Bhd in 1978. In 1985, he joined Harrison Plantation Malaysia Berhad/Golden Hope Plantations Berhad (Golden Hope), where he progressed through various roles, including Plantation Advisor, Head of Transformation Department, and Director of Transformation. He played a key role in the post-merger activities involving Golden Hope, Kumpulan Guthrie Bhd, and Sime Darby Berhad. In 2012, he moved to Sarawak Plantation Berhad as Head of Plantation Operations.

In 2015, he joined Perbadanan Kemajuan Pertanian Selangor as Deputy Group General Manager. In this capacity, he played a pivotal role in overseeing the State Agricultural Corporation. His portfolio included management of rubber and palm oil plantations, Selangor fruit valley and agro-tourism projects, dairy farming, freshwater fish farming, chicken farming, wholesale markets, bazaars, shophouses, factories, and land allocated for property development.

He is also a trainer in all aspects of plantation management and has conducted numerous in–house courses for Golden Hope and external groups like PELITA, Lembaga Tabung Haji, Rubber Industry Smallholders Development Authority (RISDA)/Espek, and others. In 2019, he was awarded the prestigious Fellow Certified Planter (FCP) designation by the International Institute of Plantation Management. He was also a part-time lecturer at Universiti Teknologi MARA's Agro Faculty, teaching master's students Strategic Management from 2017 until 2019.

Mohamad Fadzil currently serves as Deputy Chairman of the Incorporated Society of Planters (ISP) and Chairman of ISP Management (ISPM).

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
Nil



## NURUL MUHANIZA HANAFI
Independent Non-Executive Director

48

**Date of Appointment to the Board:**
1 April 2024

**Date of last re-election:**
20 June 2024

**Length of tenure as Director:**
1-2 years

**Board Meeting Attendance in 2024:**
12 out of 12

**BOARD COMMITTEE MEMBERSHIP:**
- Chairman of Investment Committee
- Member of Nomination and Remuneration Committee
- Member of Audit Committee

**QUALIFICATIONS:**
Nurul Muhaniza Hanafi holds a Bachelor of Laws (LL.B) from the International Islamic University Malaysia and was admitted as an advocate and solicitor of the High Court of Malaya.

**WORKING EXPERIENCE AND OCCUPATION:**
Nurul Muhaniza is currently the Managing Partner of Messrs Abu Zahar Syed Mohd Fuad & Partners. With diverse expertise in property development, banking, litigation, and corporate law, she is recognised as a versatile legal professional. In her role, she is committed to safeguarding her clients' interests and contributing to the advancement of the legal profession in Malaysia. From 2016 to 2018, she served as President for the Strata Management Tribunal under the Ministry of Housing and Local Government, focusing on alternative housing dispute resolutions. She has been actively involved with the Selangor Bar Committee since the 2014/2015 term and currently the Chairperson for the Conveyancing Practice Committee and Syariah & Bahasa Melayu Committee. She regularly engages with the Selangor Land Office and other state agencies to resolve ever-revolving conveyancing issues, establishing herself as a respected figure in both government and state agencies under scores her dedication to fostering collaboration between the legal profession and public institution.

In addition, she is a Kuala Lumpur Bar Committee Member for 2009/2010 and 2010/2011, the Committee Member of Jawatankuasa Lembaga Hakmilik Strata Wilayah Persekutuan Kuala Lumpur and Special Committee Member of Jawatankuasa Wakaf Kolej Islam Malaya and Lembaga Amanah Kolej Islam Malaya (LAKIM). In March 2025, she was appointed as the Honorary Secretary, Selangor Bar Committee since March 2025.

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
- MSM Malaysia Holdings Berhad

# Board of Directors' Profile



## AZIZAN ZAKARIA
Independent Non-Executive Director

55

**Date of Appointment to the Board:**
4 July 2024

**Date of last re-election:**
Not Applicable

**Length of tenure as Director:**
< 1 year

**Board Meeting Attendance in 2024:**
7 out of 8

**BOARD COMMITTEE MEMBERSHIP:**
- Chairman of Audit Committee
- Member of Board Governance & Risk Management Committee

**QUALIFICATIONS:**
Azizan Zakaria holds a Bachelor Science (BSc Hons) in Accounting from University of Wales, Cardiff, United Kingdom. He is a Fellow of the Chartered Association of Certified Accountants and a member of the Malaysian Institute of Accountants (MIA).

**WORKING EXPERIENCE AND OCCUPATION:**
Azizan served as a Senior Partner with over 26 years of experience in providing audit and business advisory services to clients in both Malaysia and United Kingdom, including government-linked corporations, multinational corporations, and listed companies. He was part of PricewaterhouseCoopers (PwC) Malaysia's Country Management team as People Leader.

From 2011 to 2014, he led PwC's Southern Region practice in Malaysia. During this time, he also served as Chairman of the MIA Johor Bahru for the 2013/2014 term.

He was a Member of Association of Chartered Certified Accountants (ACCA) Malaysia Advisory Committee and a Member of the Malaysian Accounting Standards Board's (MASB) Working Group on improvement projects.

He is currently a Board Member of Petroliam Nasional Berhad (PETRONAS), TNB Power Generation Sdn Bhd (a subsidiary of Tenaga Nasional Berhad) and IIUM Holdings Sdn Bhd (including one of its subsidiary). At PETRONAS, he serves as Chairman of the Audit Committee, Chairman of the Risk Committee and a member of the Nomination and Remuneration Committee. He is also a member in the Audit Committee, Nomination and Remuneration Committee and Investment Committee of IIUM Holdings Sdn. Bhd.

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
- Petroliam Nasional Berhad (PETRONAS)



## ROZAINAH AWANG
Independent Non-Executive Director

56

**Date of Appointment to the Board:**
2 January 2025

**Date of last re-election:**
Not applicable

**Length of tenure as Director:**
< 1 year

**Board Meeting Attendance in 2024:**
Not Applicable

**BOARD COMMITTEE MEMBERSHIP:**
- Chairman of Board Governance & Risk Management Committee
- Member of Investment Committee

**QUALIFICATIONS:**
Rozainah Awang is a Fellow Member of Chartered Institute of Management Accountant (CIMA), United Kingdom and a Registered Accountant of Malaysia Institute of Accountants (MIA).

**WORKING EXPERIENCE AND OCCUPATION:**
Rozainah has over 27 years of experience across various industries including 17 years with MISC Berhad and its Group of Companies (MISC Group). Prior to her retirement, she served as Vice President of Finance and Chief Financial Officer of MISC Berhad. She also held key roles as General Manager in several departments, including Finance Offshore Business Unit, Strategic Planning, and Finance & Project Services Offshore Business.

Earlier in her career, she was previously attached to Colgate Palmolive (M) Sdn Bhd, KUB GAS Sdn Bhd, TIME Telecommunications Sdn Bhd (now known as TIME dotCom), and Aluminium Company of Malaysia Berhad.

She was previously a Council Member of MARA, Director of Malaysia Marine and Heavy Engineering Holdings Berhad, Labuan Reinsurance (L) Limited, and The London P&I Club. During her tenure at MISC Berhad, she also sat on the boards of various MISC Group subsidiaries.

She also previously served on the Board of LNG Marine Sdn Bhd and Swift Haulage Berhad, (SHB), where she was the Chairperson of the Board Audit Committee at SHB.

She currently serves on the Board of SME Bank Berhad as Chairman of the Board Audit Committee, and as a member of the Board Risk Management Committee, Board Financing & Investment Committee, and Board Information Technology Committee.

**DIRECTORSHIP IN OTHER PUBLIC COMPANIES:**
- SME Bank Berhad

**ADDITIONAL INFORMATION:**
1. None of the Directors have family relationships with any Director and/or major shareholder of FGV Holdings Berhad.
2. None of the Directors have any conflict of interest or potential conflict of interest, including interest in any competing business with FGV Holdings Berhad or its subsidiaries.
3. None of the Directors have:
   (i) been convicted of any offense (other than traffic offenses) within the past five years; and
   (ii) been imposed with any public sanction or penalty by the relevant regulatory bodies during the financial year 2024.
4. None of the Directors hold more than five directorships in listed issuers.
5. The details of the Directors' attendance at Board Meetings held in the financial year ended 31 December 2024 are detailed in the Corporate Governance Overview Statement on page 182 to 223 of this Annual Integrated Report.

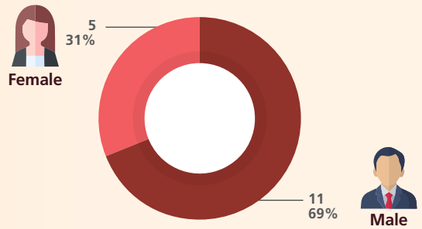
# Group Management Committees' Profile



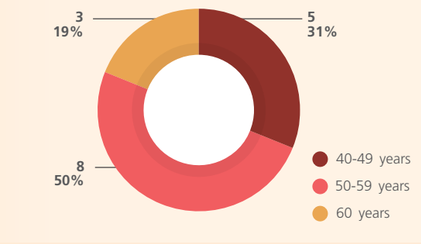
# Group Management Committees' Profile

The Group Management Committee (GMC) plays a key role in supporting the Group Chief Executive Officer (GCEO) in overseeing the Group's management. It acts as a central body responsible for monitoring performance and ensuring that management and business operations are well-coordinated and aligned with the Group's goals, vision, and strategies. The GMC achieves this by adhering to sound corporate governance principles and adopting industry best practices in business operations and internal controls, in line with the direction, advice, decisions, and policies set by the Board and its Committees.

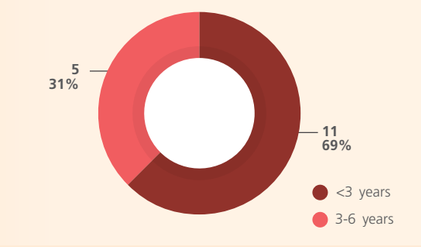
**GENDER**




**AGE**




**LENGTH OF SERVICE**




**Notes:**
None of the GMC members have any conflicts of interest with the Company, family relationships with any Director and/or major shareholder, nor have they been convicted of any offences (other than traffic offences) within the past five years or any public sanctions or penalties imposed by the relevant regulatory bodies during the financial year ended 31 December 2024.

Date of Appointment | Directorship In Other Public Companies

## FAKHRUNNIAM OTHMAN
Group Chief Executive Officer

57 | 1 November 2024 | MSM Malaysia Holdings Berhad

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Fakhrunniam Othman holds a Master of Business Administration (General Management) from the Royal Melbourne Institute of Technology (RMIT), Australia. He is also a Chartered Accountant with the Association of Chartered Certified Accountants (ACCA), United Kingdom, and a member of the Malaysian Institute of Accountants (MIA).

### RELEVANT EXPERIENCE:

Fakhrunniam's career, spanning over 30 years, began with Caltex Oils Malaysia Ltd. in 1993. He later moved to Sapura Telecommunication Bhd before becoming Group Accountant at Alloy Consolidated Sdn Bhd. In 2000, he joined FGV Group as an Accountant at Felda Holdings Bhd (FHB), and was appointed as General Manager in 2005.

From 2008 to 2011, he served as Deputy Chief Financial Officer (CFO) and Company Secretary of Twin Rivers Technologies (TRT) Inc. in the United States. Upon his return, he was appointed Vice President of the Strategy Division and played a key role in the listing of FGV. He was entrusted with leadership roles as Chief Executive Officer (CEO) of three subsidiaries, namely FGV Marketing Services Sdn Bhd, FGV Trading Sdn Bhd, and FGV Transport Services Sdn Bhd from 2013 to 2016. In 2016, he was appointed Chief Strategy Officer, followed by Chief Investment Officer from 2018 to 2022, which also included an interim assignment as Acting CEO of MSM Malaysia Holdings Berhad from September 2020 to January 2021.

He was later appointed as the Group Divisional Director of Logistics & Support Division (LSD) in July 2022, prior to his current appointment as Group CEO (GCEO) on 1 November 2024.

### ROLES AND RESPONSIBILITIES:

Helms FGV and sets the strategic goals and objectives that drive its growth and success. As the GCEO, Fakhrunniam spearheads the overall management and performance of FGV, ensuring value creation for its stakeholders. In this pivotal role, he provides guidance to the Senior Management team in formulating and executing business strategies to fuel growth. He also establishes and cultivates relationships with key and prospective partners, clients, and stakeholders, serving as the intermediary between the Board of Directors and the operational teams. He champions compliance with regulatory requirements and ethical standards to uphold the organisation's integrity and reputation. With oversight of around 50,000 workforce, he directs FGV's corporate initiatives and promotes the organisation's vision and values internally and externally. His aim is to maximise profitability and ensure sustainable growth while upholding FGV's commitment to excellence.

## DATO' MOHD HAIRUL ABDUL HAMID
Group Chief Financial Officer &
Officer-in-Charge of the Strategy Division

54 | 2 January 2019 | Felda Holdings Berhad

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Dato' Mohd Hairul Abdul Hamid is a Chartered Accountant with the Malaysian Institute of Accountants (MIA) and a Fellow of the Association of Chartered Certified Accountants (ACCA), United Kingdom. He is also a member of the Malaysian Institute of Certified Public Accountants (MICPA).

### RELEVANT EXPERIENCE:

Dato' Mohd Hairul has over 30 years of experience in finance, where he began his career at Sime Darby Berhad in 1994 as a Management Trainee and rose to become the Group Accountant in 1997. He later joined Consolidated Plantations Berhad, a wholly-owned subsidiary of Sime Darby Berhad, as Finance Manager in October 2022, before being appointed as Plantation Financial Controller in June 2005. He returned to Sime Darby Berhad in June 2006 as General Manager of Finance.

He was appointed as Chief Financial Officer (CFO) of the Plantation Division in June 2008, and subsequently became CFO of the Energy & Utilities Division before leaving Sime Darby Berhad in February 2012. Prior to joining FGV as the Group Chief Financial Officer (GCFO) in January 2019, he served as CFO of Mass Rapid Transit Corporation Sdn Bhd from March 2012 to December 2018.

### ROLES AND RESPONSIBILITIES:

Leads the development and assessment of FGV's strategic financial model, meticulously crafted to achieve both short and long-term financial objectives. As the GCFO, Dato' Mohd Hairul is responsible for developing and overseeing the financial systems and frameworks within the organisation. He dedicates his expertise to nurturing the professional development of employees within the Group Finance Division, ensuring they are equipped with the necessary skills and knowledge to excel in their roles. Additionally, he conducts comprehensive financial monitoring, reporting, and analysis, providing invaluable insights that support informed decision-making and optimise financial performance across the organisation.

## BORHAN BACHI
Group Director, Plantation Division

58 | 1 January 2024 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Borhan Bachi holds a Master of Business Administration (Strategic Management) from the International Business School, Universiti Teknologi Malaysia, as well as a Bachelor's degree in Mechanical Engineering (Production) from the same university.

### RELEVANT EXPERIENCE:

Borhan has over 33 years of experience in the palm oil industry, during which he has held diverse positions in mill operations, logistics, and corporate services within FGV's Plantation Division. He began his career as Mill Engineer in Palm Oil Mill Operations at FGV Palm Industries Sdn Bhd, gaining invaluable hands-on experience that has enabled him to make significant contributions in every role he has undertaken.

Prior to his current role as FGV's Group Director of the Plantation Division, he served as Chief Executive Officer of Pontian United Plantations Berhad Group of Companies, where he was responsible for overseeing and two mills.

### ROLES AND RESPONSIBILITIES:

Leads the Plantation Division in driving sustainable and profitable growth of its 214 estates and 66 palm oil mills throughout Malaysia. In this capacity, Borhan spearheads key transformation programmes and corporate initiatives focused on achieving operational excellence and fostering innovation within the Division. He is responsible for leading segments such as Research & Development (R&D), Rubber, and Renewable Energy (RE) including green initiative efforts and collaboration with industry stakeholders, while ensuring compliance with the latest guidelines and regulations. He champions the adoption of cutting-edge technology to enhance operational efficiency, while maintaining strict adherence to legal requirements. He also prioritises building positive stakeholder relationships and aligning the Division with FGV's broader sustainability and profitability goals.

# Group Management Committees' Profile

**ZULKIFLI OTHMAN**
Group Director, Oils & Fats Division

53 | 1 January 2024 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Zulkifli Othman holds a Bachelor's Degree in Finance (Honours) and a Diploma in Banking, both from Universiti Teknologi MARA, Malaysia.

### RELEVANT EXPERIENCE:

Zulkifli brings 30 years of corporate experience in the palm oil and oil and gas industries. He began his career in Cargill Group of companies as a Merchant and was subsequently promoted to Senior Project Manager, where he was responsible for spearheading the restructuring of the Malaysian Oilseeds and Asian Oilseeds Forwarding Department.

He later joined FELCRA Berhad as a Commodity Trading Manager before moving to Pacific Interlink Sdn Bhd and Pacific Oils & Fats Industries Sdn Bhd. During his 14-year tenure with these companies, he played a significant role in formulating and implementing trading strategies, procuring one million MT of CPO annually, and achieving a monthly trading volume target of RM200 million.

In 2014, he became Chief Executive Officer of a private palm oil company in Johor, before taking on the role of CEO at FGV Trading Sdn Bhd in 2018. He was promoted to Head of the Downstream Division in 2020, where he also served as Officer-in-Charge of Trading and Marketing in December 2022.

### ROLES AND RESPONSIBILITIES:

Leads the Oils & Fats Division in achieving sustainable performance and growth, in line with the Group's overarching business aspirations. As the Group Director of the Oils & Fats Division, Zulkifli oversees a dynamic team of over 1,000 employees across Malaysia and the United States. He drives the formulation and execution of the Division's long-term strategic growth plan. In this role, he identifies strategic opportunities and potential acquisitions both locally and globally, fuelling the Division's expansion and fostering innovation. He also plays a crucial role in providing insights to strengthen integrated operations and ensure the Division maintains its standard of operational excellence.

**SYED FEIZAL SYED MOHAMMAD**
Group Chief Executive Officer of
MSM Malaysia Holdings Berhad

60 | 1 February 2021 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Syed Feizal Syed Mohammad holds a Master of Business Administration (Executive) from Charles Sturt University, Australia and a Bachelor of Science in Electrical Engineering from the University of Nebraska-Lincoln, United States. He is a member of the Institute of Corporate Directors Malaysia (ICDM) and the Chief Executive Officer (CEO) Action Network. He also serves as an Adjunct Professor for *Universiti Sains Malaysia* and Azman Hashim International Business School, Universiti Teknologi Malaysia.

### RELEVANT EXPERIENCE:

Syed Feizal has more than 36 years of experience serving various multinational and local conglomerates across multiple countries and regions including Asia Pacific, South Asia, and the Middle East. His professional background in managing large to mega capital projects spans diverse corporate and business sectors such as engineering and construction of oil and gas facilities, petrochemicals and industrial process plants, exploration and production, infrastructure (water, transport, and power) and trading of agro and industrial commodities (palm oil, rubber, sugar, and rice), and hydrocarbons.

Over the course of his career, he has been appointed to multiple senior leadership positions including CEO, Executive Project Sponsor, and Board roles, and has been responsible for managing large organisations employing over 3,000 people. Previously, he was also a senior member of the Executive Committee overseeing more than 7,000 people in Asia Pacific in over 15 subsidiaries across China, Southeast Asia, and Australia.

### ROLES AND RESPONSIBILITIES:

Steers the strategic and operational leadership of MSM Malaysia Holdings Berhad (MSM). As the GCEO of MSM, Syed Feizal oversees the financial management, market positioning, innovation, and risk management. He cultivates team development and upholds stringent corporate governance standards. In his leadership capacity, he champions the integration of Environmental, Social, and Governance practices together with digitalisation initiatives. Through these efforts, he aims to secure a future for the Sugar Division that is not only sustainable and responsible but also marked by enhanced operational excellence.



**KAMARADIN SELAMAT**
Group Director, Logistics & Support Division

60 | 1 December 2024 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Kamaradin Selamat holds a Bachelor's Degree in Chemistry from University of Akron, Ohio, United States. He is an Associate Member of Malaysian Institute of Chemistry and a member of the Harvard Business School (Malaysia) Alumni.

### RELEVANT EXPERIENCE:

Kamaradin has over 36 years of extensive experience in bulking, storage, port logistics, and warehousing industries, including more than 15 years in managerial roles.

He began his career with Felda Johor Bulkers, overseeing operations in Pasir Gudang, Johor. Following the acquisition by FGV Bulkers in 2004, his responsibilities expanded to cover multiple locations, including Kuantan, Port Klang, Sahabat, and Lahad Datu. His strong leadership and deep industry knowledge led to his appointment as the Chief Executive Officer of FGV Johor Bulkers Group in 2019.

### ROLES AND RESPONSIBILITIES:

As the Group Director of the Logistics & Support Division (LSD), Kamaradin is responsible for steering the division's overall direction, performance, and growth in alignment with FGV's strategic business objectives and stakeholders' aspirations. He leads the division in achieving its strategic goals by driving initiatives that enhance business performance, improve efficiency, and promote sustainable growth. He oversees the formulation and execution of LSD's annual business plans, roadmaps, and strategies, ensuring seamless alignment with FGV's long-term goals. His leadership is instrumental in implementing targeted measures to address underperforming business segments, reinforcing the division's commitment to operational excellence and value creation.

**RAZMAN RADZI**
Chief Human Capital Officer

60 | 1 August 2022 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Razman Radzi holds a Bachelor's Degree in Business Administration (Honours) from the International Islamic University Malaysia and a Diploma in Personnel Management from the Malaysian Institute of Human Resource Management (MIHRM). He is currently the Deputy President of the MIHRM and a Thought Leader at the National Human Resource Centre under the Human Resource Development Corporation. He is also a certified Professional Coach and Mentor, as well as Balanced Scorecard Professional.

In 2024, Razman was recognised as "Asia's Top HR Leaders" by SpeakIn and Asia Dialogues. He was also named among the "Top 40 HR Icons for Malaysia" by Economic Times HR World.

### RELEVANT EXPERIENCE:

Razman has more than 34 years of experience in human resource management across various multinational corporations and Government-Linked Companies. He has also served as a Panel Member (Employer) at the Industrial Court. Throughout his career, he has held various key positions such as General Manager of Human Resource Development and Director of the Johor Skills Development Centre.

As part of his assignment at Johor Corporation, he was appointed as Senior General Manager of Group Talent Management at KPJ Healthcare Berhad. He has also served at Goodyear (Malaysia) Bhd, Sarawak Shell Berhad, UEM Land Holdings Bhd, and Kumpulan Guthrie Berhad.

### ROLES AND RESPONSIBILITIES:

Provides strategic guidance on human capital matters, directly advising the Group Chief Executive Officer, the Board, and senior management. As the Chief Human Capital Officer, Razman plays a central role in positioning FGV as an Employer of Choice and driving transformative change across the organisation. He is instrumental in developing and executing strategies that build a strong leadership and talent pipeline, ensuring long-term sustainability for FGV. He promotes and implements initiatives focused on diversity, equity, and inclusion to foster a more inclusive and equitable work environment throughout the Group.

# Group Management Committees' Profile

## AZNUR KAMA AZMIR
Group Financial Controller

50 | 1 March 2019 | Felda Holdings Berhad

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Aznur Kama is a graduate of the Advanced Leadership Programme at University of Cambridge, United Kingdom. She holds a Master of Business Administration from the Royal Melbourne Institute of Technology (RMIT), Australia, and a Bachelor of Accounting (Honours) from Universiti Utara Malaysia. She is a Chartered Accountant of the Malaysian Institute of Accountants (MIA) and also a member of several professional accounting bodies including the Association of Chartered Certified Accountants (ACCA), the Chartered Institute of Management Accountants (CIMA), the Chartered Global Management Accountants (CGMA), and the Malaysian Institute of Certified Public Accountants (MICPA). She recently completed her Global Women on Boards programme with LeadWomen, Malaysia.

### RELEVANT EXPERIENCE:

Aznur Kama brings over 27 years of experience, where she began her career as an audit trainee at Messrs Shamsir Jasani Grant Thornton, Malaysia, before becoming an Auditor at PricewaterhouseCoopers.

In 2001, she joined Felda Transport Services Sdn Bhd as an Accountant and Head of Finance before moving to the Group Finance Division of Felda Holdings Berhad in 2006, where she took various finance roles within the Group. She served as a Group Accountant at FGV and Interim Chief Financial Officer (CFO) at TRT Inc. in 2011. She was involved in the listing of MSM Malaysia Holdings Berhad in 2011 and FGV in 2012. In 2015, she assumed the role of CFO of MSM, before taking on the position of Financial Controller of the Plantation Sector in 2017. In 2018, she joined the Group Strategy as the Head of Strategy and Investment before being appointed as the Head of Group Finance Division and eventually as the Group Financial Controller of FGV in 2019.

### ROLES AND RESPONSIBILITIES:

Oversees various aspects of finance functions at FGV. As the Group Financial Controller, Aznur Kama ensures the management reporting and budgeting, statutory audits, financial policies, group authority limits, and compliance with Main Market Listing Requirements (MMLR), especially concerning transactions and Related Party Transactions (RPT). Her responsibilities also include coordinating financial services and capital management through finance shared services and capital allocation. She diligently addresses internal control issues highlighted by internal and external auditors and collaborates extensively across divisions and companies. Her efforts are significant in aligning annual plans and budgeting with the Group's strategic objectives, reinforcing the financial integrity, and strategic direction of the organisation.

## SHAMMIM AZAD KAMRUZAMAN
Officer-in-Charge for Consumer Products Division &
Chief Executive Officer of Delima Oil Products Sdn Bhd

53 | 5 December 2023 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Shammim Azad Kamruzaman holds a Bachelor of Management (Marketing) from the University of South Australia.

### RELEVANT EXPERIENCE:

Shammim brings over 25 years of experience within the Fast-Moving Consumer Goods (FMCG) industry, where he began his career at Fraser & Neave Dairies Sdn Bhd (F&N) in 1996. Since then, he has worked with various household names such as Sime Darby Plantation Berhad, Dewina Holdings Sdn Bhd, Pillsbury (M) Sdn Bhd, British Petroleum, Nestle Products Sdn Bhd, Sapura Holdings, FELDA Wellness Corporation Sdn Bhd, and Power Root Middle East-Dubai, before joining FGV in 2017.

His extensive experience encompasses various key areas such as key account & trade channel management, sales & distribution, and brand management.

### ROLES AND RESPONSIBILITIES:

Drives the establishment of relevant commercial goals for the Consumer Products Division and Delima Oil Products Sdn Bhd (DOP). As the Officer-in-Charge for Consumer Products Division and the Chief Executive Officer of DOP, Shammim is actively involved in strategic planning and execution to support business growth and brand development. He adopts a proactive approach in cultivating and strengthening valuable partnerships with stakeholders to ensure mutual benefits and long-term growth. He oversees brand positioning and alignment, combining his understanding of industry trends and consumer behaviour with his professional expertise to steer the brand toward market leadership.



## AZMI YAAKOP
Chief Strategic Communication Officer

48 | 15 July 2022 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Azmi Yaakop holds a Master of Science in Corporate Communications from Universiti Putra Malaysia and a Bachelor of Arts (with a double major in Economics & Mass Communications) from Indiana University Bloomington, United States. He also serves as an Industrial Advisor, Faculty of Applied Communication at Multimedia University.

### RELEVANT EXPERIENCE:

Azmi has over 24 years of experience with a strong focus on strategic communications. Prior to joining FGV, he was the Head of External Affairs for British American Tobacco Malaysia Berhad (BAT), primarily responsible for BAT's Environmental, Social, and Governance agenda and its new products portfolio.

He has held leadership roles in various multinational companies including Aramco Overseas Malaysia (AOM), BASF PETRONAS Chemicals Malaysia, and Shell Business Service Centre Sdn Bhd. He has also held managerial roles in various public listed companies and Government-Linked Companies such as Celcom Axiata Berhad, Telekom Malaysia Berhad, and Hong Leong Group Capital Berhad.

### ROLES AND RESPONSIBILITIES:

In his capacity as the Chief Strategic Communication Officer, Azmi is responsible for shaping the Group's operational and strategic communication deliverables, focusing on internal and external communications. He customises internal communications efforts of the Group for a diverse global workforce besides strategically aligns, cascades, and publicises relevant narrative among its external stakeholders that include the media, government, consumers, and members of the public in maintaining good corporate image and reputation. He also serves as the brand custodian for the Group, ensuring consistent and enhanced brand awareness besides acting as the custodian for donation, sponsorship, and community investment initiatives in showcasing the Group as a responsible corporate citizen. Ultimately, he also ensures communication efforts are aligned with FGV's vision and mission and its commitment to sustainability, and takes charge of communications in the event of a crisis.

## ZALILY MOHAMED ZAMAN KHAN
Group Procurement Officer

57 | 1 March 2025 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Zalily Mohamed Zaman Khan is a distinguished professional with extensive expertise in internal auditing, fraud examination, and governance. She is a Certified Fraud Examiner (CFE) accredited by the Association of Certified Fraud Examiners (ACFE), based in the United States. A Chartered Accountant with the Malaysian Institute of Accountants (MIA), she is also a Fellow of CPA Australia and a Chartered Member of the Institute of Internal Auditors (IIA) Malaysia. Currently serving as the Vice President of the ACFE Malaysia Chapter, Zalily has contributed significantly to the profession. She holds a Bachelor of Accountancy from the University of South Australia. She is an alumna of the LeadWomen's Global Women on Boards and Deloitte Malaysia's Board-Ready Women programmes.

### RELEVANT EXPERIENCE:

Zalily brings over 34 years of extensive experience in the audit profession, specialising in auditing, corporate governance risk management, and fraud investigation within large conglomerates, particularly in the palm oil sector. She began her career in 1990 as an External Auditor with Arthur Andersen & Co. In 1994, she moved to Sapura Telecommunications Bhd as Group Finance Manager.

In 2000, she started her journey in internal auditing and forensic investigations when she joined Golden Hope Plantations Berhad as Deputy General Manager of the Internal Audit Department. Following the merger of three plantation companies that became Sime Darby Berhad in 2007, she was appointed Vice President of the Group Corporate Assurance Department for the Plantation Division. Prior to joining FGV in 2012, Zalily served as General Manager and Head of Group Internal Audit at Boustead Holdings Berhad. Her career reflects a commitment to excellence in governance, risk management, and audit practices.

### ROLES AND RESPONSIBILITIES:

Zalily was appointed Group Procurement Officer effective 1 March 2025, reporting to the Group Chief Financial Officer. In this role, she is responsible for overseeing procurement strategies and initiatives that align with the Group's operational and sustainability objectives. Prior to this, as Chief Internal Auditor until 28 February 2025, Zalily played a key role in developing and overseeing the implementation of assurance strategies to support the Group's objectives. She led efforts to build a highly skilled internal audit team, enhancing its capabilities in forensic investigations and sustainability auditing to deliver actionable insights that drive value creation. Under her leadership, the internal audit function matured into a trusted advisory unit, frequently sought for its expertise in governance, risk management, and internal controls, reinforcing its strategic importance within the Group.

# Group Management Committees' Profile

## NOR MARHAMAH YAHYA
General Counsel

47 | 1 August 2019 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Nor Marhamah Yahya holds a Bachelor of Laws (Honours) from Universiti Teknologi MARA, Malaysia. In 2024, she completed the 'Global Women on Board Programme' with LeadWomen Malaysia.

### RELEVANT EXPERIENCE:

Nor Marhamah has more than 24 years of experience as a corporate and commercial lawyer. She began her career focusing on the area of Intellectual Property by joining BUSTAMAN in 2002 before becoming a Partner at M.Y. Nor & Partners in 2006. She was also a registered trademark agent, patent agent as well as industrial agent before moving on to the corporate world. Her corporate experience began when she joined Astro Entertainment Sdn Bhd in 2008 and was promoted to Assistant Vice President in MEASAT Broadcast Network Systems Sdn Bhd.

In 2012, she joined FGV as Senior Manager of Group Legal, and was later promoted to General Manager in 2015 before being appointed as General Counsel in August 2019.

### ROLES AND RESPONSIBILITIES:

Delivers comprehensive legal services and support throughout FGV Group. As the Group's General Counsel, Nor Marhamah provides legal advisory on corporate, commercial, and operational matters encompassing but not limited to mergers and acquisitions, corporate restructuring, financing documentation as well as day to day operational agreements. In her role, she also plays a pivotal role in ensuring that all agreements are in place and FGV adheres to all applicable rules, policies, laws, and regulations, with a focus on safeguarding FGV's interests and upholding its integrity. Apart from the earlier mentioned, she also provides legal advisory support and manages litigation cases for the FGV Group.

## NURUL HASANAH AHAMED HASSAIN MALIM
Chief Sustainability Officer

44 | 1 March 2019 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Nurul Hasanah Ahamed Hassain Malim holds a Master of Laws in Human Rights Law from the University of Nottingham, United Kingdom and a Bachelor of Laws (Honours) from the International Islamic University, Malaysia. She was a recipient of the prestigious British Foreign Commonwealth Office Chevening Fellowship Award, through which she obtained a certificate in the Continuing Professional Development Programme from the University of Glasgow, Scotland, in 2006. Additionally, she is an alumna of the International Visitors Leadership Programme by the Bureau of Educational and Cultural Affairs of the United States (U.S).

### RELEVANT EXPERIENCE:

Nurul Hasanah brings over 19 years of experience in human rights, law and policy development, and sustainability. She began her career as a Legal Officer in 2003 with the Human Rights Commission of Malaysia. In 2006 she became the Head of the Complaints & Inquiries Division, before heading the National Inquiry Division in 2010. She served as the Head of the Research and Policy Development Division and was later appointed as Deputy Secretary of the Policy and Law Working Group in 2015.

In 2018, she joined the Earthworm Foundation, an international non-profit organisation, formerly known as The Forest Trust. At the Earthworm Foundation, she was responsible for overseeing the Palm Programme in Malaysia, focusing on environmental sustainability, social impact, and human rights.

### ROLES AND RESPONSIBILITIES:

Responsible for developing and directing FGV's sustainability initiatives. As the Chief Sustainability Officer, Nurul Hasanah formulates the overarching strategy of FGV's Sustainability Framework in alignment with the United Nations (UN) Sustainable Development Goals (SDG), No Deforestation, No Peat, and No Exploitation (NDPE) commitments, and the UN Guiding Principles on Business and Human Rights. In her role, she oversees the strategies for compliance with sustainability standards and oversees their implementation. She leads FGV's efforts to achieve Net Zero emissions by developing a comprehensive roadmap and managing the implementation of the Group's Climate Action Plan to realise this objective. She also engages with FGV's clients and business partners to promote FGV as one of the leading producers of sustainable products and champions sustainability throughout the value chain.

## SUZARI SAID
Chief Governance & Risk Officer

49 | 1 March 2025 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Suzari Said holds a Master of Science in Information Technology from Universiti Teknologi Malaysia and a Bachelor of Accountancy (Honours) from Universiti Utara Malaysia. He also holds a Diploma in Corporate Governance and Compliance from the Basel Institute on Governance, Switzerland. Additionally, he is a Certified Integrity Officer (CeIO) accredited by the Malaysian Anti-Corruption Commission, a Chartered Accountant with the Malaysian Institute of Accountants (MIA), a Chartered Member of the Institute of Internal Auditors (IIA), and an Associate Member of the Association of Certified Fraud Examiners (ACFE). He is also a Certified Balanced Scorecard Professional certified by the KPI Institute, Australia.

### RELEVANT EXPERIENCE:

Suzari has over 25 years of experience in governance, risk management, and internal audit, including 18 years in management roles. Throughout his career, he has served in esteemed organisations such as Khazanah Nasional Berhad, Boustead Holdings Berhad, Sime Darby Berhad, and Golden Hope Plantation Berhad. His industry experience spans investment management, heavy industries, plantations, oil and fats, pharmaceuticals, sugar, and logistics. He also has extensive cross-border auditing experience.

### ROLES AND RESPONSIBILITIES:

Oversees the anti-bribery and anti-corruption, governance, integrity, whistleblowing, grievance management, risk management, and business continuity management across the Group. Suzari is responsible for strategising, overseeing, and monitoring the implementation of the FGV Anti-Corruption Plan and ensuring compliance with ISO 37001:2016 (Anti-Bribery Management System), as well as adherence to regulatory requirements set by Bursa Malaysia, the Malaysian Anti-Corruption Commission (MACC), and the Securities Commission. Additionally, he leads the Enterprise Risk Management (ERM) framework, whistleblowing mechanisms, grievance resolution, and business resilience strategies, working closely with the Board, senior management, regulators, and industry stakeholders to strengthen corporate governance and risk management across the Group.

## AHMAD HASNIZAN MOHD NOR
Officer-In-Charge of Group Internal Audit

49 | 1 March 2025 | Nil

### ACADEMIC/PROFESSIONAL CERTIFICATE:

Ahmad Hasnizan is a Chartered Accountant with the Malaysian Institute of Accountants (MIA) and an Associate Member of the Institute of Internal Auditors Malaysia and the Association of Certified Fraud Examiners (ACFE). He holds an Executive Master of Business Administration from Universiti Teknologi MARA and a Bachelor's Degree in Accounting from the International Islamic University Malaysia. Additionally, he completed the Malaysian Futures and Options Registered Representative (MFORR) programme with the Securities Commission.

### RELEVANT EXPERIENCE:

Ahmad Hasnizan has more than 24 years of experience in internal auditing and various fields of management. He began his career with diversified plantation-based public listed companies such as Golden Hope Plantations Berhad and Far East Holdings Bhd. He gained exposure to the full value chain of the plantation sector and its related industries. He also acquired experience in regulatory and supervisory functions within the financial and capital markets while serving at the Securities Commission.

Ahmad joined the FGV Group in 2013 as a Senior Manager in the Group Internal Audit (GIA) Division. Since then, he has been actively involved in internal audit activities across all business segments of the FGV Group. Prior to his current role as Officer In-Charge of GIA, he served as the Deputy Chief Internal Auditor.

### ROLES AND RESPONSIBILITIES:

Primary role is to provide objective assurance of FGV's governance, risk, and control systems and processes. His responsibilities cover both FGV and the MSM Group. As the Officer-In-Charge, Ahmad Hasnizan is responsible for strategising, overseeing, and monitoring internal audit activities across the Group. His work ensures that respective Boards receive independent assurance on the adequacy and efficiency of governance, risk, and control processes. Additionally, where necessary, he supervises special audits and investigations on specific matters when required.

# Group Management Committees' Profile

**AZNI ARIFFIN**
Head of Group Secretarial & Company Secretary

54 | 13 July 2022 | Nil

## ACADEMIC/PROFESSIONAL CERTIFICATE:

Azni Ariffin holds a First Class Bachelor of Laws (Honours) from the International Islamic University Malaysia. Thereafter, she was called to the Malaysian Bar as an Advocate and Solicitor. She is also a graduate of the Institute of Chartered Secretaries and Administrators and is licensed by the Companies Commission of Malaysia (SSM).

## RELEVANT EXPERIENCE:

Azni has 31 years of experience in corporate governance, corporate secretarial, commercial, and corporate laws as well as advisory work relating to cross-border legal issues and agreements. After she was called to the Malaysian Bar as an Advocate and Solicitor in 1994, she started her career as a Magistrate and Senior Assistant Registrar of the High Court of Malaya before venturing into the private sector. Her experience spanned across various industries, including property, investment holding, manufacturing, telecommunications, information technology, finance, automotive, aviation, and oil and gas.

Prior to joining FGV, she held positions at various multinational corporations and GLCs in Legal & Secretarial matters, including at Sapura Energy Berhad as Group Company Secretary, General Manager, Company Secretarial & Legal Division of Malaysia Airports Holdings Berhad, Chief Legal Counsel & Company Secretary of PROTON Holdings Berhad and its Group of Companies, Head of Group Corporate Secretarial of Malayan Banking Berhad (Maybank) and General Manager, Legal and Secretarial, Pernec Corporation Berhad. She had earlier served as Senior Manager, Legal & Secretarial, Mardec Berhad and Legal Manager at Abrar Group International Sdn Bhd and Damansara Realty Berhad.

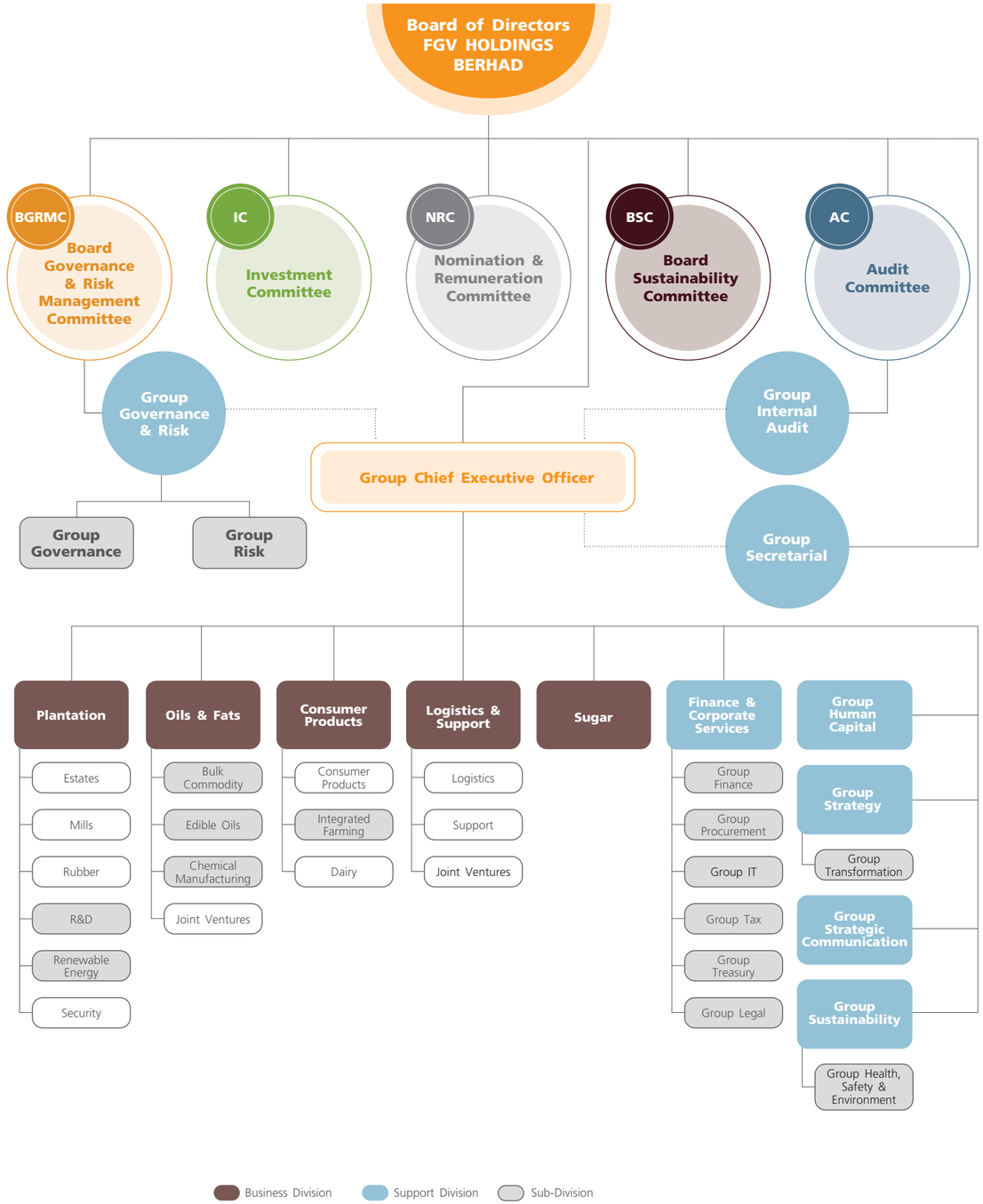
## ROLES AND RESPONSIBILITIES:

Ensures compliance with statutory and regulatory requirements set by relevant authorities such as Bursa Malaysia Securities Berhad, SSM, and the Securities Commission. Azni's responsibilities include ensuring adherence to legislation such as the Companies Act 2016, the Main Market Listing Requirements (MMLR), and the Malaysian Code of Corporate Governance (MCCG). She also manages the FGV and MSM Boards, Board Committees, and the Group's subsidiary companies. This includes organising and facilitating meetings, recording minutes, and overseeing various regulatory requirements. An essential part of this role includes providing sound advice on good corporate governance and procedures to to the Board and ensure it operates within the framework of best practices in corporate governance.





# Organisational Structure



# Corporate Governance Overview Statement



TAN SRI RASTAM MOHD ISA
Chairman

## Dear Shareholders,

This Corporate Governance Overview Statement (CGOS) summarises the FGV Group's governance practices and achievements for the financial year ended 31 December 2024. As a Group, we are committed to upholding the fundamental principles of good governance, accountability, transparency, and integrity. The Board of Directors of FGV Holdings Berhad (Board) is resolved to building resilience through the adoption and strengthening of the Group's corporate governance policies, practices, and to ensure long-term business sustainability in a challenging and evolving business landscape.

> As a Group, we are committed to upholding the fundamental principles of good governance, accountability, transparency, and integrity.

The Board is committed to maintaining high standards of corporate governance. The Board believes that strong corporate governance enables the Group to operate efficiently, mitigate risks, and facilitate oversight of its business, management, and operations. Effective corporate governance practices allow the Group to be accountable and transparent while contributing positively to value-creation for all its stakeholders. Thus robust corporate governance culture and processes are fundamental to building trust and inspiring the confidence of our customers and investors, ensuring that we can protect the interests of our stakeholders.

At FGV Group, we embrace the current emphasis on corporate governance as it is an extension of our core values – Partnership, Respect, Integrity, Dynamism, Enthusiasm (PRIDE). To us, sound corporate governance is not just about adherence and compliance with a set of recommendations and best practices. It is central to everything we do and serves as the fundamental premise of our business. We will endeavour to strengthen our governance framework and policies, and are confident that we can continue building a strong sustainable business that consistently creates long-term value for our stakeholders.

This Statement, which encompasses reports from the Board Committees and mandated disclosures, underscores our commitment to adhering to the Malaysian Code on Corporate Governance (MCCG) 2021 and its three key corporate governance principles set out therein as follows:

**PRINCIPLE A**

### Board Leadership and Effectiveness

- Our Governance and Integrity Framework
- Sustainability Governance
- Board Oversight
- Board and Committee Roles and Attendance
- Roles and Responsibilities
- Principal Board Activities
- Board Performance
- Induction, Training, and Development
- Nomination and Remuneration Committee Report
- Directors' Remuneration
- Senior Management's Remuneration
- Board Sustainability Committee Report
- Formalised Ethical Standards

*Further information can be found on pages 184 to 211.*

**B**

### Effective Audit and Risk Management

- Audit Committee Report
- Relationship with the External Auditor
- Group Internal Audit
- Board Governance and Risk Management Committee Report

*Further information can be found on pages 212 to 221.*

**C**

### Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

- Communicating with Our Stakeholders
- Effective Communication
- Media Coverage
- General Meetings

*Further information can be found on pages 222 to 223.*

*This CGOS should be read in tandem with the Corporate Governance Report 2024 ("CG Report"), which is available on our website, www.fgvholdings.com*

# Corporate Governance Overview Statement

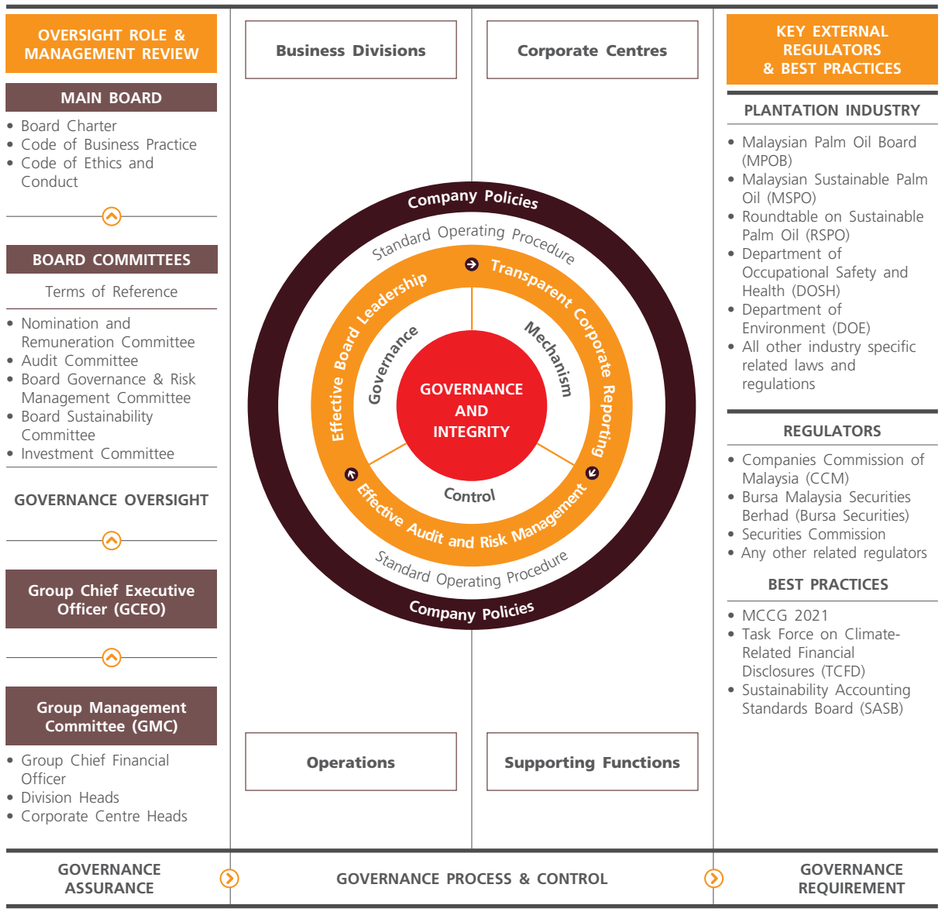
PRINCIPLE A

## BOARD LEADERSHIP AND EFFECTIVENESS

### OUR GOVERNANCE AND INTEGRITY FRAMEWORK

At FGV, we are committed to upholding the highest standards of corporate governance and integrity. Our Governance and Integrity Framework is designed to ensure transparency, accountability, and ethical conduct throughout aspects of our operations, in line with the principles of good governance as outlined in the MCCG and other global best practices.

In line with our commitment to Environmental, Social, and Governance (ESG) principles, we recognise that strong governance and integrity are essential for driving sustainable value creation. By embedding governance and integrity at the heart of our corporate culture, we seek to promote responsible decision-making that benefits our stakeholders, enhances our resilience, and strengthens our long-term sustainability.




As we continue to uphold the principles of governance and integrity, we reaffirm our commitment to creating a sustainable future for our stakeholders and contributing positively to the communities we serve. This dedication underscores our determination to lead with responsibility, transparency, and purpose.

### CORPORATE GOVERNANCE PRACTICES

The Group has benchmarked its practices against the relevant promulgations as well as other best practices. The Company has complied with the Practices encapsulated in the MCCG 2021 for the year under review, with the exception of **Practice 5.2** and **Practice 8.2**.

Details on how we have applied the best practices recommended by the MCCG 2021 are outlined in the Group's Corporate Governance Report 2024 (CG Report) which is available on our corporate website at **www.fgvholdings.com**.

This Statement is to be read in conjunction with the CG Report prepared based on the prescribed format as stipulated in Paragraph 15.25(2) of the Bursa Main Market Listing Requirements (Listing Requirements), to substantiate the Group's implementation of and departures from the Practices of MCCG 2021.

Explanations for the departure of Practice 5.2 and Practice 8.2 include descriptions of the measures the Company intends to adopt and the timeframe required to apply these Practices.

The explanations for the departures of the Practices are detailed on page 223 of this Annual Integrated Report (AIR) 2024.

### BOARD OVERSIGHT

FGV is led by a Board whose Directors are collectively responsible for creating and delivering long-term sustainable value for the Group's business. The Board holds primary responsibility for the governance and management of the Company as well as for the financial and organisational health of the Company. A pivotal duty of the Board is to ensure that it balances the interests of the Group and its diverse stakeholders.

The Board governs and directs the Group in a cyclical process that involves formulating strategy, implementing policies, monitoring performance, and providing accountability.

In an increasingly challenging global business environment, where an organisation's sustainability practices are typically analysed to minimise adverse environmental and social impacts, the Board aims to enhance the Group's corporate governance practices and processes to address growing operational challenges.

The Board continuously assesses and manages emerging risks and opportunities through effective controls to ensure long-term sustainability and growth.

The Board is cognisant of its critical role in upholding ethical standards, ensuring legal compliance and protecting the organisation from actual wrongful loss. The Board exercises diligent oversight, establishes robust internal controls, and fosters a culture of integrity at all levels of the organisation.

The Board sets, oversees, and approves the overall strategic objectives, direction, and performance of the Group, with some strategic oversight delegated to Board Committees. Accordingly, the Board is responsible for formulating the Group's strategy, making policy and providing plans. This involves executing the approved strategies by Management while ensuring alignment with the Company's vision and mission.

The Board takes appropriate action to ensure that the Group is adequately resourced to achieve its strategic aspirations. The Board considers the impact of its decisions and its responsibility to all of the Group's stakeholders.

The Board ensures that the Group's strategic plan supports long-term value creation and includes strategies on ESG considerations, thereby strengthening the integration of sustainability in the Group's operations. Through sustainable practices, the Group becomes more resilient, can create durable and sustainable values, and simultaneously maintains the confidence of its stakeholders.

The Board ensures that it is well-positioned to fulfill its oversight responsibility through periodic assessments of agenda priorities, ensuring that it remains well-informed in a timely manner about matters requiring attention.

Together with Management, the Board fosters a strong corporate governance culture within the Group ensuring ethical leadership, and promoting prudent, professional behaviour in its business conduct and all operational aspects.

# Corporate Governance Overview Statement

**PRINCIPLE A** **BOARD LEADERSHIP AND EFFECTIVENESS**

The Board embraces transparency and accountability in the boardroom and promotes these critical components throughout the Group. The Board is satisfied that each Director has devoted sufficient time to effectively discharge his or her responsibilities. The Board considers each Non-Executive Director (NED) independent in character and judgement. The current composition of Directors features a diverse blend of skills, experience, and knowledge that enables them to provide effective oversight, strategic guidance, and constructively challenge, examine, review, and decide on Management's proposals as well as empower the Group Chief Executive Officer (GCEO) to implement strategies approved by the Board.

## SUSTAINABILITY GOVERNANCE

FGV's approach to sustainability is guided by our commitment to achieving strategic goals and leveraging synergies to create value for our stakeholders. This commitment has translated into initiatives and sustainable business practices that are embedded in our business strategy.

We recognise that as global sustainability standards continue to evolve, the need to integrate robust ESG practices into our operations is increasingly imperative. We believe we are at the forefront of this shift with the enhanced Sustainability Framework which consists of five main pillars: Economic Growth, Governance, Social, Environment and Innovation and Technology.

Our commitment to driving FGV's sustainability agenda from the top is reaffirmed by the establishment of the enhanced Group Sustainability Framework. This has enabled us to engage with sustainability issues among the Board and the Senior Management team and monitor the progress of the Group's sustainability agenda as predicated on the five overarching pillars cited above.

Specific focus areas under the enhanced Sustainability Framework, include business development and product quality, traceability, responsible sourcing, and supply chain management, human rights and labour standards and climate action. The Framework has considered evolving global ESG trends along with sustainability regulations and standards worldwide. This proactive approach has enabled FGV to stay ahead of regulatory changes and market demands ensuring long-term business resilience and sustainability.

The palm oil industry faces various challenges, one of which is climate change. Climate change has caused yields in palm oil to vary from previous years. The Company aims to address this by implementing innovative management techniques to ensure that plantation yields are able to meet market demands.

To ensure the development and implementation of our sustainability initiatives, the Board takes the leading oversight role, supported by the Board Sustainability Committee (BSC). The Board is responsible for approving public disclosures related to the Group's sustainability efforts, ensuring that all initiatives are well coordinated and transparently communicated to stakeholders.

The enhanced Sustainability Framework will guide the Group's actions and decisions in implementing its sustainability commitments and contributing to the country's sustainability agenda. The Framework is also aligned with the government's commitment to becoming a carbon nation with the sustainability commitments reflected in the national action plans and policies, including the 12th Malaysia Plan, National Action Plan, National Renewable Energy Policy, and National Policy on Biological Diversity.

## BOARD CHARTER

The Board Charter outlines the Board's strategic intent, authority and Terms of Reference (ToR) and serves as a primary source of reference and induction literature. The Board Charter clearly specifies the issues and decisions reserved for the Board. For individual Directors, the Board Charter details the expectations regarding their commitment, as well as their roles and responsibilities as Directors.

While appropriately delegating its authority to Board Committees or Management, the Board retains its responsibility and maintains collective oversight at all times. It ensures that the Company's affairs are not managed exclusively by the Board Committees in a manner that would constitute a breach of duty, with Directors remaining accountable for exercising of such powers.

## ROLE OF THE BOARD

The Board, driven by its commitment to shareholders and stakeholders, steadfastly adheres to heightened standards of integrity, accountability as well as ethics in every aspect of the Group's operations.

The Board is responsible for guiding and supervising the Group's operations and plays a critical role in setting the vision and mission for the Group. A description of the roles and responsibilities of the Board is set out in the Board Charter which is available on the Company's corporate website at **www.fgvholdings.com.**

The Board, through astute leadership and strategic guidance to Management, assumes responsibility for safeguarding stakeholder value-creation by employing a framework reinforced by rigorous and effective controls.

Working seamlessly with Management, the Board initiates and leads the development of robust strategies, strengthened by unwavering governance and sound financial practices. In providing strategic guidance and direction to the Company, the Board ensures alignment with long-term goals and objectives.

The Board oversees the Company's performance, ensuring that Management efficiently implements strategies effectively and meets performance targets.

In shaping the Company's strategic direction and vision, the Board recognises the crucial need to foster and deliver long-term and sustainable value for FGV's stakeholders. The pursuit is supported by the Board's insightful leadership and oversight in management as well as ongoing monitoring of the Company's business performance. The Board considers ESG factors when making prudent and sustainable business decisions.

## BOARD GOVERNANCE

The roles and responsibilities of the Chairman and the GCEO are distinctly separated by a clear demarcation of responsibilities which are defined and approved by the Board in accordance with best practices to ensure appropriate supervision of Management. This distinction also enables understanding and distribution of responsibilities and accountabilities. NEDs, who are wholly independent and strictly do not engage in any day-to-day management activities of the Company, are relied upon to provide effective oversight of Management.

# Corporate Governance Overview Statement

## PRINCIPLE A — BOARD LEADERSHIP AND EFFECTIVENESS

As outlined in the Board Charter, the roles and responsibilities of the Chairman, NEDs, GCEO, GMC, and Company Secretary are depicted below:

### CHAIRMAN

- Guides the Board to consider, challenge, support, and oversee the Company's strategy and implementation.
- Ensures that the Board as a whole contributes fully and constructively to the development of strategy allowing sufficient time for discussion.
- Promotes and oversees the achievement of the Company's purpose, values, and culture to foster transparency, debate, and challenge.
- Ensures effective engagement between the Board, its shareholders, and other key stakeholders, while also understanding stakeholders' views.
- Leads the review of the Board's effectiveness.
- Ensures periodic discussions by the Board occur without Management's presence.

### NEDs

- Provide external perspectives and constructive challenges.
- Monitor the performance of the Group's strategy within the Risk Management Framework.
- Review the integrity of financial reporting and ensure that the financial controls and risk management system are robust.
- Establish appropriate levels of remuneration for Senior Management.

### GCEO

- Adapts and executes the Group's strategy and commercial objectives in response to changing market conditions and risks.
- Drives the operational and financial performance of the Group.
- Keeps the Chairman and the Board informed of important and strategic issues faced by the Group.
- Ensures that the Company's business is conducted with the highest governance standards, in alignment with the Company's values.
- Establishes effective communication with the Board, employees, and other stakeholders.
- The GCEO's profile is disclosed on page 172 of this Report.

### COMPANY SECRETARY

- Qualified Company Secretary who plays an advisory role to the Board.
- Monitors developments in corporate governance.
- Assists the Board in applying best practices to meet the Board's needs and stakeholders' expectations.
- The Company Secretary's profile is disclosed on page 180 of this Report.

### GMC

- Ensures proper implementation of the Group's key strategies and action plans through periodic review of their execution and provides direction on measures, initiatives, and activities to achieve the Group's targets. Challenges, and reviews, any annual business plans, budgets, and performance targets, providing guidance to ensure alignment with the Group's Business Plan. Reviews all investments and divestments, including funding requirements or purchase of land and buildings or cessation of business.
- Plays an integral role in advancing sound risk management at FGV by ensuring that the risk management framework is embedded and consistently applied in all operations throughout the Group. Responsible for identifying and challenging the key risks faced by the Group, whether they are strategic risks, reputational risks, or emerging risks, and determining the required mitigation action plans. The GMC shall be updated on the progress of any investments and divestments across the Group. Ensures that proper risk assessments are undertaken for investment proposals, project proposals, and any transactions that may expose FGV financially or by reputation, ensuring that business decision-making considers risks management in alignment with the Group's risk appetite.
- Reviews and consults on all new enhancements to policies, authority limits, governance, and the integrity framework, as well as matters relevant to FGV's adequate procedures through the FGV Anti-Bribery Management System. Staying updated on key audit findings from reports issued by the Group Internal Audit and periodically reviewing the implementation progress of the agreed action plans.
- Reviews the monthly and cumulative results of the Group and the performance of each Division to assess the achievement of the annual budget and forecast for the Group, as well as the accomplishment of the Group's Business Plan, annual business plans, and annual performance targets. Reviews performance result variances and achievements, to provide guidance and direction to ensure that the Group's Business Plan, annual business plans, annual budget, and annual performance targets are realised.
- Provides feedback and comments on proposals for agreements that require the Board's approval as stated in the prevailing authority limits, including material and onerous agreements within the Group. Staying promptly updated and provides views on all material litigation matters.
- Monitors the coherence of the implementation of human capital policies, strategies, and initiatives as approved by the Board.
- Responsible for governing sustainability in the Group, including setting the Group's sustainability strategies, priorities, and targets. Drives the Group's strategic management of material sustainability issues, including sustainability strategies, priorities, and targets.

## BOARD COMPOSITION

The composition of a Board is a key factor in shaping how the Board functions and the dynamics amongst its members. Our Board consists of individuals with a diverse set of skills, experiences, and expertise to better guide and navigate the Group, as well as to add value to Board processes and decisions.

These Directors bring their expertise and experience along with varied insights into policy formulation and decision-making. An effective Board should consist of members with a suitable mix of skills, knowledge, experience, and perspectives that align with the Company's purpose, objectives, and strategic goals. This fosters an environment that is conducive to constructive and robust dialogue enabling the Board to be cognisant of the demands of a broad range of stakeholders.

Additionally, the Board's size ensures that the purpose, involvement, participation, harmony, and sense of responsibility of the Directors are not jeopardised, allowing it to achieve the correct balance necessary to realise the Group's strategic objectives.

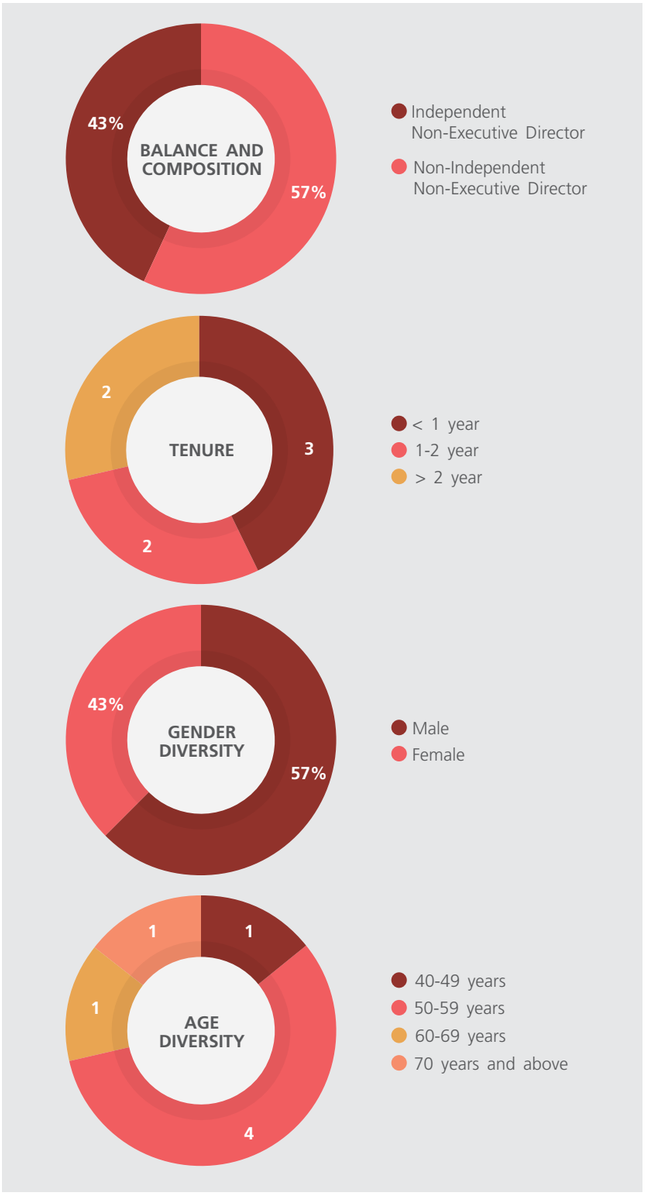
The time commitment of NEDs is considered by the Nomination and Remuneration Committee (NRC) during the appointment process and reviewed annually.

The Board reviews regularly the declarations made by the Directors regarding the number and nature of their external directorships, as well as their assurances about time commitment in carrying out their duties and responsibilities to the Company.

Before accepting an appointment as a director in other listed companies, Directors must first notify the Chairman to ensure that such an appointment does not unduly affect their time commitments and responsibilities to the Board. Directors are limited to holding no more than five directorships in listed issuers, in accordance with the Listing Requirements.

The Board believes that its current composition and size enable it to effectively and competently fulfil its duties and responsibilities ensuring adequate diversity and inclusion in terms of balance, tenure, gender, age, and relevant experience.

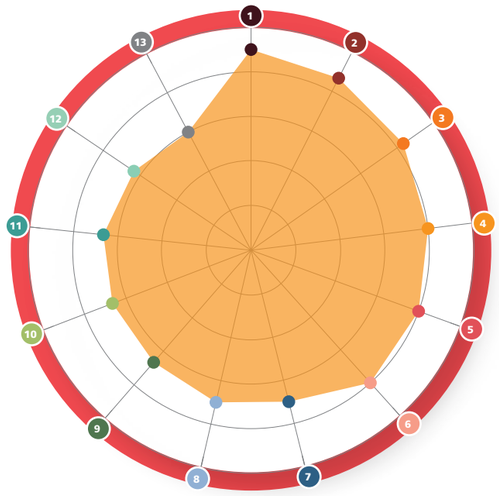
As at 31 December 2024, the diversity, skills, and experience of the Board are shown below:



# Corporate Governance Overview Statement

**PRINCIPLE A** — **BOARD LEADERSHIP AND EFFECTIVENESS**

## OVERALL BOARD SKILLS MATRIX




| | SCORE | |
|---|---|---|
| 1 | Corporate governance, risk management & internal controls | 4.50 / 5.00 |
| 2 | Accounting & financial reporting | 4.33 / 5.00 |
| 3 | Public sector, or government body experience | 4.17 / 5.00 |
| 4 | Legal & regulatory | 4.00 / 5.00 |
| 5 | ESG or Sustainability | 4.00 / 5.00 |
| 6 | Human capital or talent management | 4.00 / 5.00 |
| 7 | Information technology or digital strategy | 3.50 / 5.00 |
| 8 | Restructuring/merger & acquisitions | 3.50 / 5.00 |
| 9 | Industry experience | 3.33 / 5.00 |
| 10 | International or regional business exposure | 3.33 / 5.00 |
| 11 | Corporate CEO/MD or leader of an organisation | 3.33 / 5.00 |
| 12 | Consumer products | 3.17 / 5.00 |
| 13 | Macroeconomy | 3.00 / 5.00 |

*(As at 31 December 2024)*

1.00 - Fundamental Awareness
2.00 - Intermediate
3.00 - Advanced
4.00 - Expert
5.00 - Powerhouse

## BOARD CONDUCT

All Directors commit to ethical business practices and lawful conduct, which includes the proper use of authority and maintaining appropriate decorum while acting as Board members.

Achieving boardroom effectiveness is essential for the success of an organisation. The Board believes that fostering a culture of collaboration where Directors work together harmoniously to make well-informed decisions is extremely important. In this regard, the Board ensures that the roles and responsibilities of each Director are clearly defined to avoid overlap and to ensure accountability.

Directors are expected to provide strategic guidance, oversee performance, and manage risks to ensure compliance, stakeholder engagement, and succession planning.

All Directors discharge their fiduciary duties and responsibilities at all times. They are expected to act with integrity, lead by example, and stay informed about their responsibilities as Directors, as well as the conduct, business, and development of the Company.

The Directors acknowledge that fulfilling their responsibilities is crucial to ensuring the financial stability and legal compliance of the organisation. By diligently performing their duties, Directors can safeguard the Company's reputation and operational integrity.

In directing or managing FGV's business and affairs, Directors exercise reasonable care, and diligence by applying their knowledge, skills, and experience.

The Board ensures that key transactions or critical decisions are deliberated and decided upon in a meeting. Additionally, the Board guarantees that decisions and the rationale behind those decisions, including any dissenting views, are clearly communicated and properly recorded in the minutes.

## BOARD INDEPENDENCE

Board decisions are made while considering the views of Independent Non-Executive Directors (INEDs), which carry substantial weight. They fulfill their roles by ensuring that strategies proposed by Management are deliberated and examined with the interests of shareholders and stakeholders in mind. Their role is particularly critical in reviewing related party transactions, which require independence of judgement and objective impartiality to protect the interests of minority shareholders.

Every INED is required to provide an annual declaration of his or her independence. This declaration is assessed by the NRC. Based on the outcome of the Board Effectiveness Evaluation for the year under review, all INEDs scored favourably, and there were no conflicts of interest that could have affected their independent judgement.

The Board also believes that each INED has retained his or her independence throughout his or her tenure and has not, under any circumstances, formed any association with Management that might compromise his or her ability to exercise independent judgement, which could ultimately affect the interests of stakeholders.

## BOARD MEETINGS AND ATTENDANCE

The Board holds regular meetings, at least four times a year. All Board meetings are scheduled before the beginning of a new financial year allowing Directors ample time to incorporate the meeting dates into their respective schedules and ensuring full attendance. Scheduled Board meetings are typically held immediately after the finalisation of the Company's annual quarterly and final financial results for the Board to review and approve before the Company's announcement to Bursa Securities.

The viability of business and corporate proposals is also evaluated and deliberated with relevant members of Senior Management attending by invitation to report to the Board on matters pertinent to their areas of responsibility. In addition to scheduled Board meetings, the Board convenes as needed to consider and deliberate urgent proposals. Approvals through circular resolutions are also made for urgent proposals that arise between scheduled Board meetings. However, these are generally used sparingly.

The snippet of the Board's decisions are prepared within five business days, and deliberations held during Board meetings are minuted in a timely manner. Actions items for Management will be communicated to the relevant parties as soon as the meeting concludes. The minutes of Board meetings accurately reflect the deliberations and decisions of the Board including any dissenting view and abstention from participating, deliberating, or voting on a particular matter. The draft minutes are then tabled at the following meeting for confirmation and are signed by the Chairman as a correct record of the proceedings.

Directors are expected to dedicate sufficient time to properly fulfill their various duties and obligations. Directors who are unable to attend a meeting are encouraged to share their views and comments with the Chairman on matters to be discussed in advance. Alternatively, Directors can participate in meetings remotely via video conferencing facilities.

Presentations to the Board are prepared and delivered to ensure a clear and thorough understanding of the subject matter.

Throughout the year under review, all Directors participated in Board meetings, engaged in active discussions, and freely expressed their opinions and concerns on various matters. The Directors' total commitment to their duties and responsibilities was evident from their consistent attendance at Board meetings held during the year. All Directors exceeded the minimum requirement of at least 50% attendance at Board meetings pursuant to Paragraph 15.05(3)(c) of the Listing Requirements.

## BOARD ACCESS TO INFORMATION AND ADVICE

The quality of information provided to the Board is crucial for sound decision-making. In the course of fulfilling their duties, Directors receive the following:

- Full and unfettered access to timely and accurate information. The notice, agenda, and a complete set of Board papers are distributed to the Directors via a secure collaborative digital platform at least five business days prior to each Board or Board Committee meeting.
- Unrestricted access to the advice and services provided by the Company Secretary and Senior Management.
- Unrestricted access to the advice and services of independent professionals is provided to Board members, both collectively and individually. Such advice and services are offered at the Company's expense and are entirely independent of Management's intervention.

In addition, the Board may collectively initiate or direct any investigation and may retain, at the Company's expense, any legal, accounting, or other services that it deems necessary to perform its duties.

# Corporate Governance Overview Statement

**PRINCIPLE A** **BOARD LEADERSHIP AND EFFECTIVENESS**

## BOARD DELEGATION

### BOARD COMMITTEES

The Board, from time to time, establishes committees as it considers appropriate to assist in carrying out its duties and responsibilities.

Each Committee is empowered by the Board to address and deliberate on matters delegated to it as defined in the Committee's ToR. The Chair of each Committee reports to the Board on the outcomes of the Committee meetings. The confirmed minutes of the Committee meetings are included in the Board papers for notification.

For financial year ended 2024, the following four Committees were in operation. The Board members, the respective committees members, their core functions, and the number of meetings held are detailed below:

### THE BOARD AND BOARD COMMITTEES' ROLES AND ATTENDANCE

**THE BOARD**

- Sets the Group's strategy.
- Oversees the alignment of the Group's purpose, culture, values, strategy, and risk.
- Considers the balance of interests among stakeholders to ensure the Company's long-term success.
- Oversees the Group's governance.

**Non-Independent Non-Executive Directors**

**Tan Sri Rastam Mohd Isa**
Attended 14 out of 14 Board Meetings (100%)
Appointed on 26 September 2023

**Dato' Shahrol Anuwar Sarman**
Attended 12 out of 14 Board Meetings (85.7%)
Re-appointed on 17 November 2024

**Dato' Dr. Suzana Idayu Wati Osman**
Attended 12 out of 12 Board Meetings (100%)
Appointed on 1 April 2024

**Datuk Abdul Halim Hamzah**
Attended 0 out of 0 Board Meetings (0%)
Appointed on 3 March 2025

**Datuk Dr. Yatimah Sarjiman**
Attended 13 out of 14 Board Meetings (92.9%)
Ceased on 16 January 2025

**Dato' Amiruddin Abdul Satar**
Attended 2 out of 2 Board Meetings (100%)
Ceased on 1 April 2024

**Independent Non-Executive Directors**

**Mohamad Fadzil Hitam**
Attended 14 out of 14 Board Meetings (100%)
Appointed on 27 December 2023

**Nurul Muhaniza Hanafi**
Attended 12 out of 12 Board Meetings (100%)
Appointed on 1 April 2024

**Azizan Zakaria**
Attended 7 out of 8 Meetings (87.5%)
Appointed on 4 July 2024

**Rozainah Awang**
Attended 0 out of 0 Board Meetings (0%)
Appointed on 2 January 2025

**Dato' Mohd Rafik Shah Mohamad**
Attended 6 out of 6 Board Meetings (100%)
Retired on 20 June 2024

**Nik Fazila Nik Mohamed Shihabuddin**
Attended 6 out of 6 Board Meetings (100%)
Ceased on 1 July 2024

**Nomination and Remuneration Committee** NRC

- Reviews the structure, size, and composition of the Board.
- Conducts Board Effectiveness Assessment.
- Determines induction and training for Board members.
- Oversees succession planning.
- Recommends the appointments of FGV Directors, Board Committees, and Senior Management to the Board.
- Determines the remuneration policy for the Chairman, Non-Executive Directors and Senior Management.
- Monitors employee remuneration and related policies.

**CHAIRMAN**

**Mohamad Fadzil Hitam**
Attended 12 out of 12 Meetings (100%)
Appointed on 26 April 2024

**Dato' Mohd Rafik Shah Mohamad**
Attended 4 out of 4 Meetings (100%)
Ceased on 26 April 2024

**MEMBERS**

**Nurul Muhaniza Hanafi**
Attended 12 out of 12 Meetings (100%)
Appointed on 26 April 2024

**Dato' Dr. Suzana Idayu Wati Osman**
Attended 0 out of 0 Meetings (0%)
Appointed on 6 February 2025

**Datuk Dr. Yatimah Sarjiman**
Attended 16 out of 16 Meetings (100%)
Ceased on 16 January 2025

**Nik Fazila Nik Mohamed Shihabuddin**
Attended 4 out of 4 Meetings (100%)
Ceased on 26 April 2024

**Board Sustainability Committee** BSC

- Oversees the formulation of the Group's sustainability strategy.
- Monitors, reviews, and assesses the Group's sustainability strategy including any reporting to shareholders and/or relevant authorities, as well as disclosures related to sustainability to the shareholders and/or relevant authorities.

**CHAIRMAN**

**Tan Sri Rastam Mohd Isa**
Attended 3 out of 3 Meetings (100%)
Appointed on 29 December 2023

**MEMBERS**

**Mohamad Fadzil Hitam**
Attended 3 out of 3 Meetings (100%)
Appointed on 29 December 2023

**Dato' Dr. Suzana Idayu Wati Osman**
Attended 2 out of 2 Meetings (100%)
Appointed on 26 April 2024

**Datuk Abdul Halim Hamzah**
Attended 0 out of 0 Meetings (0%)
Appointed on 3 March 2025

**Dato' Amiruddin Abdul Satar**
Attended 1 out of 1 Meeting (100%)
Ceased on 1 April 2024

**Audit Committee** AC

- Oversees the Group's financial reporting processes.
- Evaluates and reviews the Group's risk and control environment.
- Evaluates the internal and external audit processes.
- Reviews related party transactions.

**CHAIRMAN**

**Azizan Zakaria**
Attended 4 out of 4 Meetings (100%)
Appointed on 4 July 2024

**Dato' Mohd Rafik Shah Mohamad**
Attended 6 out of 6 Meetings (100%)
Ceased on 20 June 2024

**MEMBERS**

**Dato' Shahrol Anuwar Sarman**
Attended 9 out of 10 Meetings (90%)
Appointed on 29 November 2023

**Nurul Muhaniza Hanafi**
Attended 4 out of 4 Meetings (100%)
Appointed on 2 September 2024

**Mohamad Fadzil Hitam**
Attended 0 out of 0 Meetings (0%)
Appointed on 1 March 2025

**Nik Fazila Nik Mohamed Shihabuddin**
Attended 6 out of 6 Meetings (100%)
Ceased on 1 July 2024

**Board Governance & Risk Management Committee** BGRMC

- Reviews and monitors the Group's primary and emerging risks.
- Oversees the Group's risk management system effectiveness.
- Oversees the Group's governance structure effectiveness.

**CHAIRMAN**

**Rozainah Awang**
Attended 0 out of 0 Meetings (0%)
Appointed on 1 March 2025

**Dato' Mohd Rafik Shah Mohamad**
Attended 6 out of 6 Meetings (100%)
Ceased on 20 June 2024

**MEMBERS**

**Dato' Shahrol Anuwar Sarman**
Attended 0 out of 0 Meetings (0%)
Appointed on 1 March 2025

**Azizan Zakaria**
Attended 0 out of 0 Meetings (0%)
Appointed on 1 March 2025

**Datuk Dr. Yatimah Sarjiman**
Attended 6 out 6 Meetings (100%)
Ceased on 16 January 2025

**Nik Fazila Nik Mohamed Shihabuddin**
Attended 6 out of 6 Meetings (100%)
Ceased on 1 July 2024

# Corporate Governance Overview Statement

**PRINCIPLE A** **BOARD LEADERSHIP AND EFFECTIVENESS**

## POWERS DELEGATED TO MANAGEMENT

The Board grants the GCEO specified levels and limits of authority, along with the power to oversee the Company and its operations. The GCEO may further delegate certain aspects of his authority and power to the Management team as needed. However, the GCEO remains accountable to the Board for the Group's performance. The GCEO and his Management team are obligated to report regularly to the Board on the progress made by the Group's business units.

## LIMITS OF AUTHORITY

To ensure the accountability of the GCEO and Senior Management, the Group has implemented Limits of Authority, which govern the limits of transactions that each level of Management can approve or commit to the Group and specify transactions that require escalation and approval by the Board or Board Committees.

All changes to the Limits of Authority must be approved by the Board and may be revised as and when needed.

The Board reviews the Company's policies and procedures to ensure alignment with evolving best governance standards.

The Board prioritises engagement with FGV's diverse stakeholders by maintaining effective, transparent, and regular communication to build trust and facilitate mutual understanding of each other's objectives and expectations.

The comprehensiveness of FGV's Governance and Integrity Framework ensures the orderly discharge of the Board's roles and responsibilities, with the powers of the Board delegated to the relevant Committees as depicted in the Framework.

## MATTERS RESERVED FOR THE BOARD

The Board has a formal schedule of matters specifically reserved for its decision, as noted below, and delegates other responsibilities to Management for day-to-day operations.

The following matters are reserved for the Board to determine and/or approve, except to the extent that the Board resolves that the determination and/or approval of any such matter shall be delegated to the Committees of the Board or Senior Management:

- **Board Structure**
- **Board and Senior Management Remuneration**
- **The Company and the Group Operations**
- **Financial Matters**
- **Group Strategy and Business Plan**
- **Investment and Divestment**

## HIGHLIGHTS OF BOARD ACTIVITIES IN 2024

### STRATEGY, RISK, AND SUSTAINABILITY

- Revision to the Group Sustainability Policy.
- Reimbursement of Recruitment Fee Top-Up Mechanism for Withhold Release Order (WRO).
- Plantation Transformation Plan for the Plantation Division (Estates and Mills).
- Proposal for Investment/Divestment.
- Updates on Steps to Address the WRO by the United States Customs and Border Protection (U.S CBP).
- Public Shareholding Spread – Updates and Extension of Time Application.
- Appointment of PwC to Enhance FGV's Procedures for Sustainability-Related Data Collection in FGV's Sustainability Reporting and Disclosures.
- Strategic review and proposed way forward for MSM Malaysia Holdings Berhad.
- Strategic review and proposed way forward for FGV Holdings Berhad's Rubber Business.
- Malaysia Budget 2025 Highlights and Impacts to FGV.
- Proposed Business Plan 2025 – 2027 (BP27) & Budget FY2025 for FGV Holdings Berhad Group of Companies.
- Proposed Transactions in relation to Koperasi Permodalan Felda Malaysia Berhad related entities held under Felda Holdings Berhad.

### GOVERNANCE

- Sexual Harassment Policy for FGV Group.
- Amendments to the ToR of BGRMC.
- Review of the FGV Sustainability Framework.
- FGV Sustainability Report 2022/2023 and Sustainability Review.
- Statement On Risk Management and Internal Control (SORMIC) for FGV Annual Integrated Report 2023.
- Corporate Governance Overview Statement and Corporate Governance Report.
- Production of FGV Holdings Berhad Annual Integrated Report for the Financial Year 2023.
- Matters related to 16th Annual General Meeting of FGV Holdings Berhad.
- Enhancements to Group Commodity Trading Policy.
- Revision of the existing FGV Anti-Corruption Plan (FGVACP) 2020 – 2023 into FGVACP 2024 – 2027.
- Amendment to Group Governance Management Division Structure based on recommendations made during the naziran (inspection) by the Suruhanjaya Pencegahan Rasuah Malaysia (SPRM).
- Approval for the appointment of the Institute of Internal Auditors for a Quality Assurance review of Group Internal Audit.
- Amendments to the Terms of Reference of Audit Committee.
- Gender Diversity in Top and Key Management Policy.
- Revision of the Group Internal Audit Charter.
- Board Effectiveness Evaluation for the Financial Year 2023.

### FINANCIAL

- Quarterly Report on Consolidated Results.
- Issuance of Letter of Financial Support for FGV Holdings Berhad Group of Companies, which are in a Net Current Liabilities or Net Liabilities Position as at 31 December 2023.
- Final Dividend for the Financial Year Ended 31 December 2023.
- FGV Holdings Berhad's statutory financial statements for the Financial Year Ended 31 December 2023.
- Re-appointment of external auditor for the Financial Year Ending 31 December 2024.
- Renewal of Shareholders Mandate and Proposed New Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.
- Statutory Audit and Quarterly Review for FGV Holdings Berhad and its Group of Companies for Financial Year 2024.
- Non-Contemporaneous from July 2024 to June 2025 (Circular Period) for transactions price over RM50 million and transactions on rental rates.

### SUCCESSION PLANNING, APPOINTMENTS, REMUNERATION, AND OTHERS

- Appointment of the Officer-in-Charge, Chief Executive Officer, FGV Prodata Systems Sdn Bhd.
- Appointment of the Group Chief Risk Officer.
- Appointment of Group Chief Governance Officer.
- 2024 FGV Corporate and Group Chief Executive Officer's Scorecard.
- Appointment or Resignation of Non-Executive Directors.
- 2023 Annual Performance and 2024 Annual Salary Increment.
- Change of Nominee Director on the Board of MSM Malaysia Holdings Berhad.
- Nomination of the GCEO as Chairman of Malaysia Palm Oil Association (MPOA).
- Appointment of Audit Committee members.
- Appointment of Acting GCEO of FGV Holdings Berhad.
- Appointment of GCEO of FGV Holdings Berhad.
- Appointment of Group Director Division.
- Appointment of Koperasi Permodalan FELDA Malaysia Berhad's (KPF) Nominees as Directors of FGV Group.
- Appointment of the GCEO as a Member of the Malaysia-United Arab Emirates Business Council.

# Corporate Governance Overview Statement

**PRINCIPLE A** — **BOARD LEADERSHIP AND EFFECTIVENESS**

## BOARD FUTURE PRIORITIES

The Board has identified its priorities and focus areas for 2025 as follows:

- Leadership visibility and action-oriented
- Plantation operational excellence
- Low-yielding prime areas and estates under rehabilitation
- Engagement with CBP to lift the WRO sanction
- Cross-border growth in the Logistics & Support, Oils & Fats, and Sugar Divisions
- Aggressive replanting, mechanisation, and mill rationalisation
- Streamlining the equity structure and turnaround the non-performing business
- Renewable energy, product traceability, and climate change adaptation
- Engagement with Regulators

The Board will continue its efforts to strengthen the Group's corporate governance standards and foster a culture that promotes ethical conduct, transparency, and sustainable value creation, with the ultimate goal of realising long-term shareholder value while considering the interests of other stakeholders.

## CORPORATE GOVERNANCE PRIORITIES

The following matters are the governance areas discussed by the Board and key focus areas for the future, to be addressed and/or implemented in 2025:-

| CORPORATE GOVERNANCE HIGHLIGHTS in 2024 | FUTURE GOVERNANCE PRIORITIES in 2025 |
|---|---|
| Revision of Group Sustainability Policies, Group Procurement Policies, and Enhancements to the Business Continuity Management Policy | Striving for excellence in Ethics, Transparency, and Integrity |
| Renewal of FGV's Anti-Corruption Plan | Transformation and Enhancement of Risk Management, Accountability and Controls |
| Establishment of Gender Diversity for Top And Key Management Policy | Strengthening Compliance with ESG Requirements |

## BOARD EFFECTIVENESS EVALUATION (BEE)

The effectiveness of the Board is vital to the success of the Group. The Board is cognisant that periodic evaluations provide an opportunity to gain valuable shared insights into its operation and ways to improve processes, relationships, and composition. A well-executed BEE identifies opportunities to enhance performance and adopt best practices.

In compliance with Paragraph 15.08A(3)(c) of the Listing Requirements, Practice 6.1 of the MCCG 2021, and the Board Nomination and Election Policy and Procedures (BNE Policy), the BEE serves as a pivotal tool to gauge the overall effectiveness of the Board, its Committees, and individual Directors. This evaluation encompasses various dimensions, including assessing the Board as a whole, Directors' tenure, the independence of Independent Directors, performance in addressing material sustainability risks and opportunities, and evaluating the performance and tenure of the AC and its members vis-à-vis the AC's ToR as well as other board committees.

Additionally, when assessing a Director's eligibility for re-election at the AGM, the competencies, commitment, contribution, and performance based on the BEE for the year under review are taken into account.

The Board conducts an annual review of its performance and that of its Committees. In 2024, the Board continued the BEE exercise, which was carried out internally. The Board recognises that a continuous and constructive review of its performance is crucial for achieving its objectives and realising its full potential. The process underlying the BEE 2024 exercise is as depicted below:




Scope for the BEE 2024 exercise includes the following topics:

- Board of Directors' Assessment
- Board Skills Matrix Assessment
- Directors' Self and Peer Assessment
- Fit and Proper Assessment
- Independence Assessment on Independent Directors
- Board Committees Assessment

**BEE 2024 PROCESS**

| | | | |
|---|---|---|---|
| **24 December 2024** Surveys prepared and circulated | **17 March 2025** Completed surveys received | **20 March 2025** Report recommended by NRC | **25 March 2025** Report reviewed and approved by the Board |

Overall, the results of the BEE 2024 reflected a generally satisfactory performance, affirming the effectiveness of the Board, Board Committees, and individual Directors in fulfilling their roles. The Board acknowledges the findings and results, as well as the areas needing improvements, and has taken action to address these appropriately.

Based on the assessment from BEE 2024, the key focus areas are as follows:

| KEY FOCUS AREAS | |
|---|---|
| **Plantation** | Address key critical issues to improve non-performing estates. |
| **Environmental, Social and Governance** | Strengthening sustainability practices with a strong focus on ESG risk management in the plantation and agriculture sectors. Embracing digital transformation as a key priority to enhance operational efficiency, improve data management, and maintain competitiveness. Effective governance and strategic oversight of subsidiaries in ensuring alignment with corporate objectives. Navigating macroeconomic risks, and focusing on positioning FGV towards long-term resilience and success. Talent Development and succession planning which is critical for maintaining strong leadership at all levels of the organisation. |
| **Board Effectiveness** | Improving communication efficiency and decision making process to ensure timely and informed decisions on critical issues. |

# Corporate Governance Overview Statement

**PRINCIPLE A** **BOARD LEADERSHIP AND EFFECTIVENESS**

## TENURE AND RE-ELECTION OF DIRECTORS

The BNE Policy emphasises the necessity for periodic refreshment of the FGV Board's composition, restricting the term of any INED to three years, with the possibility of re-appointment for a maximum of nine years. Clauses 97, 98, and 103 of the Company's Constitution govern the process and sequence of the re-election of the Directors.

In preparation for the 17th AGM, the Board, in collaboration with the NRC, conducted a thorough evaluation of retiring Directors. The assessment, encompassing criteria such as performance, contribution, and independence, aimed to determine their eligibility for re-election.

The evaluation took into account the following:

| | |
|---|---|
| **Director's Performance and Contribution**<br>Assessed through the outcome of the BEE 2024. | **Contribution to Board Deliberations**<br>Examined in terms of skills, experience, and overall strengths. |
| **Independence and Decision-Making**<br>Evaluated on Independent Directors regarding their ability to act in the Company's best interest. | **INED Independence Assessment**<br>Conducted in accordance with the criteria outlined in the Listing Requirements. |

Following a comprehensive evaluation, the Board approved the NRC's recommendation for the retiring Directors to seek re-election at the upcoming 17th AGM.

*Further information can be found in Board of Directors' Profile on pages 162 to 169.*

The reasons for the Board's support to the re-election are listed below. The Board ensures that the notes accompanying the Notice of the AGM to shareholders contain all information necessary to support their informed decision-making on the matter.

**Retirement by Rotation in accordance with Clauses 97 and 98 of the Company's Constitution**

**Clause 97** of the Company's Constitution states that at each AGM, one third (1/3) of the Directors for the time being, or if their number is not a multiple of three, the number nearest to one-third (1/3) with a minimum of one shall retire from office. In addition, each Director shall retire at least once in every three years but shall be eligible for re-election. **Clause 98** of the Company's Constitution provides that the Directors to retire shall be the one that has been the longest in office since his or her last election or appointment, but as between persons who became or were last re-elected Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot.

- Tan Sri Rastam Mohd Isa has been appointed as the Government Appointed Director of FGV for a period of two years from 26 September 2023 to 25 September 2025. He is also the Chairman of the BSC.

  Tan Sri Rastam Mohd Isa's last election, according to Clause 103 of the Company's Constitution, was at the 16th AGM on 20 June 2024. At the forthcoming AGM, Tan Sri Rastam Mohd Isa shall retire in accordance with Clause 97 of the Company's Constitution. Tan Sri Rastam Mohd Isa is eligible for re-election and has consented to be re-elected at the 17th AGM.

**Re-Election of Directors in accordance with Clause 103 of the Company's Constitution**

**Clause 103** of the Company's Constitution stipulates that a Director appointed by the Board shall hold office until the conclusion of the next AGM of the Company and shall be eligible for re-election.

- Azizan Zakaria was appointed as an INED of the Company on 4 July 2024. He is also the Chairman of the AC and a member of the BGRMC.

  At the forthcoming 17th AGM, Azizan Zakaria has consented to be re-elected as an INED of the Company for the ensuing years in accordance with Clause 103 of the Company's Constitution. The Board recommended Azizan Zakaria to be re-elected for the shareholders' consideration.
  The independence of Azizan Zakaria as INED of the Company has been assessed by the NRC and approved by the Board.
- Dato' Shahrol Anuwar Sarman has been re-appointed as Government Appointed Director of FGV for a period of two years from 17 November 2024 to 16 November 2026. He is also a member of AC and BGRMC. In view of his re-appointment, he is eligible for re-election and has consented to be re-elected as Non-Independent Non-Executive Director (NINED) at the 17th AGM.

  At the forthcoming 17th AGM, Dato' Shahrol Anuwar Sarman has consented to be re-elected as a NINED of the Company for the ensuing years in accordance with Clause 103 of the Company's Constitution. The Board has recommended Dato' Shahrol Anuwar Sarman to be re-elected for the shareholders' consideration.
- Rozainah Awang was appointed as an INED of the Company on 2 January 2025, and she is also the Chairman of the BGRMC and a member the IC.

  At the forthcoming 17th AGM, Rozainah Awang has consented to be re-elected as an INED of the Company for the ensuing years in accordance with Clause 103 of the Company's Constitution. The Board recommended Rozainah Awang to be re-elected for the shareholders' consideration.

  The independence of Rozainah Awang as an INED of the Company has been assessed by the NRC and approved by the Board.
- Datuk Abdul Halim Hamzah was appointed as a Government Appointed Director of FGV on 3 March 2025. He is also a member of the IC and BSC.

  At the forthcoming 17th AGM, Datuk Abdul Halim Hamzah has consented to be re-elected as a NINED of the Company for the ensuing years in accordance with Clause 103 of the Company's Constitution. The Board has recommended Datuk Abdul Halim Hamzah to be re-elected for the shareholders' consideration.

# Corporate Governance Overview Statement

**PRINCIPLE A** **BOARD LEADERSHIP AND EFFECTIVENESS**

## DIRECTORS' INDUCTION, TRAINING, AND CONTINUING DEVELOPMENT

Pursuant to Paragraph 15.08 of the Listing Requirements, the Directors recognise the significance of staying informed about the latest developments in the industries where FGV Group operates. Consequently, upon joining the Board, a comprehensive induction programme has been established to help new Directors transition into their role and to assist them in understanding the Group's business strategy and operations.

New Directors are required to attend the programme as soon as possible after their appointment. They undergo a customised induction programme, with continuous training tailored to individual needs. The NRC assessed the Board's training requirements, establishing a well-structured framework for ongoing education and information dissemination. Updates on corporate governance, the regulatory framework, and accounting issues are regularly provided to keep Directors informed of key developments.

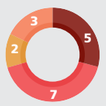
During the financial year 2024, the NRC specifically recommended training sessions covering duties and responsibilities, the Board's functions and governance, leadership, Directors' liabilities, roles and responsibilities, ESG and sustainability, digital upskilling, and cybersecurity. The Company Secretary, in collaboration with the Chairman, will consistently identify broader areas for Board training, engaging with individual Directors to address their specific needs. In 2024, Azizan Zakaria and Rozainah Awang attended the Mandatory Accreditation Programme (MAP), while Datuk Abdul Halim Hamzah will attend the MAP in May 2025.

Directors actively participated in training sessions throughout 2024, aligning with the NRC's recommendations. The Board conducted an assessment of the training needs of each Director to ensure the training programme meets the needs of the Board, individual Directors, and the Company's business. The NRC remains committed to recommending necessary training and development initiatives to enhance the Board's effectiveness.

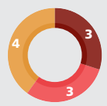
The training programmes and seminars attended by the Directors throughout 2024 are as follows:

*Further information on the training session attended by the Directors can be found in the CG Report 2024, available on our website at www.fgvholdings.com*

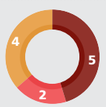
**Tan Sri Rastam Mohd Isa**
Training attended : **17**
Training hours : **292**



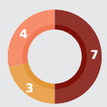

**Nurul Muhaniza Hanafi**
Training attended : **10**
Training hours : **86**



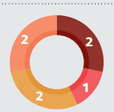

**Dato' Shahrol Anuwar Sarman**
Training attended : **11**
Training hours : **128**



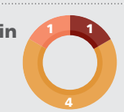

**Azizan Zakaria**
Training attended : **14**
Training hours : **92.5**



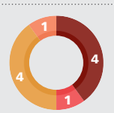

**Datuk Dr. Yatimah Sarjiman**
Training attended : **7**
Training hours : **70.5**



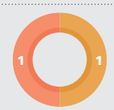

**Nik Fazila Nik Mohamed Shihabuddin**
Training attended: **6**
Training hours : **52**
Ceased on 1 July 2024



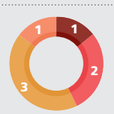

**Dato' Dr. Suzana Idayu Wati Osman**
Training attended : **10**
Training hours : **130**



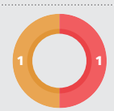

**Dato' Mohd Rafik Shah Mohamad**
Training attended: **2**
Training hours: **18**
Retired on 20 June 2024




**Mohamad Fadzil Hitam**
Training attended : **7**
Training hours : **92**




**Dato' Amiruddin Abdul Satar**
Training attended: **2**
Training hours: **32**
Ceased on 1 April 2024




Strategy Operations Governance/Risk Sustainability

## APPOINTMENT OF DIRECTORS

The NRC plays a pivotal role in screening and selecting candidates who are well-suited for the Board. The responsibility to develop and deliberate on the selection criteria based on the necessary competencies and attributes for the position lies with the NRC. All nominees are initially vetted by the NRC, taking into account:

- Qualifications, experience, and competencies required for the position
- Personal attributes, such as character, probity and integrity, reputation, time commitment, and independence
- Diversity in terms of gender
- Overall alignment with the Company's strategic direction

Additionally, the NRC considers the nominee's ability to allocate sufficient time to effectively meet the demands and expectations of the role. Once shortlisted, all potential candidates undergo comprehensive reference checks conducted by the Company Secretary, particularly regarding their financial, character integrity and time commitment.

### SUCCESSION PLANNING

The NRC is responsible for ensuring that adequate and appropriate succession planning is conducted allowing for the orderly identification and selection of new independent Directors in the event of vacancies on the Board, whether those openings arise from anticipated retirement, the expansion of the Board's size, or other reasons.

The NRC is also responsible for ensuring that the Company's commitment to implementing an effective succession planning for Senior Management is executed. The programme serves as a platform for the systematic and long-term development of a robust, diverse, and inclusive talent pool of high-potential candidates for future leadership roles. As part of comprehensive executive succession planning, the Committee actively oversees talent mapping initiatives, aiming to cultivate, and nurture talent within the organisation while unlocking the full potential of high-performing individuals.

PRINCIPLE A — BOARD LEADERSHIP AND EFFECTIVENESS

# Nomination and Remuneration Committee Report



**Mohamad Fadzil Hitam**
Chairman (INED)
Appointed on 26 April 2024



**Nurul Muhaniza Hanafi**
Member (INED)
Appointed on 26 April 2024



**Dato' Dr. Suzana Idayu Wati Osman**
Member (NINED)
Appointed on 6 February 2025

4 **Datuk Dr. Yatimah Sarjiman**
Member (NINED)
Ceased on 16 January 2025

5 **Dato' Mohd Rafik Shah Mohamad**
Chairman (Senior INED)
Ceased on 26 April 2024

6 **Nik Fazila Nik Mohamed Shihabuddin**
Member (INED)
Ceased on 26 April 2024

## ROLES AND RESPONSIBILITIES

The Committee reviews the Board's structure, assesses effectiveness, oversees succession planning, recommends appointments, establishes remuneration policies, and monitors employee compensation.

The NRC, which comprises NEDs with the majority being INEDs, is crucial in overseeing the Board's composition and ensuring its effectiveness. The composition of the NRC complies with the requirements of both the Listing Requirements and the MCCG 2021. The Board is confident that the current NRC composition, with its diverse skills and experience, effectively serves the interests of shareholders and meets the Group's needs.

FGV has implemented a comprehensive Fit and Proper policy, which is part of the BNE Policy. This policy guides the appointment of Directors, emphasising character, integrity, competency, skills, and time commitment. The BNE Policy explicitly prohibits the nomination of Active Political Persons as Directors of FGV. Further details on the BNE Policy, including the nomination and election process, are available in Practice 5.5 of the CG Report 2024.

All INEDs' appointments are sourced from an independent party, aligning with the Fit and Proper policy and focusing on diversity in experience, skills, and gender. The NRC will meet with the proposed candidates to determine their suitability in accordance with the Board's requirements to fill the gaps in skills and to consider their time commitment. Once shortlisted, all potential candidates undergo comprehensive background checks conducted by the Company Secretary, particularly regarding their financial, character integrity and time commitment. This includes background checks with credit agencies, local authorities, industry regulators, and enforcement agencies to ensure that the candidate is indeed qualified to serve as a Director. The NRC assesses all findings and makes recommendations to the Board for approval.

The complete details of the full BEE process are available on pages 196 to 197 of this report.

*Further information on the NRC's ToR is available at www.fgvholdings.com. This Report should be read together with the CG Report 2024, also accessible on our website.*

## SUMMARY OF WORK

### NOMINATION AND ELECTION PROCESS

- Appointment of Officer-in-Charge, Chief Executive Officer, FGV Prodata Systems Sdn Bhd.
- Appointment of Group Chief Governance Officer.
- Appointment of Group Chief Risk Officer.
- Review of Position Titles for Group positions.
- Contract extension of Senior Management.
- Appointment of Independent Non-Executive Directors.
- Change of Nominees in FGV Group.
- Changes to the Composition of Board Committees of FGV Holdings Berhad.
- Appointment of GCEO as a Member of the Malaysia-United Arab Emirates Business Council.
- Appointment of GCEO of FGV Holdings Berhad.
- Appointment of Group Director Division.

### REMUNERATION MATTERS

- Clarification on Bonus Methodology.
- Proposed 2023 Annual Performance Bonus Payout and 2024 Salary Increase.
- Directors' Remuneration for Non-Executive Directors for Financial Year Ended 31 December 2023.
- Update on the New Bonus Framework: Strategic Alignment of Rewards with Performance.
- Refinement of the 2025 Corporate Scorecard.

### OTHER MATTERS

- Annual Integrated Report 2023.
- Corporate Governance Overview Statement (nomination and remuneration matters).
- Corporate Governance Report (nomination and remuneration matters).
- Update on Job Evaluation Reassessment Results.
- Revision to Benefits Policy.
- Board Effectiveness Evaluation.
- Board Training Programme.
- Scheduled for NRC Meetings and tentative agenda for 2025.

## SIGNIFICANT MATTERS CONSIDERED BY THE COMMITTEE

The Chairman of the NRC provided the Board with updates on critical issues discussed during NRC meetings and the recommendations made therein. Additionally, confirmed minutes from each NRC meeting were distributed to the Board for review at the earliest possible opportunity. Significant matters reported by the NRC to the Board included:

| SIGNIFICANT MATTERS | |
|---|---|
| **Appointment of Independent Non-Executive Director and Non-Independent Executive Director** | Assessed candidates' suitability while considering the selection criteria outlined in the BNE Policy, along with the Fit and Proper criteria. |
| **Appointment of Group Chief Executive Officer and Senior Management** | Considered the proposed appointment of Senior Management, taking into account the current and future needs of FGV, including diversity requirements. |
| **Board Improvement Plan** | Reviewed the Board Committees' composition and appointment of INED and NINED. |

# Corporate Governance Overview Statement

**PRINCIPLE A** BOARD LEADERSHIP AND EFFECTIVENESS

## PERFORMANCE REVIEW

During the financial year, the Board evaluated the NRC's performance and how well the NRC met the requirements of its ToR, including the term of office and the performance of the NRC and each of its members. This performance assessment was part of the annual BEE, which pertains to the assessment of Board Committees.

The NRC Report was prepared in accordance with the resolution approved by the Board of Directors approved on 25 March 2025.

## DIRECTORS' REMUNERATION

The Board Remunerations Policy outlines the principles and guidelines for determining Directors' remuneration.

The Board Remunerations Policy stipulates that the Board, through the NRC, shall conduct a high-level review and perform an in-depth benchmarking of the remuneration packages for the Board, at least once every two years. This is to ensure fairness and competitiveness relative to the market (based on market positioning, revenue, performance, total assets, profit after tax and market capitalisation of the comparator groups), in order to attract, retain, and motivate the Board.

The remuneration packages for the Board were last reviewed, benchmarked, and approved by shareholders in 2022.

## SUMMARY OF BOARD REMUNERATIONS POLICY

The remuneration package for the Non-Executive Directors' reflects their experience, expertise, and responsibilities. This package includes fees, benefits-in-kind, and other benefits such as meeting allowances and an official business allowance.

The current fee structure for the Non-Executive Directors is outlined in the table below:

| | BOARD/BOARD COMMITTEES | | | |
|---|---|---|---|---|
| | BOARD | AC | NRC | OTHER BOARD COMMITTES |
| | Fees Per Annum | | | |
| Non-Executive Chairman | RM480,000.00 (Chairman) | RM80,000.00 (Chairman) | RM45,000.00 (Chairman) | RM40,000.00 (Chairman) |
| Non-Executive Directors | RM150,000.00 (Non-Executive Directors) | RM40,000.00 (Non-Executive Directors) | RM30,000.00 (Non-Executive Directors) | RM20,000.00 (Non-Executive Directors) |

The current remuneration structure for the Non-Executive Directors' (excluding Directors' fees) is outlined below:

| | Meeting Allowance | |
|---|---|---|
| Non-Executive Chairman and Non-Executive Directors | • Physical: RM2,000.00 | • Teleconferencing: RM2,000.00 |

| Other Benefits | |
|---|---|
| Non-Executive Chairman | Non-Executive Directors |
| • One company car (at least 2000cc with RM180,000.00 per annum for car utility expenses)<br>• Driver (actual)<br>• Club membership (RM10,000.00 per annum)<br>• Mobile phone bills (actual)<br>• Personal entertainment (RM24,000.00 per annum)<br>• One personal bodyguard at the Chairman's disposal within Malaysia (actual)<br>• Medical coverage (RM100,000.00 per annum)<br>• Group Personal Accident insurance coverage (RM200,000.00 per annum)<br>• Official Business Allowance (RM1,000.00 per day) | • Medical coverage (RM100,000.00 per annum)<br>• Group Personal Accident insurance coverage (RM200,000.00 per annum)<br>• Official Business Allowance (RM1,000.00 per day) |

# Corporate Governance Overview Statement

**PRINCIPLE A** — **BOARD LEADERSHIP AND EFFECTIVENESS**

## DIRECTORS' REMUNERATION

The aggregate remuneration for the Directors' in 2024 for FGV and the Group, categorised into components, that distinguish between Non-Independent Non-Executive Directors and Independent Non-Executive Directors, is stated below:

| | ANNUAL FEES | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| NAME OF DIRECTORS | BOARD (RM) | AUDIT COMMITTEE (RM) | NOMINATION AND REMUNERATION COMMITTEE (RM) | INVESTMENT COMMITTEE (RM) | | BOARD GOVERNANCE & RISK MANAGEMENT COMMITTEE (RM) | BOARD SUSTAINABILITY COMMITTEE (RM) | ANNUAL FEES/ OTHER BENEFITS FROM SUBSIDIARIES (RM) | BENEFITS-IN-KIND (RM) | OTHER BENEFITS (RM) | TOTAL (RM) |
| **Non-Independent Non-Executive Director** | | | | | | | | | | | |
| Tan Sri Rastam Mohd Isa | 480,000.00 | - | - | - | | - | 40,000.00 | - | 50,687.42 | 34,033.05 | 604,720.47 |
| Dato' Shahrol Anuwar Sarman | 150,000.00 | 40,000.00 | - | - | | - | - | - | - | 38,445.05 | 228,445.05 |
| Dato' Dr Suzana Idayu Wati Osman[1] | 112,500.00 | - | - | - | | - | 13,606.56 | 69,741.65 | - | 27,445.05 | 223,293.26 |
| Datuk Dr Yatimah Sarjiman[2] | 150,000.00 | - | 30,000.00 | - | | 20,000.00 | - | - | - | 67,445.05 | 267,445.05 |
| Dato' Amiruddin Abdul Satar[3] | 37,500.00 | - | - | 5,000.00 | | - | 5,000.00 | - | - | 7,445.05 | 54,945.05 |
| **Independent Non-Executive Director** | | | | | | | | | | | |
| Mohamad Fadzil Hitam[4] | 150,000.00 | - | 30,614.75 | - | | - | 20,000.00 | - | - | 55,954.05 | 256,568.80 |
| Nurul Muhaniza Hanafi[5] | 112,500.00 | 13,222.21 | 20,409.84 | - | | - | - | 14,233.48 | - | 51,445.05 | 211,810.58 |
| Azizan Zakaria[6] | 73,790.32 | 39,354.83 | - | - | | - | - | - | - | 23,445.05 | 136,590.20 |
| Dato' Mohd Rafik Shah Mohamad[7] | 70,833.33 | 37,777.76 | 14,323.77 | - | | 9,444.43 | - | - | - | 46,033.05 | 178.412.34 |
| Nik Fazila Nik Mohamed Shihabuddin[8] | 75,000.00 | 20,000.00 | 9,549.18 | - | | 20,000.00 | - | 93,858.41 | - | 45,445.05 | 263,852.64 |
| **TOTAL** | **1,412,123.65** | **150,354.80** | **104,897.54** | **5,000.00** | | **49,444.43** | **78,606.56** | **177,833.54** | **50,687.42** | **397,135.50** | **2,426,083.44** |

*i) All figures do not include of Sales and Service Tax (SST).*
*ii) Benefits-in-kind (Non-Executive Chairman only) include Driver, Car & Utility Expenses, Mobile Phone Bills, Personal Entertainment.*
*iii) Other benefits (Non-Executive Chairman) include Group Personal Accident Insurance Coverage, Medical Coverage, Meeting Allowance, and Official Business Allowance.*
*iv) Other benefits (Non-Executive Director) include Group Personal Accident Insurance Coverage, Medical Coverage, Meeting Allowance, and Official Business Allowance.*

***Notes:***

1. *Dato' Dr. Suzana Idayu Wati Osman (Dato' Dr. Suzana) was appointed as NINED on 1 April 2024 and subsequently became a member of the BSC on 26 April 2024. Dato' Dr. Suzana was appointed as NINED of MSM Malaysia Holdings Berhad (MSM), a listed subsidiary of FGV, on 16 August 2024 and as a member of the NRC of MSM. She received annual fees and other benefits from her Directorship in MSM and her role as a member of the NRC of MSM.*
2. *Datuk Dr. Yatimah Sarjiman ceased to be a Director of the Company on 16 January 2025 and simultaneously ceased as a member of the NRC and BGRMC.*
3. *Dato' Amiruddin Abdul Satar ceased to be the Director of the Company on 1 April 2024 and simultaneously ceased to be a member of the IC and BSC.*
4. *Mohamad Fadzil Hitam was appointed as Chairman of the NRC on 26 April 2024.*
5. *Nurul Muhaniza Hanafi (Nurul Muhaniza) was appointed as an INED on 1 April 2024 and subsequently appointed as a Member of the NRC and AC on 26 April 2024 and 2 September 2024, respectively. Nurul Muhaniza was appointed as NINED of MSM on 1 December 2024 and received annual fees and other benefits from her Directorship in MSM.*
6. *Azizan Zakaria was appointed as an INED and simultaneously as Chairman of the AC on 4 July 2024.*
7. *Dato' Mohd Rafik retired as Director of the Company on 20 June 2024 thereby simultaneously ceased as the Chairman of the NRC, Chairman of the AC as well as a member of the BGRMC.*
8. *Nik Fazila Nik Mohamed Shihabuddin ceased to be a Director of the Company and a member of the NRC, AC, and the Chairman of BGRMC on 1 July 2024. Prior to that, she retired as Director of MSM on 6 June 2024, and simultaneously ceased to be a member of the NRC of MSM.*

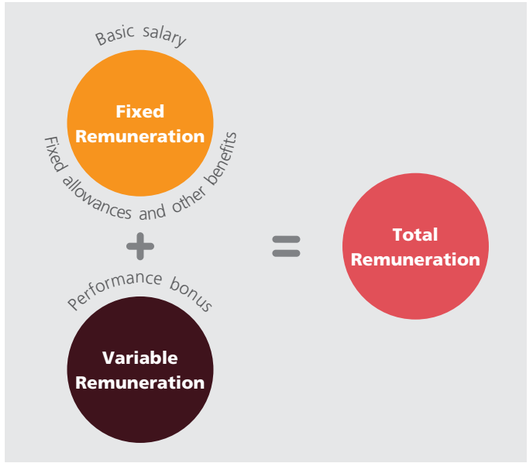
# Corporate Governance Overview Statement

PRINCIPLE A — BOARD LEADERSHIP AND EFFECTIVENESS

## KEY MANAGEMENT REMUNERATION

The Group's Compensation Policy (GC Policy) governs the remuneration framework for all employees, including Key Management, with a focus on performance metrics that extend beyond short-term financial considerations. The NRC rigorously reviews the Key Management's remuneration structure, incorporating best practices, insights from industry experts, data analysis, stakeholder perspectives, and market dynamics. This ensures that the remuneration is competitive enough to attract, retain, and motivate individuals with the requisite skills and experience for sustained market leadership.

Within the Key Management's remuneration, both fixed and variable components are considered. The Group Human Capital (GHC) is responsible for evaluating and aligning the remuneration, particularly the performance-based elements, with individual contributions to the Group. Benchmarking against industry standards is a critical aspect of maintaining competitiveness. GHC, upholding high standards of professionalism, oversees the governance of the remuneration strategy. It provides a comprehensive overview of compensation proposals to the NRC, covering aspects such as annual salary increments, performance bonuses, promotions, salary adjustments, other benefits, and benefits-in-kind. This approach ensures that the remuneration strategy not only meets the Group's objectives but also aligns with industry benchmarks.




The Board of Directors evaluated the performance of key positions, including the GCEO, Senior Vice Presidents and above, and GMC members. The GCEO also oversees the performance assessment of the GMC members. Key Management's performance bonus is directly linked to their individual contributions to FGV's overall business performance.

For 2024, GMC has KPIs related to sustainability and the environment, aligned with the FGV Sustainability Framework enhancement, which covers economic growth, governance, social aspects, environment, and innovation & technology.

FGV has fully implemented the Balanced Scorecard and will realign its KPIs with its core principles, which encompass four key perspectives: Finance, Customer/Stakeholders, Operational Excellence, and Organisational Capabilities. These perspectives are taken into account in Key Management's KPIs.

In 2024, the position of GCEO was held by the following individuals:-

1. Dato' Mohd Nazrul Izam Mansor from 1 January 2024 to 31 August 2024.
2. En. Fakhrunniam Othman effective 1 November 2024.

The details of the remuneration of the GCEOs and the names of the top five (5) Key Management are disclosed in the CG Report.

*Further information on the Group Compensation Policy for Senior Management's remuneration is available at www.fgvholdings.com.*

# Board Sustainability Committee Report


1 **Tan Sri Rastam Mohd Isa**
Chairman (NINED)
Appointed on 29 December 2023


2 **Mohamad Fadzil Hitam**
Member (INED)
Appointed on 29 December 2023


3 **Dato' Dr. Suzana Idayu Wati Osman**
Member (NINED)
Appointed on 26 April 2024


4 **Datuk Abdul Halim Hamzah**
Member (NINED)
Appointed on 3 March 2025

5 **Dato' Amiruddin Abdul Satar**
Member (NINED)
Ceased on 1 April 2024

## BOARD SUSTAINABILITY COMMITTEE

The BSC plays a crucial role in supporting the Board's oversight responsibilities regarding the Group's sustainability objectives, policies, and practices. The Committee focuses on various material sustainability matters, including health and safety, environmental issues, economic factors, human rights and labour standards, good social practices, traceability and supply chain management, sustainability certification, and other areas considered material at the time.

The responsibilities of the BSC encompass various critical aspects:

- **Formulation of Group Sustainability Policy (GSP) and Sustainability Strategies:** Directs and oversees the review and implementation of the GSP, overall sustainability strategies, and related principles and policies. These initiatives align with the Group's commitment to the ESG agenda, the United Nations Sustainable Development Goals (UN SDGs), and applicable regulations and standards.
- **HSEC Performance Oversight:** Responsible for directing and overseeing the Group's performance in health, safety, environment, and community (HSEC), ensuring the adequacy of the Group's HSEC framework and management systems.
- **Integration of Sustainability into Strategic Planning:** Oversees the incorporation of sustainability considerations, human rights, and climate-related risks and opportunities into the Group's long-term value-creation strategy.
- **Monitoring Material Sustainability Matters:** Monitors and reviews the strategic management of material sustainability issues, risks, and opportunities identified by Top Management. It tracks progress against the Group's sustainability targets (sustainability key performance indicators).
- **Review of Sustainability-related Issues:** Reviews sustainability issues stemming from grievances, independent audits, assurance reports, and matters highlighted by external consultants.
- **Employee Awareness Programmes:** Monitors employee awareness programmes designed to foster an understanding of the Group's sustainability approach and supporting sustainability actions across the organisation.
- **Stakeholder Engagement Outcome:** Oversees stakeholder engagement outcomes, focusing on issues that may impact the Group's reputation, including grievances, concerns and allegations, evolving public and market sentiments, and government regulations.
- **Communication and Reporting:** Ensures that the Group's Sustainability Framework, strategies, priorities, and performance against targets are effectively communicated to internal and external stakeholders through appropriate means, such as engagements and disclosures.
- **Review of Reporting to Shareholders and Authorities:** Reviews reporting to shareholders and relevant authorities, including disclosures regarding sustainability matters mandated by Bursa Securities, such as the Sustainability Statement and the Sustainability Report.

# Corporate Governance Overview Statement

**PRINCIPLE A** — **BOARD LEADERSHIP AND EFFECTIVENESS**

Further information on the composition of the BSC in 2024, including members' names, designations, number of meetings, and attendance, can be found on page 193. Additionally, details about the identified Senior Management responsible for strategically and operationally managing sustainability can be found on page 177.

*Further information regarding the BSC's ToR is available on our website, www.fgvholdings.com. This Report should be read together with the CG Report 2024, also accessible on our website.*

## SUMMARY OF WORK

In 2024, the BSC reviewed and considered the following key matters in fulfilling its responsibilities:

### SUSTAINABILITY GOVERNANCE

- Outcome of Sustainability Assurance and Materiality.
- Sustainability Framework.
- Sustainability Statement for FGV Holdings Berhad's 2023 Annual Integrated Report (AIR 2023).
- Group Health, Safety, and Environment Strategic Plan 2024.
- Update on Steps to Address the Withhold Release Order (WRO) by The United States Customs and Border Protection (CBP) and Supplementary Submission to CBP.
- Policy for the Gender Diversity in Top and Key Management.
- First Phase of The EU Deforestation-Free Regulation (EUDR) Compliance for the European Market.
- Update on the Plantation Transformation Plan.
- Assessment of Soil Acidity Levels Across FGV Plantation Estates.

### SUSTAINABILITY CERTIFICATION

- FGV's Score in the Sustainability Policy Transparency Toolkit (SPOTT) for 2022 (2023 Assessment).
- Update on the Sustainability-Related Certification Programme and Revenues Obtained from Certified Products.

### ENVIRONMENT AND SOCIAL PROGRAMME

- Update on Gender Equality and Women Empowerment (GEWE) Committee Activities and Programme of Work.
- Overview of FGV's Renewable Energy Presence and Initiatives.
- Update on Climate Action Initiatives.
- Update on FGV's Biodiversity Initiatives.
- Finding from the Gap Analysis of FELDA's Sustainability Practices.
- Group Health, Safety, and Environment.
- Supporting the Borneo Sun Bear Conservation Centre (BSBCC).

## SIGNIFICANT MATTERS CONSIDERED BY THE COMMITTEE

The Chairman of the BSC provided the Board with updates on critical issues discussed during BSC meetings and the recommendations made therein. Additionally, confirmed minutes from each BSC meeting were distributed to the Board for review at the earliest possible opportunity. Significant matters reported by the BSC to the Board included:

| SIGNIFICANT MATTERS | |
|---|---|
| **WRO by the U.S CBP against palm oil and palm oil products made by FGV, its subsidiaries and joint ventures** | Deliberated on FGV's remediation actions to address the WRO issued by the U.S CBP. |
| **RSPO, MSPO and International Sustainability and Carbon Certification (ISCC)** | Monitored the progress of all FGV's sustainability certifications and ensured compliance with relevant regulations and standards. |
| **Climate action** | Provided inputs on FGV integrated Group wide Climate Action plan and FGV commitment to developing a science-based target aligned with the SBTi criteria. |
| **Plantation Transformation Plan** | Enhance productivity, sustainability, and profitability while focusing on innovation, and operational excellence. |

*Further information on the application of the relevant practices of the MCCG 2021 relating to sustainability can be found in the CG Report 2024, which is available on our website at www.fgvholdings.com.*

## KEY FOCUS AREAS AND PRIORITIES FOR FY2025

The BSC has identified the following key focus areas and priorities for 2025:-

| | | |
|---|---|---|
| GHG reduction roadmap | Human rights due diligence in all operations and the supply chain | Empowering smallholders in sustainable agricultural practices |

## PERFORMANCE REVIEW

During the financial year, the Board evaluated the BSC's performance and the extent to which the BSC met the requirements of its ToR, including the term of office and the performance of the BSC and each of its members. This performance assessment formed part of the annual BEE, relating to the assessment of Board Committees.

## FORMALISED ETHICAL STANDARDS

Our Group ethical standards are firmly rooted in our PRIDE values. The Board, in fulfilling its responsibilities, adheres to the ethical guidelines outlined in the Directors' Code of Ethics and Conduct (CoEC) and the Directors' Code of Business Practice (CoBP). These documents set forth the expected standards of behaviour and conduct for all Directors within the FGV Group.

Employees are guided by the Code of Business Conduct and Ethics (COBCE). This comprehensive framework encourages stakeholders to embrace the Group's values, while ensuring compliance with applicable laws and regulations through transparent, honest, and ethical business practices. The Board and employees consistently strive to uphold the highest standards of integrity and behaviour, adhering to best practices in corporate governance. This commitment extends to interactions with customers, suppliers, employees, business partners, and the broader community and environment where FGV operates.

The COBCE is easily accessible through the Compliance Management System (internal hub), which facilitates employees in adopting ethical practices. Periodic awareness campaigns, conducted through roadshows and forum events, contribute to fostering a culture of integrity. To reaffirm their commitment, employees acknowledge the COBCE every two years, with the next renewal in 2024.

Additionally, the Group has implemented a Whistleblowing Policy, that provides a platform for the FGV community to report any form of improper conduct. This policy assures individuals that they can disclose information without fear of punishment or unfair treatment, reinforcing our commitment to a culture of accountability and transparency.

# Corporate Governance Overview Statement

PRINCIPLE B

## EFFECTIVE AUDIT AND RISK MANAGEMENT

### ACCOUNTABILITY AND AUDIT

#### AUDIT COMMITTEE

The Audit Committee (AC) supports the Board in ensuring that there is a reliable and transparent financial reporting process, and reviews the corporate governance practices and internal control system, ensuring checks and balances within the Group.

The Audit Committee is composed of one NINED and two INEDs in 2024 increasing to three INEDs as of 1 March 2025. Members of the AC possess relevant accounting or related financial management experience or expertise. The Chair of the AC has over 26 years of relevant accounting experience and is not the Chairman of the Board.

In the financial year under review, the AC reviewed all key internal audit reports and ensured that Senior Management took necessary corrective actions promptly to address control weaknesses, non-compliance with laws, regulatory requirements, policies, and other issues identified by the internal auditors and other control functions. The Chair of the AC will highlight the key deliberations for its objective review to the Board.

FGV has in place, a process to consider the appointment and re-appointment of External Auditors. This process requires the AC to assess the External Auditors' compliance with qualification criteria, which includes evaluating the independence, objectivity, and performance of the External Auditors. As part of its remit, the AC must ensure that the objectivity, independence, and effectiveness of the external auditor are maintained in line with the Board Charter.

#### BOARD GOVERNANCE AND RISK MANAGEMENT COMMITTEE

In discharging of its responsibility to effectively manage risks across the Group, determining its risk appetite and ensuring the implementation of adequate and appropriate controls, the Board reviews its risk management processes and internal control procedures to ensure a sound system of risk management and internal control that safeguards shareholders' investments and the Group's assets.

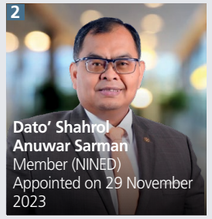
In addition to overseeing the Group's risk management, internal controls, and financial reporting, the BGRMC also ensures a thorough review of specific financial, operational, and regulatory aspects of the Group's business.

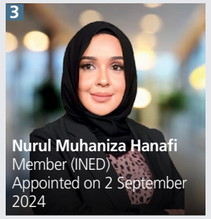
The Group's system of internal financial control primarily aims to safeguard the Group's assets, ensure that proper accounting records are maintained, identify and manage business risks, and uphold compliance with relevant legislation and regulations.

**Financial Reporting**
For the year under review, neither the internal nor external auditors recorded any accounting irregularities.

# Audit Committee Report


1 **Azizan Zakaria**
Chairman (INED)
Appointed on 4 July 2024


2 **Dato' Shahrol Anuwar Sarman**
Member (NINED)
Appointed on 29 November 2023


3 **Nurul Muhaniza Hanafi**
Member (INED)
Appointed on 2 September 2024


4 **Mohamad Fadzil Hitam**
Member (INED)
Appointed on 1 March 2025

5 **Dato' Mohd Rafik Shah Mohamad**
Chairman (Senior INED)
Ceased on 20 June 2024

6 **Nik Fazila Nik Mohamed Shihabuddin**
Member (INED)
Ceased on 1 July 2024

### ROLES AND RESPONSIBILITIES

The AC oversees the Group's financial reporting processes, assesses and reviews the Group's risk and control environment, evaluates the internal and external audit processes, and reviews related party transactions.

In line with the Listing Requirements, all the AC members are NEDs, with a majority being INEDS. The Chairman of the AC satisfies the requirement of the MCCG 2021, to separate the powers of the Chairman of the Board and the Chairman of the AC.

The AC Chairman is a registered Chartered Accountant with the Malaysian Institute of Accountants (MIA), and possesses financial literacy, demonstrating proficiency in analysing and interpreting financial statements. This aligns with the requirements of Paragraph 15.09(1)(c) of the Listing Requirements, which necessitates that at least one AC member be a qualified accountant.

During the reporting period, the AC convened ten meetings, inviting the GCEO, GCFO, Chief Internal Auditor, and selected Management members to attend the meeting. Additionally, the AC engaged in private sessions with the External Auditor.

Key areas under the purview of the AC include financial reporting and performance oversight, the Group's in-house internal audit (assurance) and integrity and governance functions, engaging with external auditors, managing related party transactions, and overseeing controls and governance. The primary objectives of the AC are to assist the Board in ensuring the integrity of financial information, evaluate the risks and control environment, and oversee the Group's management of financial risk processes, accounting, and reporting practices. These responsibilities align with the AC's commitment to uphold the highest standards in financial governance and accountability. Additionally, the AC fulfils its responsibilities by reviewing the Group's accounting function, scrutinising financial reporting practices, and assessing the effectiveness of internal control systems. The AC also plays a vital role in evaluating both internal and external audit processes, ensuring the independence of these functions. The AC reviews conflicts of interest and potential interest situations along with related party transactions, ensuring transparency and adherence to ethical standards. The establishment of the AC does not absolve the Board of its ultimate statutory and fiduciary responsibilities regarding decision-making related to the functions and duties overseen by the AC.

For more information on the composition of the AC in 2024, including the names, designations, number of meetings held, and attendance records for each member, please refer to page 193. Furthermore, details about the trainings attended by AC members are available in the CG Report 2024.

*Further information on the AC's ToR is available on our website, www.fgvholdings.com. This Report should be read together with the CG Report 2024, also accessible on our website.*

# Corporate Governance Overview Statement

**PRINCIPLE B** **EFFECTIVE AUDIT AND RISK MANAGEMENT**

## SUMMARY OF ACTIVITIES

At the beginning of the year, the AC identified key areas of concern to direct Management's attention, and Management was required to report significant matters to the AC. The key matters addressed by the AC during the year under review are summarised below:

### FINANCIAL REPORTING

a. Report from PricewaterhouseCoopers PLT (PwC) for the financial year ended 31 December 2023.
b. Financial and Operational Report for Plantation, Sugar, and Logistics & Support.
c. Quarterly Report on Consolidated Results.
d. Quarterly update on Group Rolling Cash Flow.
e. Final Dividend for the financial year ended 31 December 2023.
f. Issuance of a Letter of Financial Support for FGV and its Group of Companies.
g. Statutory Financial Statements for the financial year ended 31 December 2023.
h. Update on tax implications for restructuring companies within the FGV Group.

### RISKS AND INTERNAL CONTROL ENVIRONMENT

a. Updates on the Implementation of Recommendations from the Internal Audit.
b. Updates on the Progress of Matters that were subject to Forensic Investigation and Legal Advice.
c. Quarterly Report on the Status of Material Litigation Cases involving FGV Group.
d. CGOS, Report on the AC and CG Report 2023.
e. Statement on Risk Management and Internal Control for FGV Annual Integrated Report 2023.
f. Production of FGV's AIR 2023.
g. Revision of FGV Group's Limits of Authority.

### EXTERNAL AUDIT PROCESS AND OUTCOME

a. Reappointment of External Auditors 2024 based on the established External Auditor Policy and recommended their re-appointment to the Board.
b. External auditor's audit fees for 2024.
c. Written assurance from external auditors' in their audit plan for 2023 confirming they are, and will remain, independent throughout the conduct of the audit engagement in accordance with the ToR of all relevant professional and regulatory requirements.
d. Private meetings with the external auditors were conducted in two private sessions during the financial year without the presence of Management on 21 March 2024 and 20 November 2024.
e. Non-Audit Services Provided by PwC for the financial year ended 31 December 2023.
f. Re-appointment of External Auditor for the financial year ended 31 December 2024.
g. Fee for Statutory Audit and Quarterly Review for FGV and its Group of Companies for the financial year 2024.

### INTERNAL AUDIT PROCESS AND OUTCOME

a. Received and reviewed all 59 internal audit reports issued in 2024 to the Chairman and members of the AC. These reports were from assignments undertaken as part of the internal audit plan along with any unplanned investigations and special assignments conducted by GIA.
b. Reviewed the following at each quarterly meeting in 2024:
   - A report summarising the main observations from the internal audit reports issued during the quarter. The AC directed Management on key matters requiring special and immediate attention. The AC reported to the Board on these important matters.
   - A report on the progress of implementing of the approved internal audit plan for 2024, including the status of internal audit resources to support this implementation and development progress of the internal audit employees.
   - A report on the progress of implementation of the recommendations from the internal audit reports that were issued. The Board was informed of delays in implementing the recommendations.
c. Performed the following:
   - Reviewed and approved the internal audit plan for 2024 along with the scope, functions, resources, budget and KPIs of the GIA function and reported to the Board accordingly.
   - Assessed the performance of the Chief Internal Auditor, including an assessment of the effectiveness of the GIA function in relation to the Institute of Internal Auditors' International Professional Practices Framework.
   - Assessed the Chief Internal Auditor's performance salary, increment, bonus adjustment, and renewal of her employment contract.

   The Chairman of the AC held four private meetings and discussions with the Chief Internal Auditor and her team to discuss developments relevant to the internal audit work, provide direction for a more effective audit plan, and to be apprised of or after guidance on major internal audit observations and related matters aimed at improving the governance, risk, and control processes of the FGV Group. Occasionally, the AC also made special requests for areas of concern to be investigated or given attention during the audits.

### CONFLICT OF INTEREST/POTENTIAL CONFLICT OF INTEREST

a. For the financial year under review, the AC conducted a review of all Conflict of Interest (COI) and potential COI declarations submitted by the Directors and key senior management of the Company.
b. For the financial year 2024, no COI or potential COI, including interest in competing businesses was identified or disclosed.

### RECURRENT RELATED PARTY TRANSACTIONS MONITORING OF THE GROUP

a. Reviewed the quarterly report on the recurrent related party transactions of the Group and noted that the related party transactions were within the mandate from the shareholders.
b. Reviewed the circular to shareholders to seek a mandate for recurrent related party transactions at the 16th AGM in 2024.
c. Reviewed the internal audit report on the annual recurrent related party transactions review.
d. Reviewed justifications of the FGV Group's major recurrent related party transactions that were not supported by contemporaneous pricing.

### INVESTIGATIONS AND SPECIAL REVIEWS

a. Requested a special review and investigations regarding governance and non-compliance matters.
b. Considered the investigation reports and related information from forensic and internal investigations.
c. Deliberated on the findings and sought relevant clarification to ensure that the investigations were comprehensive.

# Corporate Governance Overview Statement

**PRINCIPLE B** **EFFECTIVE AUDIT AND RISK MANAGEMENT**

## STATEMENTS INCLUDED IN FGV'S ANNUAL INTEGRATED REPORT 2024

Reviewed the AC Report, Statement on Risk Management and Internal Control (SORMIC), CGOS, Management Discussion and Analysis, Chairman's Statement, and the GCEO's Message to be included in the AIR 2024 as well as the CG Report, and recommended these to the Board for approval. The SORMIC was reviewed, reflecting the reports of the external and internal auditors on the risks and control environment of the Group and related matters that were brought to the AC and the Board during the financial year.

## SIGNIFICANT MATTERS CONSIDERED BY THE COMMITTEE

The Chairman of the AC provided the Board with updates on critical issues discussed during AC meetings and the recommendations made therein. Additionally, the confirmed minutes from each AC meeting were distributed to the Board for review at the earliest possible opportunity. Significant matters reported by the AC to the Board included:

| SIGNIFICANT MATTERS | |
|---|---|
| **Financial Reporting** | Reviewed and recommended to the Board the quarterly financial results and year- end Financial Statements of FGV and the Group, with particular focus on changes in financial reporting standards. This includes assessing their impacts on the Financial Statements explaining reasons for fluctuations between periods, detailing the achievement of budgets and forecasts, and addressing matters requiring Management's judgement, especially concerning asset recoverability, accounting practices, unusual events, and significant adjustments. |
| **Internal Control** | • Provided direction for internal control improvements regarding matters reported by the GIA. Encouraged management to prioritise these improvements based on the observations noted in the GIA reports.<br>• Reviewed and recommended to the Board the revised Group's LOA, Group Finance Policies and Procedures, and External Auditor Policy and Procedures. |
| **Recurrent Related Party Transactions** | Considered whether the recurrent related party transactions were undertaken at commercial terms or arm's length, in the best interest of minority shareholders, in accordance with established procedures and within the mandate provided by the shareholders. |
| **Key Critical Guidance** | Guidance on matters concerning cybersecurity, big data analytics, and ESG reporting. |

## RELATIONSHIP WITH THE EXTERNAL AUDITOR

The Group adheres to a comprehensive External Auditor Policy and Procedures, that provides a clear framework for the association with the External Auditor. The Policy outlines various aspects related to this relationship, ensuring transparency and effectiveness in the audit process. Key elements covered by the Policy include:

- **Appointment and Re-appointment:** Clearly defined procedures for the selection and re-appointment of the External Auditor.
- **Effectiveness Assessment:** A structured approach to evaluate the External Auditor's effectiveness.
- **Independence Assessment:** Rigorous measures to ensure the External Auditor's independence.
- **Audit Partner Rotation:** Policies governing the rotation of audit partners to maintain objectivity and provide fresh perspectives.
- **Audit Delivery and Reporting:** Guidelines for the audit process, ensuring thoroughness in both delivery and reporting.
- **Engagement for Non-audit Services:** Procedures governing the engagement of the External Auditor for non-audit services.
- **Removal of the External Auditor:** Processes detailing the circumstances and procedures for the removal of the External Auditor.

*Further information on External Auditor Policy and Procedures, refer to Practice 9.3 in the CG Report on page 74 to 77.*

## FEES PAID AND PAYABLE TO THE EXTERNAL AUDITOR

The fees paid/payable to the External Auditor, PwC, in 2024 were as follows:

| FEES PAID/PAYABLE TO PwC IN 2024 | RM'000 |
|---|---|
| Audit Fees | |
| • PwC Malaysia | 4,467 |
| • Member firms of PwC International Limited (PwCIL) | 985 |
| Other assurance and non-audit services fees | |
| • PwC Malaysia | 1,471 |
| • Other non-audit fees paid to PwC Malaysia | 595 |
| **Total** | **7,518** |

## GROUP INTERNAL AUDIT

FGV has an in-house Group Internal Audit (GIA) function that operates according to the GIA Charter, established in alignment with the requirements of the International Professional Practices Framework (IPPF) and approved by the Audit Committee (AC). The GIA reports functionally to the AC and administratively to the GCEO. It adheres to the IPPF, as confirmed through an external Quality Assurance Review conducted every five years, with the most recent review completed in 2024.

The details of the Chief Internal Auditor, the person responsible for the internal audit, can be found on page 179 of the Report.

GIA is progressing towards aligning with the new Global Internal Audit Standards, which came into effect on 9 January 2025. This alignment aims to enhance GIA's capacity to strengthen the organization's ability to create, protect, and sustain value by providing the Board and Management with independent, risk-based, and objective assurance, advice, insight, and foresight.

As of 31 December 2024, there were 54 internal auditors covering the Group's activities. The qualifications, professional status, ongoing development, and training of the internal auditors, along with their independence and objectivity, are disclosed in Practice 11.1 and 11.2 of the CG Report 2024.

Continuous development and training initiatives are undertaken to enhance and align the internal auditors' competencies and knowledge with emerging risks and audit requirements. GIA's commitment to development and training was recognized by the Institute of Internal Auditors Malaysia, which conferred an award for 'Exemplary Engagement'.

The total cost incurred by GIA for 2024 was RM 8.7 million (FY2023: RM10.2million). This amount consists mainly of staff costs and benefits, travel expenses, and the operating costs of the GIA management system.

# Corporate Governance Overview Statement

**PRINCIPLE B** EFFECTIVE AUDIT AND RISK MANAGEMENT

## SUMMARY OF WORK DONE BY GROUP INTERNAL AUDIT IN 2024

### ASSURANCE

The assurance work involved a balanced approach to governance, risk, and control at both the corporate centre and business operational levels. The audit focus for 2024 includes the following areas:

- For the plantation upstream business division, the primary audit areas included crop recovery and security, fertiliser management, replanting management, and inventory management. Additionally, the GIA emphasised sustainability-related aspects, such as labour and environmental management.
- In the non-plantation upstream business division, the key audit scopes included sales and procurement, trading activities, inventory management, and production and maintenance management.
- For data analytics, test scripts were further developed to analyse data directly extracted from FGV's information technology (IT) systems. These projects served as an audit tool, improving audit coverage more efficiently.
- A review of recurrent related party transactions was conducted to advise the AC on the Group's compliance with the Related Party Transactions and Recurrent Related Party Transactions Policy.
- For IT Management and operations, audit coverage included IT general controls, application functionality and security assessment, ransomware review, and cybersecurity evaluations.
- A separate team at GIA was dedicated for a public listed subsidiary, MSM Holdings Berhad, to review the effectiveness of internal controls within the Group, covering key operations such as production and maintenance management, trading activities, and sales management.
- In addition to the assurance coverage, GIA actively monitors the implementation of management's action plans to ensure the timely resolution of audit findings and issues while effectively addressing identified risks and control gaps.

### INVESTIGATION & SPECIAL REVIEWS

The GIA conducted investigations and special reviews based on the requests and information from the Whistleblowing Committee, Management, the AC, and the Board. The outcomes were reported to the Whistleblowing Committee, Management, the AC and the Board respectively. The recommendations and resolutions arising from the work tabled were communicated to Management for necessary implementation action.

Group Internal Audit's investigations and special review work in 2024 identified improvements in the following areas:




### CONSULTING

The GIA played an active role in advising the Group on various matters. In 2024, consulting and advisory services were provided through the following platforms and activities:

a. Advisory in the remediation process of the WRO by the U.S CBP in 2024 as a permanent invitee of the WRO Task Force and SSC.
b. Providing feedback and suggestions on the revision of the Group Grievance Management Policy.
c. Facilitated the development of the Group Grievance Management Standard Operating Procedures.
d. Advisory on the progress of developing a Group Compliance Management Framework.
e. Facilitated several Group LoA and policy revisions.
f. Sharing knowledge about data analytics for the implementation of continuous monitoring.
g. AGM Question and Answer administrator team member.
h. GEWE Committee member.
i. Reporting Committee member.

### KEY FOCUS AREAS AND PRIORITIES FOR FY2025

In alignment with the strategic priorities of FGV, the key focus areas in 2025 are as follows:-

| | |
|---|---|
| Yield performance | Mechanisation management |
| Contract Management | Human Resource Operations |

### PERFORMANCE REVIEW

During the financial year, the Board evaluated the AC's performance and how well the AC met the requirements of its ToR, including the term of office and the performance of the AC and each of its members. This performance assessment was part of the annual BEE, which relates to the assessment of Board Committees.

The AC Report was prepared in accordance with the resolution of the Board of Directors approved on 25 March 2025.

# Board Governance & Risk Management Committee Report


1 **Rozainah Awang**
Chairman (INED)
Appointed 1 March 2025


2 **Dato' Shahrol Anuwar Sarman**
Member (NINED)
Appointed on 1 March 2025


3 **Azizan Zakaria**
Member (INED)
Appointed on 1 March 2025

4 **Datuk Dr. Yatimah Sarjiman**
Member (NINED)
Ceased on 16 January 2025

5 **Dato' Mohd Rafik Shah Mohamad**
Chairman (Senior INED)
Ceased on 20 June 2024

6 **Nik Fazila Nik Mohamed Shihabuddin**
Member (INED)
Ceased on 1 July 2024

The BGRMC, consisting solely of Non-Executive Directors, with the majority being INEDs and chaired by an INED, plays a pivotal role in supporting the Board's statutory and fiduciary duties. The committee is instrumental in promoting robust governance, effective risk management, and a sound corporate culture within the FGV Group.

After the cessation of Nik Fazila Nik Mohd Shihabuddin as Chairman on 1 July 2024 and Dato' Mohd Rafik Shah Mohamad as a member on 20 June 2024, the BGRMC was left with only one member. The Board decided that all matters under the purview of the BGRMC would then be brought to the Board for deliberation and decision. Since 1 March 2025, the BGRMC has had three new members.

The key responsibilities of the BGRMC encompass several crucial aspects:

- **Implementation Oversight:** Review and monitor the execution of the FGV Group Governance and Integrity Framework, including maintaining and reviewing of governance documents and policies.
- **Risk Management:** Evaluate, recommend, and report to the Board on the approval and/or modifications to the Group's risk management framework, policies, strategies, procedures, systems, capabilities, and parameters.
- **Review of Policies:** Review and recommend the Group's policies for the Board's approval in accordance with the Group LOA and the Governance of Policies and Procedures.
- **Business Risks Reporting:** Present to the Board updates on key business risks, strategies for managing these risks, the effectiveness of mitigation plans, and progress in managing these risks.
- **Regulatory Compliance:** Review and report on issues for inclusion in the Company's AIR, ensuring adherence to Bursa Securities mandates and related governance and risk management statements.
- **Quarterly Governance & Risk Reporting:** Regularly inform the Board, on a quarterly basis, about the status of governance initiatives and issues, Whistleblowing, group top key risks, emerging risks, reputational risk, cybersecurity risk, corruption risk, and their corresponding mitigations.
- **Board Governance & Risk Management Committee - Whistleblowing (BGRMCWB):** Responsible for managing and advancing complaints received through the secure and accessible whistleblowing channel. Review and provide guidance on any cases reported against Vice Presidents, Senior Vice Presidents, Executive Vice Presidents (including the GCEO), Sector Heads, and members of the Board, including Government Appointed Directors, and to deliberate on findings from investigation reports for all employee positions within FGV.

# Corporate Governance Overview Statement

## PRINCIPLE B — EFFECTIVE AUDIT AND RISK MANAGEMENT

For more information on the composition of the BGRMC in 2024, including members' designations, meeting frequency, and attendance details, please refer to page 193.

*Further information on the ToR is available on our website, www.fgvholdings.com. This Report should be read together with the CG Report 2024, also accessible on our website.*

### SUMMARY OF WORK

In 2024, the BGRMC reviewed and considered the following key matters in fulfilling its responsibilities:

**GOVERNANCE, ETHICS AND INTEGRITY**

- Revision to the Group Sustainability Policy.
- Revision of Group Procurement Policies.
- FGV Quarterly Governance Report.
- Whistleblowing and Detection Status Update.
- Assessment of the Group Governance Management Division for 2023.
- Sexual Harassment Policy for FGV Group.
- 2023 Performance Scores and Ratings.
- Corporate Governance Overview and Corporate Governance Report.
- Amendments to the Terms of Reference (TOR) of BGRMC.
- Group Chief Governance Officer's Key Performance Indicators and Leadership Competencies for 2024.
- FGV Integrity Assessment Tool (IAT) Survey Results.
- Revision of the current Anti-Corruption Plan FGVACP 2020 - 2023 into FGVACP 2024 – 2027.
- Clarification from the Malaysian Anti-Corruption Commission (MACC) regarding Naziran's Recommendation in Connection with GGMD Structure.

**RISK MANAGEMENT**

- FGV Group Quarterly Risk Report.
- Group Risk Management Division Activity Report 2023.
- Enhancements to the Business Continuity Management Policy.
- Assessment of the Group Risk Management Division for 2023.
- Statement on Risk Management and Internal Control (SORMIC) for the FGV Annual Integrated Report 2023.
- Group Chief Risk Officer's Proposed Key Performance Indicators FY2024.

### SIGNIFICANT MATTERS CONSIDERED BY THE COMMITTEE

The Chairman of the BGRMC updated the Board on critical issues discussed during BGRMC meetings and the recommendations made during those meetings. Additionally, confirmed minutes from each BGRMC meeting were distributed to the Board for review at the earliest opportunity. Significant matters reported by the BGRMC to the Board included:

| SIGNIFICANT MATTERS | |
|---|---|
| **Risk Survey on the Ongoing Conflict in the Middle East** | The breakout of a renewed armed conflict in early October 2023 between Hamas and Israel escalated into a complex geopolitical scenario that prolonged into early 2024 with no definitive and immediate cease-fire insight. The Group, via GRMD, has conducted a risk survey on the subject matter to establish the vulnerability and impact of the conflict on FGV's key businesses and presented to the Committee. |
| **Risk Management Committee Meeting** | Key risks were discussed at the Risk Management Committee meeting. |
| **Group Policies** | Board's approval on:-<br>**New**<br>• Sexual Harassment Policy<br>**Revised:**<br>• Group Sustainability Policy<br>• Group Procurement Policies<br>• Business Continuity Management Policy<br>• BGRMC Terms of Reference (TOR)<br>• FGV Anti-Corruption Plan (FGVACP) 2024-2027 |
| **Development of Divisional Risk Appetite Statement (RAS) Phase 2** | An initiative to cascade the established Group RAS to the divisional level, which covers FGV's eight business divisions. The divisional RAS of each respective division are recommended for enhancements. |
| **FGV Group Quarterly Risk Report** | • Paramount risks related to the Group's business and operations involve key risks and corresponding mitigation strategies. This includes risks requiring closer examination and offers a detailed overview of the current risk profile and future outlook.<br>• Reviewed the new project risk assessment, and the tender risk assessment for investment proposals and tender participations. |
| **Cybersecurity Desktop Drill** | • Cyber drill training exercises to ensure that senior management, critical IT operations, and staff, can effectively adapt using the IT Business Continuity Process during crisis situations involving cyber threats.<br>• Reviewed and acknowledged KPMG's observations regarding the outcomes of the simulation exercise and the overall evaluation of FGV's Crisis Management Maturity level. |
| **Whistleblowing** | Reviewed and analysed the number of whistleblowing cases, their respective categories, lessons learned, and recommendations from investigation findings. |
| **BGRMC (Whistleblowing Committee)** | Assessed complaints against high-ranking officials, including Vice Presidents, Sector Heads, Board Members, and Government Appointed Directors, ensuring comprehensive and timely investigations. Additionally, reviewed findings from investigation reports for all FGV employee positions and oversaw the execution of appropriate actions in compliance with the Whistleblower Protection Act 2010 (Act 711). |

### PERFORMANCE REVIEW

During the financial year, the Board evaluated BGRMC's performance and the extent to which BGRMC met the requirements of its ToR, including the term of office and the performance of BGRMC and each of its members. This performance assessment was part of the annual BEA, which pertains to the assessment of Board Committees.

The BGRMC Report was prepared in accordance with the Board's resolution dated 25 March 2025.

# Corporate Governance Overview Statement

PRINCIPLE C

## INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

## COMMUNICATING WITH OUR STAKEHOLDERS

### ENGAGING OUR STAKEHOLDERS

Ongoing engagement and clear communication with stakeholders are essential for fostering strong relationships and ensuring the sustainable growth of our business. The Board remain dedicated to maintaining accountability by encouraging open dialogue with key stakeholder groups and the general public. Stakeholders perspectives are carefully considered in decision-making to ensure alignment with business priorities. Furthermore, the Board ensures that all public disclosures are well-coordinated and transparently communicated to stakeholders.

As part of commitment to transparency, the Board also provides a fair, objective, and meaningful assessment of the Group's financial position and prospects through Quarterly Financial Results, Audited Financial Statements, and Annual Integrated Reports, ensuring that stakeholders and regulatory authorities remain well-informed.

*Further information can be found in Stakeholder Engagement and Value Creation on pages 36 to 48.*

### INVESTOR RELATIONS

In line with FGV's Shareholders Communication Policy, the Investor Relations Department ensures that shareholders receive timely, accurate, complete and clear information through broad dissemination. This commitment is upheld through strict adherence to established frameworks and guidelines governing the release of material and sensitive information, in full compliance with disclosure requirements.

*Further information can be found in Investor Relations on pages 76 to 79.*

### CORPORATE COMMUNICATION

The Group adopts a comprehensive, multi-channel communication strategy to enhance its corporate reputation, foster stakeholder engagement, and uphold transparency. This approach leverages traditional, digital, and social media platforms, including LinkedIn, Facebook, and Instagram, to disseminate timely updates on corporate developments, achievements, and key milestones. Additionally, the Group's corporate website serves as a central platform for sharing detailed news and updates.

The Group maintains proactive and transparent relationships with media partners to further strengthen stakeholder engagement. This includes providing timely and accurate responses to media enquiries, issuing press releases, and facilitating interviews, articles, and media engagements. The Group also utilises newsletters and targeted email communications to ensure stakeholders are informed about strategic initiatives, upcoming events, and other critical updates.

### GENERAL MEETINGS

General meetings serve as crucial platform for direct engagement between the Company, represented by the Board and Senior Management, and shareholders, fostering meaningful and constructive dialogue. The Chairman of the Board, Committee Chairmen, Committee members, the Group Chief Executive Officer (GCEO), and key leadership members actively participate in the AGM, ensuring transparent and effective communication with shareholders.

The Board Charter clearly defines the Board's commitment to ensuring the smooth and effective conduct of general meetings, recognising them as vital mechanisms for shareholder communication. This includes providing shareholders with comprehensive and timely information while encouraging active participation. To enhance accessibility, FGV has adopted technology that allows shareholders to participate remotely and cast their votes electronically. The 16th AGM was broadcast live via the LUMI AGM platform at https://web.lumiagm.com, utilising patented technology that has been independently verified for its accuracy and security.

A detailed account of the fully virtual 16th AGM held on 20 June 2024, including the GCEO's presentation, FGV's responses to the Minority Shareholders Watch Group's (MSWG) queries, and a comprehensive list of shareholder questions with corresponding responses, is available on the corporate website at www.fgvholdings.com. The minutes' finalisation procedures can be found in Practice 13 of the CG Report 2024.

*Further information about the proceedings of the 16th AGM can be found in the CG Report 2024, available on our website at www.fgvholdings.com.*

### FINANCIAL REPORTING AND DISCLOSURE

The FGV Board is committed to providing an equitable and unbiased assessment of the Group's financial position and outlook across various financial reports, including Quarterly Financial Results, Audited Financial Statements (AFS), the Annual Integrated Report (AIR), and other publications. The prompt and accurate dissemination of information is of utmost importance in our announcements, and our financial statements strictly adhere to the guidelines outlined in MFRS, IFRS, Bursa Securities Listing Requirements, Companies Act 2016, and relevant laws and regulations in the jurisdictions where FGV operates.

To ensure precision and fairness in our financial reports, the Audit Committee conducts a thorough review of the AFS and quarterly reports, collaborating closely with FGV's external auditors. We recognise our responsibility to provide shareholders, investors, and regulatory authorities with a comprehensive and transparent understanding of our financial performance.

*Further information on the Statement on Directors' Responsibility in regarding the preparation of FGV's AFS can be found on page 1 of the AFS Report.*

### ANNUAL INTEGRATED REPORT

This marks the 10th edition of FGV's Annual Integrated Report and the 13th Annual Report since our listing on Bursa Securities on 28 June 2012, reflecting our continued commitment to transparency and accountability. The Annual Integrated Report provides a comprehensive view of the Group's operations and financial performance in 2024, offering insights into how we navigate challenges, seize opportunities, and create long-term value for stakeholders. It underscores our commitment to responsible business practices, operational excellence, and sustainable growth.

### STATEMENT BY THE BOARD

The Board has deliberated, reviewed, and approved this Statement and, except as disclosed, is satisfied that the Group has considered all obligations under the relevant paragraphs of the Bursa Securities Listing Requirements, Companies Act 2016, MCCG 2021, Bursa Securities' Corporate Governance Guide, and other applicable laws and regulations throughout the financial year ended 31 December 2024.

The Board confirms that for the year ended 31 December 2024, the principles of good corporate governance set for the MCCG 2021 have been consistently applied. Our explanation for the departures from Practice 5.2 and Practice 8.2 is provided below:

| PRACTICE | SUMMARY EXPLANATIONS |
|---|---|
| Practice 5.2 | In 2024, the Board had appointed two (2) INEDs to fill up the casual vacancy. As at 31 December 2024, the Board comprised of three (3) INEDs and four (4) NINEDs. All three (3) INEDs satisfied the independence test under the Listing Requirements.<br><br>The composition of the Board fairly reflects the interest of the significant shareholders, without compromising the interest of the minority shareholders. The Board composition is also in compliance with paragraph 15.02 of the Listing Requirements. FGV remains committed to the best interests of the Company by taking into account diverse perspectives and insights in its decision making process.<br><br>Notwithstanding the departure from Practice 5.2, majority of the members of AC, NRC and BGRMC are INEDs. On 2 January 2025, the Board had appointed Rozainah Awang as INED and with this appointment, there are currently four (4) INEDs on the Board. The Board is continuously looking for the right candidate to be appointed as an additional INED. |
| Practice 8.2 | FGV opts not to disclose the details of top five (5) Senior Management's remuneration components in detail (including their salary, bonus, benefits in-kind and other emoluments) on a named basis as per the prescribed table under Practice 8.2 to the public at large as it may be detrimental to FGV's business interests, given the competitive human resource environment for personnel with the requisite knowledge, expertise and experience in FGV's business activities where poaching has become common.<br><br>However, the names of the top five (5) Senior Management and the details of the GCEO's remuneration are disclosed in the CG Report. |

The Board is fully committed to complying with the requirements of the MCCG 2021 and will continue to pursue measures to address the departures cited above. Our key focus for the future will remain on fostering a culture of integrity and responsibility within our diverse workforce, cultivating a responsible organisation, and regularly reviewing and refining the Group's corporate governance practices to maintain a sensible and solid framework for effective governance in the interest of the shareholders and stakeholders.

This Statement was made in accordance with the resolution of the Board of Directors approved on 25 March 2025.

# Statement on Risk Management and Internal Control

The Board is pleased to present the Statement on Risk Management and Internal Control. The formulation of this statement aligns with relevant guidelines and listing requirements.

## MANAGING RISK EFFECTIVELY

### INTRODUCTION

The Board of Directors of FGV (the Board) remains fully committed to safeguarding shareholder value, protecting the Group's assets, and achieving its strategic objectives through a comprehensive and effective system of risk management and internal control. In compliance with the Main Market Listing Requirements (MMLR) of Bursa Malaysia Securities Berhad (Bursa Securities), this Statement on Risk Management and Internal Control (SORMIC) outlines FGV's approach to identifying, assessing, and mitigating risks, while maintaining robust internal control measures to ensure regulatory compliance, business resilience, and long-term sustainability.

This statement is made in line with the Malaysian Code on Corporate Governance 2021 and Practice 9.1 of the MMLR, wherein the Board affirms that it has implemented sound risk management and internal control systems for the financial year ended 31 December 2024.

## RISK MANAGEMENT FRAMEWORK

FGV's Risk Management Framework, aligned with ISO 31000:2018, is structured to integrate risk identification, assessment, and mitigation into business decision-making. This approach enhances resilience, promotes clarity, and ensures proactive risk management in support of FGV's strategic objectives. It focuses on:

1. **Understanding the Risk Landscape**
   Conducting thorough assessments to identify specific risks and potential exposures.
2. **Decision-Making on Risk Mitigation**
   Determining the most suitable approach to address identified risks and minimise potential exposures.
3. **Implementation of Risk Management Methods**
   Applying targeted measures to manage identified risks effectively.
4. **Monitoring and Assurance**
   Continuously evaluating the effectiveness of risk management strategies and implementing corrective actions when necessary.
5. **Periodic Reporting**
   Providing regular updates to Management and the Board on significant risks, mitigation efforts, and assurance measures to ensure transparency and accountability.

**PROCESS**

**MONITORING AND REVIEW**

The monitoring and review process tracks the current status of the risk profile, identifies changes in the risk context and indicators, and ensures that the controls are adequate in both design and operation.

**RISK REPORTING**

Communicate and consult with internal and external stakeholders, as appropriate, throughout the risk management process.

| PHASE 1 | PHASE 2 | PHASE 3 | PHASE 4 | PHASE 5 |
|---|---|---|---|---|
| **ESTABLISH CONTEXT** Establishes the strategic, organisational and risk management process context by considering the environment within which the risks are present. | **RISK IDENTIFICATION** Identifies uncertainty arising from risk events that may impact the achievement of objectives, which form the basis for further analysis. | **RISK ANALYSIS** Assesses risks in terms of impact and probability, and plot them on the FGV risk matrix to derive a prioritised list of risks for further action. | **RISK EVALUATION** Establishes an understanding of the risks by considering the relationships between the causes, risks and effects and thus enable the evaluation of key risk mitigations. | **RISK TREATMENT** Identifies controls and responses to manage inherent risks to an acceptable residual risk level. |

**RISK ASSESSMENT**

## KEY ELEMENTS OF EMBEDDING RISK INTO OPERATION

*Risk Ownership and Accountability*

1. Heads of Divisions and Chief Executive Officers across the Group are responsible for implementing risk management and business continuity management within their respective areas. They are supported by appointed Risk Champions, who also serve as focal points with Group Risk Management Division (GRMD).

*Risk Appetite and Tolerance*

2. FGV's Risk Appetite Statement (RAS) defines acceptable risk levels, balancing risk and reward to support sustainable growth. Divisional RASs have been introduced to align operational risks with the Group RAS, enabling tailored risk management based on the unique needs of each division.

*Operational Risk Assessment*

3. End-to-end operational risk assessment including risk analysis along with respective key risk indicators as well as recording and reporting via the Enterprise Risk Management System (ERMS). Risk registers are reviewed and updated on a quarterly basis, with key risks escalated to Management and the Board.

*Project Risk Assessment*

4. Active risk assessments are incorporated in investment proposals, project evaluations and tender submissions to ensure associated risks are proactively identified and managed. Proposal and tender owners are required to include a risk assessment section of which the preparation is facilitated or reviewed by GRMD for endorsement by the steering committee and the Board.

*Business Continuity and Crisis Management*

5. Business Continuity Management (BCM) programme includes the execution and management of disruptive incidents and crises occurrences, supported by the Crisis Management Committee (CMC). The launch of the digital BCM System enhances resilience through streamlined recovery plans, document management, and communication protocols.

*Risk Culture*

6. A risk-aware culture is fostered through continuous engagement, awareness, and training sessions, organised and facilitated by GRMD across the Group. To enhance competencies, the Group has developed a Competency Framework for Risk, BCM, and Governance Champions, supporting capability development. Various risk and BCM activities, including awareness programmes, training sessions, periodic reviews of the risk register and business continuity plan, and incident management, strengthen FGV's ability to manage risks effectively. These efforts align with FGV's Risk Management policy and best practices, ensuring a proactive and structured approach across the organisation.

### RESPONSIBILITIES AND ACCOUNTABILITIES

The Board assumes overall responsibility for FGV's risk management and internal control systems and is supported by the Board Governance & Risk Management Committees (BGRMC), which provides oversight on risk-related matters. GRMD, headed by the Officer in Charge (OIC), plays a pivotal role in developing, executing, and monitoring risk management strategies in collaboration with key stakeholders, including business units, subsidiaries, and functional divisions.

The Risk Management Committee (RMC) oversees the assessment and deliberation of the Group's key and emerging risks. Subsequently, these are elevated to the BGRMC for acknowledgment and independent review. The outcomes of this rigorous process undergo further review by the Board, which relies on the risk management oversight matrix to ensure robust risk management. The Group also draws on insights from Group Internal Audit to enhance risk management processes and identify internal control gaps in key risk mitigation.

The diagram below shows FGV's risk management oversight matrix.

**BOARD AND BOARD COMMITTEES**

**Group Management Committee, Risk Management Committee and Senior Management**

| MANAGE | OVERSEE | ASSURANCE | EXTERNAL ASSURANCE |
|---|---|---|---|
| First line of defense – Owns and manages risks | Second line of defense – Oversees risks, control and compliance | Third line of defense – Provides independent assurance | Fourth line of defense - Setting requirements and/or performing independent assurance |
| Business Units | Group Risk Management Division | Group Internal Audit | External Auditors |
| Policies and Standard Operating Procedures | Other Corporate Centres | | Regulators |
| | | | Other External Bodies |

# Statement on Risk Management and Internal Control

## KEY INITIATIVES 2024

The key initiatives drive the implementation of framework and process methodology enhancements, fostering resilience and preparedness against key risk threats.

| KEY INITIATIVES | OUTCOME |
|---|---|
| **Development of FGV Group Divisional Risk Appetite Statement**<br>Advanced to Phase Two of the RAS project, cascading the enhanced Group RAS into operational guidelines for its business divisions. Workshops held between February and April 2024 facilitated alignment across all levels, and the completed Divisional RAS was endorsed by the RMC in October 2024. | This initiative aligns divisional risk-taking with FGV's strategic objectives while maintaining strong governance. Tailored to diverse business needs, the Divisional RAS supports informed decision-making, ensuring risks are managed effectively to drive business growth in a responsible manner. |
| **Competency Framework for Risk, BCM, and Governance Champions**<br>Introduced a competency framework for Risk, BCM, and Governance Champions in collaboration with GRMD, the Group Governance Management and Group Human Capital. Rolled out in Q2 2024, it included framework development which included self-assessments and panel evaluations, and skill gaps analysis for intervention programmes, was subsequently approved by the RMC. | The framework identifies competency gaps and delivers structured development initiatives to enhance the skills and expertise of champions. This approach strengthens risk management, business continuity, and governance, ensuring these functions remain effective and aligned with evolving business needs. |
| **BCM System**<br>Formalised the BCM System to enhance resilience against potential disruptions, minimising impact on operations, supply chains, and costs. The system automates key BCM processes, including Risk Assessment (RA), Business Impact Analysis (BIA) to identify Critical Business Functions (CBF), BCP Recovery Strategy development, BCM incident management, Crisis Communication, and reporting. | The system strengthens resilience by centralising key information, streamlining crisis communication, and supporting decision-making. It prioritises recovery actions, ensures continuous monitoring, and captures lessons learned, minimising downtime, protecting reputation, and maintaining customer trust. |
| **Business Continuity Exercise**<br>Conducted a desktop cyber drill in collaboration with KPMG in January 2024. The exercise tested Senior Management and critical IT staff on applying the IT Business Continuity Process during cyber crisis scenarios. | KPMG evaluated FGV's crisis management maturity using its Crisis Management Maturity Scales, placing it between the "Formative" and "Established" stages. While progress has been made, there are opportunities to further strengthen response strategies for greater resilience and preparedness. |

## KEY RISKS AND UNCERTAINTIES

FGV operates in a dynamic environment, navigating macroeconomic and industry-specific risks that may impact performance, assets, liquidity, capital, and reputation. To manage these risks, the Group conducts systematic reviews aligned with its strategic goals.

A forward-looking approach is adopted to identify emerging risks through horizon scanning, internal surveys, and market analysis. These risks are assessed by RMC, BGRMC, and the Board, with continuous monitoring and integration into risk management processes to mitigate potential threats and capture opportunities.

### TR TRADING RISK

#### Commodity Prices and Foreign Exchange

**How it Affects FGV**

Crude palm oil (CPO), raw sugar, fertiliser and energy prices as well as foreign exchange volatility are driven by factors such as global supply and demand fluctuations, weather conditions, supply chain disruptions and government policies. As these commodities continue to represent FGV's key feedstock and earning drivers, significant shifts in the global market trends and prices may create uncertainty in FGV's ability to maintain cost competitiveness, revenue stability, and healthy profitability.

**Mitigating Actions**

- **Continuous Assessments:** Manage sales to both committed and uncommitted commodity buyers.
- **Employ Derivative Instruments:** Use derivative instruments to minimise price volatility and protect financial performance.
- **Trading Policy Compliance:** Adhere to FGV's Commodity Trading Policy to ensure responsible trading practices.
- **Market Intelligence:** Continuously monitor industry reports, market analyses, and expert insights to stay informed on global economic and commodity market trends.

#### Geopolitical Tensions and Trade Restrictions

**How it Affects FGV**

Geopolitical conflicts, conduct of economic pacts, and global trade restrictions or relaxation such as maritime shipping route disruptions, import/export tariff and quota revisions, and regulatory changes including more stringent product standards, pose uncertainty and complexity to FGV's market access and supply chain. The effects may be either adverse or beneficial to FGV, potentially creating new or more opportunities depending on source countries and destination markets.

**Mitigating Actions**

- **Withhold Release Order:** Actively engaging with the United States Customs and Border Protection (CBP) to modify the Withhold Release Order (WRO).
- **European Union Regulations:** Ongoing ministerial-level discussions with European counterparts on the European Union Deforestation Regulation (EUDR) directives.
- **New Markets:** Actively explore export opportunities in the Middle East, North Africa (MENA) and African countries.
- **Labour Supply:** Maintaining relationships with key labour-sourcing countries to ensure a steady workforce.
- **Supply Chain:** Optimises bulk shipments, sources from alternative suppliers, position raw materials strategically, participate in pre-tender purchases, and closely monitor global prices.

# Statement on Risk Management and Internal Control

## OR OPERATIONAL RISK

### Yield & Plant Efficiency

**How it Affects FGV**

The operational efficiency of mills and refineries utilisation rate and their processing cost are influenced by various factors such as feedstock availability and pricing, equipment reliability, employee competency and energy supply and consumption. Plantations yields and fresh fruit bunch (FFB) production costs are driven by factors including labour availability, tree maturity profile, fertilisation rates, pests, crop diseases and weather patterns, affecting FFB production and recovery across FGV's plantations at different rates.

**Mitigating Actions**

- **Market Expansion:** Explore new market segments and consumers.
- **Product Diversification:** Expanded product lines through research & development to enter niche markets.
- **Preventive Maintenance:** Ensure reliability of equipment by completing preventive maintenance exercises as scheduled.
- **Enhance Mechanisation:** Promote the use of mechanisation in suitable estate areas to reduce reliance on manual labour.
- **Optimise Fertilisation:** Ensure timely and thorough implementation of all fertilisation programmes as scheduled.
- **Uphold Agricultural Best Practices:** Enforce adherence to good agricultural practices consistently.
- **Ensure Accessibility:** Sustain year-round accessibility to estates by ensuring roads & bridges are well-maintained.
- **Employee Competency:** Foster continuous development by promoting regular training, mentorship from experienced workers, and conducting regular performance assessments to enhance employee skills and competencies.

### Labour Shortage

**How it Affects FGV**

FGV's estate operations rely on migrant labour supply, and FGV's steadfast commitment to strict ethical recruitment standards and consequently lengthy hiring process poses a challenge in ensuring consistent labour adequacy and competency, impacting estate operations and productivity.

**Mitigating Actions**

- **Mechanisation & Efficiency:** Increase mechanisation and structured crop recovery to enhance harvesting efficiency and reduce labour reliance.
- **Work Environment:** Improve working and living conditions through Corporate Social Responsibility (CSR) programmes, centralise the initiation center and upgrade workers' quarters.
- **Workforce Welfare:** Implement salary incentives, regularise undocumented migrant workers, and subsidise passport renewals.
- **Ethical Recruitment:** Strengthen the due diligence process for appointing compliant recruitment agents in source countries.
- **Authority Engagement:** Build strong relationships with local and foreign authorities.

## IT INFORMATION TECHNOLOGY RISK

### Cybersecurity Threats

**How it Affects FGV**

Digital infrastructure is vital for connectivity and widespread device utilisation within FGV, offering significant benefits. Cyber threats like malware attacks, security vulnerabilities, unsecured Wi-Fi networks, weak passwords, and poor user practices pose significant risks to system operability and security.

**Mitigating Actions**

- **Continuous Monitoring:** Implement 24/7 Managed Security Services (MSS) for threat detection and response.
- **Risk and Vulnerability Assessment:** Conduct regular digital risk reviews to identify and mitigate vulnerabilities.
- **Penetration Testing:** Perform testing systems, networks, and applications to address security weaknesses.
- **Business Continuity:** Conduct Cyber Drill exercises to ensure critical information technology systems remain operational during disruptions.
- **User Awareness:** Conduct security training sessions and awareness to enhance cybersecurity safe and good practice.



## SR SUSTAINABILITY RISK

### Climate Change and Sustainability Compliance

**How it Affects FGV**

Climate Change: Unfavourable weather conditions significantly impact crop ripening, harvesting capability, and FFB yield. Prolonged droughts can harm oil palm inflorescence, leading to bunch failure, while floods can hinder estate access and cause FFB loss, resulting in low crop recovery.

Sustainability Compliance: Stricter sustainability regulations, such as MSPO 2.0 and the EUDR, require traceability and compliance. Growing demand for certified Roundtable Sustainable Palm Oil (RSPO) pressures FGV to adopt responsible practices. Environmental risks such as land degradation and excessive water use may lead to fines or certification loss. Social issues, including labour rights and land disputes, can impact reputation and market access.

- **Agricultural Practices:** Uses moisture conservation and mulching to protect immature palms.
- **Flood Management:** Builds bunds, improves drainage, and adjusts harvesting in flood-prone estates.
- **Climate Action Plan:** Focuses on six key areas including Climate Governance, Waste Management, Operational Efficiency, Carbon Management, Water Management, and Climate Awareness.
- **Emission Reduction:** Establish short-term and long-term targets to enhance sustainability efforts.
- **Labour Rights Compliance:** Engaged LRQA for independent assessments and developed a remediation plan addressing 12 key areas.
- **Worker Welfare:** Strengthened recruitment policies and procedures and enhanced workers' housing and facilities.
- **Renewable Energy:** Implement rooftop solar projects to reduce costs and carbon footprint Forced Labour Audits: Incorporated into routine compliance checks.
- **Energy:** Actively expand solar, biomass, and biogas projects from Palm Oil Mill Effluent (POME) to meet energy needs while support sustainability goals at industry and national levels.

## LR LEGAL & REGULATORY

### Licensing and Certifications

**How it Affects FGV**

Continuous changes and new developments in regulations over licensing conditions and certification requirements affect all players in the palm oil industry. The implementation of new regulations may require clarification and create uncertainty in FGV's ability to comply without disrupting operational efficiency and in cost efficient manner.

**Mitigating Actions**

- **Stakeholder Engagement:** Continuous engagement with all relevant stakeholders to thoroughly understand the regulatory changes, evaluate the potential negative impact, and ensure timely adjustments to maintain compliance and operational efficiency.
- **Industry Collaboration:** Collaborate closely with other industry players to maintain regular and proactive engagement with local regulatory bodies and authorities, anticipating policy changes, providing valuable industry feedback, and staying informed of any changes.
- **Certification Bodies:** Select and appoint competent accredited certification bodies, work closely with them and work on recommendations on gaps closure.

### Compliance with Listing Requirements

**How it Affects FGV**

As a public listed company, FGV is expected to continuously comply to the Bursa Securities' MMLR including public shareholding spread (PSS) to ensure adherence to corporate governance and disclosures. The group strive to adhere to all the requirements.

**Mitigating Actions**

- **Internal Governance Risk Assessment:** Strengthen policies, establish and update risk assessment of non-compliance with Bursa Securities's requirements including tracking and monitoring of breaches and implementation of corresponding mitigations.
- **Transparency and Stakeholder Communication:** Maintain transparency with shareholders, investors, and stakeholders through timely disclosures, issuing announcements on corrective actions, and reinforcing FGV's commitment to governance and regulatory compliance. Additionally, uphold the Company's reputation with internal and external stakeholders by effectively utilising various internal channels and media engagements to communicate key updates and initiatives.
- **Proactive Engagement and Remediation Plan:** Continue engagement with FELDA and relevant stakeholders to implement the actions required to rectify the PSS breach within the time frame as set out by Bursa Securities.

# Statement on Risk Management and Internal Control

## INTERNAL CONTROL FRAMEWORK

Our comprehensive internal control framework offers reasonable assurance in achieving our strategic goals. This framework is applicable to the Group and all its subsidiaries. It also extends to joint ventures and associated companies, ensuring active involvement through Board representation or appointed nominees to protect our interests and investments. The key components of our internal control framework include:

**Policies & Procedures** | **Ethics & Integrity** | **Competency** | **Information & Monitoring** | **Authority & Responsibility**

### POLICIES & PROCEDURES

Well-documented policies and procedures are essential to the Group's internal control systems, safeguarding shareholders' investments and protecting the Group's assets from significant losses. Beyond mitigating risks, these policies and procedures ensure the provision of complete and accurate information. This documentation includes policy documents, Standard Operating Procedures (SOPs), circulars, manuals, and handbooks. To meet evolving business and operational needs, these materials are continuously revised and updated, highlighting the Group's commitment to maintaining the highest standards of governance and operational excellence.

### ETHICS & INTEGRITY

| | |
|---|---|
| **Directors' Code of Business Practice, and Directors' Code of Ethics and Conduct** | The Board demonstrates its commitment to ethical governance by adhering to the Directors' Code of Ethics and Conduct (CoEC) and the Directors' Code of Business Practice (CoBP). Each director reinforces this commitment through signed declarations, affirming their dedication to integrity. This commitment fosters a culture of ethical excellence, positioning these codes as essential guiding principles that actively promote trust and integrity within the organisation. |
| **Code of Business Conduct and Ethics for Employees** | Employees, counterparties, and business partners are likewise anticipated to uphold comparable ethical standards of conduct. This expectation is vital for addressing potential conflicts of interest and preventing abuses of power, corruption, insider trading, and money laundering. |
| **Whistleblowing Policy** | The Board establishes, reviews, and together with Management, implements appropriate policies and procedures on whistleblowing at the Group level. Whistleblowing channels are in place to enable all stakeholders to voice concerns about any observed or experienced wrongdoing within the Group, without fear of retaliation. |
| **Anti-Bribery Management System** | Demonstrating a firm commitment to a zero-tolerance policy against bribery and corruption, the Group has implemented an ISO-certified Anti-Bribery Management System (ABMS). This system upholds rigorous standards of ethical business conduct and integrity, ensuring compliance with Section 17A of the Malaysian Anti-Corruption Commission Act (MACC Act) to protect against bribery and corruption risks. |
| **Group Grievance Management Policy** | The Group is dedicated to sustainable business practices in our management and operations. Key elements of the Environmental, Social, and Governance (ESG) agenda are integrated into the Group's grievance procedures, offering an effective mechanism for rights holders to raise grievances and access remedies. |

*Further information on CoEC, CoBP and CoBCE can be found under Corporate Governance Overview Statement on page 211.*

*Further information on the above policies is available on FGV's corporate website at www.fgvholdings.com.*

### COMPETENCY

The essence of the Group's corporate culture is firmly rooted in its core values of Partnership, Respect, Integrity, Dynamism, and Enthusiasm (PRIDE). These values play a pivotal role in shaping an ethical and high-performance culture, aligning with the Group's overarching vision and supporting its business objectives and goals. Ensuring that every employee is well-versed in these values is instrumental in instilling the appropriate conduct and cultural ethos throughout the organisation. The PRIDE elements are integrated into the annual performance assessment of employees, signifying the Group's commitment to its core values.

The Group prioritises the identification and cultivation of high-potential candidates as a fundamental component of succession planning, aligning with the overarching goal of supporting the Group's growth strategies. Recognising the imperative nature of this exercise, the organisation is committed to constructing a robust succession pipeline and fostering a healthy talent bench strength. This commitment is manifested through investments in competency development programmes that are specifically designed to cultivate the requisite skills essential for effective business operations. This strategic approach underscores FGV's dedication to nurturing talent and ensuring a resilient foundation for sustained growth.

### INFORMATION & MONITORING

Management reports are deliberated monthly at Group Management Committee (GMC) level to review the financial, non-financial, and operational performance of the Group's various businesses, as well as review papers for submission to the Board. The financial and operational performance is reviewed quarterly by the Board to monitor FGV's business progress against the established strategies, budgets and targets set annually. Through these platforms, actions and initiatives are implemented to close any gaps in the achievement of strategies and budgets.

### AUTHORITY & RESPONSIBILITY

FGV has established clear lines of responsibility and delegation of authority to facilitate rapid responses to changing business dynamics, ensuring effective supervision and coordination of daily operations. This includes a defined organisational structure and Group Limit of Authority (GLOA), approved by the Board, outlining limits and approval authorities for both Board and Management across key processes. Empowering various levels of management, the GLOA facilitates informed decision-making and business transaction execution within predetermined risk tolerances set by the Board to foster operational efficiency.

## ADEQUACY AND EFFECTIVENESS

During the year under review, the Board's evaluation of the sufficiency and efficiency of the risk management and internal control framework relied on quarterly reports and detailed Board papers from the BGRMC and the Audit Committee (AC) as well as other board subcommittees. The Board has also entrusted the Group Internal Audit function to independently evaluate the adequacy and effectiveness of governance, risk management, and controls implemented by Management. Recommendations stemming from these internal audits are continuously adopted by Management to enhance the risk management process and internal controls.

## MATERIAL JOINT VENTURES AND ASSOCIATES

The disclosures within this Statement do not encompass the risk management and internal control practices of the Group's significant joint ventures and associates. To safeguard the Group's interests in these entities, representatives are appointed to the respective Boards of Directors, or nominated representatives serve in this capacity. Furthermore, when deemed necessary, the Board ensures the acquisition and review of key financial and pertinent information concerning the performance of these entities.

## RISK MANAGEMENT APPROACH FOR FGV'S LISTED SUBSIDIARY

MSM Malaysia Holdings Berhad (MSM), being a publicly listed subsidiary of FGV, carries out its risk management and internal control duties through its Investment and Tender Committee, and Audit, Governance and Risk Committee. The outcomes of these processes are then presented for consideration by MSM's Board. Risks identified with a substantial impact on the FGV Group are reported to FGV's BGRMC. If these risks directly affect the financial performance of the Group, they are relayed directly to FGV's AC and subsequently to FGV's Board for further assessment and decision-making.

## REVIEW OF THIS STATEMENT BY THE EXTERNAL AUDITORS

Under the provisions of Paragraph 15.23 of the Bursa Securities' MMLR, the external auditors have conducted a review of the Statement on Risk Management and Internal Control. Their examination, conducted with limited assurance, adhered to the guidelines outlined in Audit and Assurance Practice Guide No. 3 (AAPG3) as issued by the Malaysian Institute of Accountants (MIA). AAPG3 does not mandate the external auditors to provide an opinion on the sufficiency and effectiveness of the Group's risk management and internal control systems.

## THE BOARD'S CONCLUSION

Based on the processes and measures undertaken by the Board and its Committees during the financial year and assurances provided by the Group Chief Executive Officer and Group Chief Financial Officer, the Board is of the view that the Group's risk management and internal control framework as described in this Statement operates adequately and effectively across all material aspects to safeguard the shareholders' investment and FGV Group's assets.

This Statement was made in accordance with a resolution of the Board approved on 25 March 2025.

# Additional Disclosures

## UTILISATION OF PROCEEDS

There were no proceeds raised from corporate proposals during the financial year ended 31 December 2024.

## NON-AUDIT FEES

The amount of non-audit fees rendered to the Group by its external auditors, PricewaterhouseCoopers PLT (PwC), for the financial year ended 31 December 2024 amounted to RM595,000 and was within the allowable threshold.

## MATERIAL CONTRACT

No material contracts were recorded during the financial year ended 31 December 2024.

## LONG-TERM INCENTIVE PLAN (LTIP)

There was no LTIP offered in 2024, following its discontinuation in January 2021.

## SHARE ISSUANCE SCHEME

There was no Share Issuance Scheme declared or implemented in 2024.

## RECURRENT RELATED PARTY TRANSACTION OF REVENUE OR TRADING NATURE

At the 16th AGM held on 20 June 2024, the Company had obtained a general mandate from its shareholders' for the existing recurrent related party transactions of a revenue or trading nature, to be entered into by FGV and its Group of Companies (FGV Group) as set out in the Circular to shareholders dated 15 May 2024 (RRPT Mandate). The RRPT Mandate is valid until the conclusion of the forthcoming 17th AGM of the Company.

Pursuant to paragraph 10.09(2)(b) and paragraph 3.1.5 of Practice Note 12 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the details of the recurrent related party transactions of a revenue or trading nature entered into during the financial year ended 31 December 2024 are as follows:

| Items | Transacting Related Party | | Interested Major Shareholders/Directors and persons connected with them | Nature of RRPT | Value of Transaction (RM '000) |
|---|---|---|---|---|---|
| | Recipient | Provider | | | |
| 1 | FGV Group | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Rental for buildings/ houses at various places having rental period of less than 3 years on pro-rated monthly or annual instalments basis, for purposes of offices, store rooms, laboratories, pump houses, staff squatters and etc. | 1,470 |
| | | | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Purchase of FFB | 176,687 |
| 2 | MSM Group of Companies, FELDA Group of Companies, KPF-Linked Subsidiaries and KPF Related Corporations | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of travel and accommodation services | 11,727 |
| 3 | FGV Group | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of tolling services | 1,024,038 |
| 4 | FGV Group, FELDA Group of Companies | KPF-Linked subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Supply of steam and electricity | 9,151 |
| 5 | FGV Group, FELDA Group of Companies, KPF Related Corporations | KPF-Linked Subsidiaries, FGV Trading | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of raw materials, sale of palm oil products | 2,970,865 |

# Additional Disclosures

| Items | Transacting Related Party | | Interested Major Shareholders/Directors and persons connected with them | Nature of RRPT | Value of Transaction (RM '000) |
|---|---|---|---|---|---|
| | Recipient | Provider | | | |
| 6 | FGV Group | FELDA | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Purchase of rubber | 151,846 |
| 7 | KPF-Linked subsidiaries | FGV Capital | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of financial assistance to the FGV Group on a short or medium-term basis (i.e. for a duration of not exceeding 3 years) | 327,028 |
| 8 | KPF-Linked subsidiaries, FELDA Group of Companies, KPF Related Corporations | FGVPM | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of maintenance services for Infra Sabah (i.e. Operations and maintenance of the electric power station and water treatment plant) | 958 |
| 9 | KPF-Linked Subsidiaries | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sale of raw material (rubber) | 11,086 |
| 10 | FGV Group, FELDA Group of Companies, KPF Related Corporations | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of advisory and laboratory analysis services, sales of seeds palm, seedlings, rat bait and agricultural products | 48,635 |
| 11 | FELDA Group of Companies | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Villa rental for a period of less than 3 years on pro-rated monthly or annual instalments basis | - |
| 12 | FGV Group, KPF Related Corporations | MSM Group of Companies, KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Office, building and warehouse rental having rental period of less than 3 years on pro-rated monthly or annual instalments basis | 184 |
| 13 | FGV Group | MSM Group of Companies | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Supply of sugar, molasses and other sugar products | 369 |

# Additional Disclosures

| Items | Transacting Related Party | | Interested Major Shareholders/Directors and persons connected with them | Nature of RRPT | Value of Transaction (RM '000) |
|---|---|---|---|---|---|
| | Recipient | Provider | | | |
| 14 | FGV Group, MSM Group of Companies | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sale of packed products (e.g. cooking oil, margarine, creamer, etc.) | 1,140 |
| 15 | FGV Group, MSM Group of Companies, FELDA Group of Companies, KPF Related Corporations | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of logistic services, jetty commissions | 262,965 |
| 16 | KPF-Linked Subsidiaries, FELDA Group of Companies, KPF Related Corporations | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Commission on sale of PKE/Animal Feed | 31 |
| 17 | KPF-Linked Subsidiaries, FELDA Group of Companies, KPF Related Corporations | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sale of rice | 12 |
| 18 | KPF-Linked Subsdiaries | FELDA Group of Companies | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Lease of land having lease/rental period of more than 3 years on pro-rated monthly or quarterly or annual instalments basis. | 13,647 |
| 19 | FGV Group, MSM Group of Companies, FELDA Group of Companies, KPF Related Corporations, Yayasan Felda | FGV Prodata | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF<br>• Yayasan Felda | Provision of IT services and solutions | 109,569 |
| 20 | FGV Group, MSM Group of Companies, FELDA Group of Companies, KPF Related Corporations, Yayasan Felda | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF<br>• Yayasan Felda | Provision of security services, pest control and training centre; supply and services of safety equipment and supply of Personal Protection Equipment. | 73,983 |
| 21 | FELDA Group of Companies, KPF-Linked Subsidiaries, KPF Related Corporations | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sale of fertiliser | 421,558 |

# Additional Disclosures

| Items | Transacting Related Party | | Interested Major Shareholders/Directors and persons connected with them | Nature of RRPT | Value of Transaction (RM '000) |
|---|---|---|---|---|---|
| | Recipient | Provider | | | |
| 22 | FELDA Group of Companies, KPF-Linked Subsidiaries, KPF Related Corporations | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Office, building and land rental having rental period of less than 3 years on prorated monthly or annual instalments basis | 695 |
| 23 | FGV Group | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Land and warehouse rental for a period of less than 3 years on pro-rated monthly or annual instalments basis | 621 |
| 24 | KPF-Linked Subsidiaries, MSM Group of Companies | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of research and development services | 28,074 |
| 25 | FGV Group | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sales of Palm Kernel Expeller | 1,897 |
| | | | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of sample analysis services | 50 |
| 26 | KPF-Linked Subsidiaries, FELDA Group of Companies, KPF Related Corporations | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sales of raw material for animal feed product | 7 |
| 27 | FELDA Group of Companies, KPF-Linked Subsidiaries, KPF Related Corporations, MSM Group of Companies | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sales of packed products (e.g cooking oil, margarine, creamer etc.) | 196 |

# Additional Disclosures

| Items | Transacting Related Party | | Interested Major Shareholders/Directors and persons connected with them | Nature of RRPT | Value of Transaction (RM '000) |
|---|---|---|---|---|---|
| | Recipient | Provider | | | |
| 28 | KPF-Linked Subsidiaries, MSM Group of Companies | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Rental of tank and warehouse spaces including storage and handling services for a period of less than 3 years on pro-rated monthly or annual instalments basis | 6,517 |
| 29 | FGV Group | FGV Palm Industries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Car leasing | - |
| 30 | FGV Group | FELDA Group of Companies, KPF Related Corporations | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Purchase of FFB | 5,891,021 |
| | | | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Payment of incentive for the settlers' welfare to the Joint Consultative Committee (JCC)/FELDA (now known as Jawatankuasa Permuafakatan, Produktiviti dan Kualiti (JPPK)) in relation to purchase of FFB | 18,282 |
| | | | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Payment of volume incentive to KPF Related Corporations in relation to purchase of FFB | 1,949 |
| | | | | Office, building, warehouse and land rental having rental period of less than 3 years on pro-rated monthly or annual instalments basis | 1,024 |

## Additional Disclosures

| Items | Transacting Related Party | | Interested Major Shareholders/Directors and persons connected with them | Nature of RRPT | Value of Transaction (RM '000) |
|---|---|---|---|---|---|
| | Recipient | Provider | | | |
| 31 | FGV Group, FELDA Group of Companies, KPF-Linked Subsidiaries, KPF Related Corporations | KPF-Linked Subsidiaries | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Sale of by-products (e.g. bunch ash, palm kernel shell, decanter cake, black soil, etc.) | 44 |
| 32 | FGV Bulkers | FELDA | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Lease of land having lease/rental period of more than 3 years on pro-rated monthly or quarterly or annual instalments basis. | 168 |
| 33 | KPF-Linked Subsidiaries, FELDA Group of Companies, MSM Group of Companies & FGV Trading | FGV Group | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Provision of management, shared and marketing services | 79,035 |
| 34 | KPF-Linked Subsidiaries | KPF Related Corporations | Interested Major Shareholders:<br>• FELDA<br>• FAHC<br>Interested Directors:<br>• Dato' Dr. Suzana Idayu Wati Osman<br>• Dato' Shahrol Anuwar Sarman<br>• Datuk Dr. Yatimah Sarjiman<br>Interested Directors (KPF-Linked Subsidiaries)*<br>Interested person connected:<br>• KPF | Purchase of insurance (e.g. general insurance, life insurance, etc.) | - |
| | | | | **Total** | **11,646,529** |





# Analysis of Shareholdings

As at 11 April 2025

**Issued and Paid-up Share Capital: 3,648,151,500 ordinary shares**

| Class of Shares: | Voting Right: | Special Share: |
|---|---|---|
| Ordinary share | One vote per ordinary share | One special rights redeemable preference share as set out in the Constitution of the Company |

## ANALYSIS BY SIZE OF SHAREHOLDINGS

| Category | No. of Shareholders | | Total No. of Shareholder | | No. of Holdings | | Total No. of Issued Shares | |
|---|---|---|---|---|---|---|---|---|
| | Malaysian | Foreign | No. | Percentage (%) | Malaysian | Foreign | No. | Percentage (%) |
| 1 to 99 | 1,398 | 6 | 1,404 | 5.40 | 6,361 | 77 | 6,438 | 0.00 |
| 100 to 1,000 | 16,965 | 25 | 16,990 | 65.30 | 12,981,671 | 14,800 | 12,996,471 | 0.36 |
| 1,001 to 10,000 | 5,244 | 48 | 5,292 | 20.34 | 24,439,618 | 273,257 | 24,712,875 | 0.68 |
| 10,001 to 100,000 | 1,934 | 81 | 2,015 | 7.74 | 60,782,208 | 3,531,291 | 64,313,499 | 1.76 |
| 100,001 to less than 5% of issued shares | 270 | 45 | 315 | 1.21 | 368,510,987 | 146,334,372 | 514,845,359 | 14.11 |
| 5% and above of issued shares | 4 | 0 | 4 | 0.01 | 3,031,276,858 | 0 | 3,031,276,858 | 83.09 |
| ***Total*** | ***25,815*** | ***205*** | ***26,020*** | ***100.00*** | ***3,497,997,703*** | ***150,153,797*** | ***3,648,151,500*** | ***100.00*** |

## ANALYSIS OF EQUITY STRUCTURE

| | No. of Holders | | | No. of Holdings | | | % | | |
|---|---|---|---|---|---|---|---|---|---|
| | Malaysian | | Foreign | Malaysian | | Foreign | Malaysian | | Foreign |
| | Bumiputra | Non-Bumiputra | | Bumiputra | Non-Bumiputra | | Bumiputra | Non-Bumiputra | |
| 1) Individual | 3,558 | 6,128 | 76 | 22,845,337 | 82,556,528 | 1,841,413 | 0.63 | 2.26 | 0.05 |
| 2) Body Corporate | | | | | | | | | |
| A) Banks/Finance Companies | 1 | 0 | 0 | 9,000 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| B) Investment Trusts/ Foundation/ Charities | 16 | 3 | 0 | 745,300 | 34,500 | 0 | 0.02 | 0.00 | 0.00 |
| C) Other Types of Companies | 67 | 72 | 1 | 455,064,892 | 3,366,400 | 30,000 | 12.47 | 0.09 | 0.00 |
| 3) Government Agencies/ Institutions | 10 | 0 | 0 | 655,069,441 | 0 | 0 | 17.96 | 0.00 | 0.00 |
| 4) Nominees | 14,803 | 1,162 | 128 | 2,212,541,679 | 65,764,616 | 148,282,384 | 60.65 | 1.80 | 4.07 |
| 5) Others | 0 | 1 | 0 | 0 | 10 | 0 | 0.00 | 0.00 | 0.00 |
| ***Total*** | ***18,455*** | ***7,366*** | ***205*** | ***3,346,275,649*** | ***151,722,054*** | ***150,153,797*** | ***91.73*** | ***4.15*** | ***4.12*** |

# Analysis of Shareholdings

As at 11 April 2025

## SUBSTANTIAL SHAREHOLDERS (5% AND ABOVE)

| No Category | Direct Interest | | Indirect/Deemed Interest | |
|---|---|---|---|---|
| | No. of Issued Shares | Percentage (%) of Issued Shares | No. of Issued Shares | Percentage (%) of Issued Shares |
| 1. LEMBAGA KEMAJUAN TANAH PERSEKUTUAN (FELDA) | 2,535,450,599 | 69.50 | | |
| Share held in CDS account as follows:- | | | | |
| 1) Own Account | 3,188,300 | 0.09 | 452,921,192 | 12.42 |
| 2) Own Account (MOF - Akaun Jaminan Pinjaman Kerajaan Persekutuan) | 400,000,000 | 10.96 | | |
| 3) Maybank Nominees (Tempatan) Sdn Bhd | 1,995,948,091 | 54.71 | | |
| 4) Maybank Nominees (Tempatan) Sdn Bhd | 134,959,808 | 3.70 | | |
| 5) Affin Hwang Nominees (Tempatan) Sdn Bhd | 1,354,400 | 0.04 | | |
| 2. FELDA ASSET HOLDINGS COMPANY SDN BHD | | | – | – |
| Share held in CDS account as follows:- | | | | |
| 1) Own Account | 452,921,192 | 12.42 | | |
| 3. KERAJAAN NEGERI PAHANG | 182,407,575 | 5.00 | – | – |

## DIRECTORS' SHAREHOLDINGS

| No. | Name | Direct Interest | | Indirect/Deemed Interest | |
|---|---|---|---|---|---|
| | | No. of Issued Shares | Percentage (%) of Issued Shares | No. of Issued Shares | Percentage (%) of Issued Shares |
| 1. | Tan Sri Rastam Mohd Isa | – | – | – | – |
| 2. | Dato' Shahrol Anuwar Sarman | – | – | – | – |
| 3. | Datuk Abdul Halim Hamzah | – | – | – | – |
| 4. | Dato' Dr. Suzana Idayu Wati Osman | – | – | – | – |
| 5. | Mohamad Fadzil Hitam | – | – | – | – |
| 6. | Nurul Muhaniza Hanafi | – | – | – | – |
| 7. | Azizan Zakaria | – | – | – | – |
| 8. | Rozainah Awang | – | – | – | – |

*Note*:*

*None of the Directors hold shares in FGV.*

## INFORMATION ON SENIOR MANAGEMENT'S SHAREHOLDINGS

| No. | Name | Direct Interest | | Indirect/Deemed Interest | |
|---|---|---|---|---|---|
| | | No. of Issued Shares | Percentage (%) of Issued Shares | No. of Issued Shares | Percentage (%) of Issued Shares |
| 1. | Fakhrunniam Othman | 1,800 | 0.00 | – | – |
| 2. | Dato' Mohd Hairul Abdul Hamid | – | – | – | – |
| 3. | Borhan Bachi | 40,000 | 0.00 | – | – |
| 4. | Zulkifli Othman | – | – | – | – |
| 5. | Kamaradin Selamat | – | – | – | – |
| 6. | Shammim Azad Kamruzaman | 9,700 | 0.00 | – | – |
| 7. | Syed Feizal Syed Mohammad | – | – | – | – |
| 8. | Razman Radzi | – | – | – | – |
| 9. | Azmi Yaakop | – | – | – | – |
| 10. | Nurul Hasanah Ahamed Hassain Malim | – | – | – | – |
| 11. | Aznur Kama Azmir | – | – | – | – |
| 12. | Zalily Mohamed Zaman Khan | – | – | – | – |
| 13. | Nor Marhamah Yahya | – | – | – | – |
| 14. | Suzari Said | – | – | – | – |
| 15. | Ahmad Hasnizan Mohd Nor | 1,000 | 0.00 | – | – |
| 16. | Azni Ariffin | – | – | – | – |

## TOP 30 SECURITIES ACCOUNT HOLDERS

| No. | Name | No. of Holdings | % |
|---|---|---|---|
| 1. | MAYBANK NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR LEMBAGA KEMAJUAN TANAH PERSEKUTUAN (415321) | 1,995,948,091 | 54.711 |
| 2. | FELDA ASSET HOLDINGS COMPANY SDN BHD | 452,921,192 | 12.415 |
| 3. | MINISTER OF FINANCE<br>AKAUN JAMINAN PINJAMAN KERAJAAN PERSEKUTUAN | 400,000,000 | 10.964 |
| 4. | KERAJAAN NEGERI PAHANG | 182,407,575 | 5.000 |
| 5. | MAYBANK NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR LEMBAGA KEMAJUAN TANAH PERSEKUTUAN | 134,959,808 | 3.699 |
| 6. | CITIGROUP NOMINEES (ASING) SDN BHD<br>UBS AG | 68,959,087 | 1.890 |
| 7. | CHIEF MINISTER, STATE OF SABAH | 65,934,066 | 1.807 |
| 8. | AFFIN HWANG NOMINEES (ASING) SDN BHD<br>EXEMPT AN FOR LEI SHING HONG SECURITIES LIMITED (CLIENTS A/C) | 43,993,300 | 1.206 |
| 9. | SABAH DEVELOPMENT NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR EKUITI YAKINJAYA SDN BHD | 20,869,113 | 0.572 |
| 10. | RHB NOMINEES (TEMPATAN) SDN BHD<br>OSK CAPITAL SDN BHD FOR YAYASAN ISLAM TERENGGANU | 16,455,100 | 0.451 |
| 11. | CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD<br>EXEMPT AN FOR CGS INTERNATIONAL SECURITIES MALAYSIA SDN BHD (FELDA IPO SMF) | 11,671,900 | 0.320 |
| 12. | HSBC NOMINEES (ASING) SDN BHD<br>JPMCB NA FOR VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND | 8,165,200 | 0.224 |
| 13. | HSBC NOMINEES (ASING) SDN BHD<br>JPMCB NA FOR VANGUARD EMERGING MARKETS STOCK INDEX FUND | 8,148,300 | 0.223 |
| 14. | KENANGA NOMINEES (TEMPATAN) SDN BHD<br>RAKUTEN TRADE SDN BHD FOR KU TIEN SEK | 6,982,800 | 0.191 |
| 15. | ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR LIM NYUK SANG @ FREDDY LIM (8071811) | 5,618,300 | 0.154 |

# Analysis of Shareholdings

As at 11 April 2025

| No. | Name | No. of Holdings | % |
|---|---|---|---|
| 16. | CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR LIM NYUK SANG @ FREDDY LIM (MQ0423) | 5,373,200 | 0.147 |
| 17. | CHIN CHIN SEONG | 3,754,000 | 0.103 |
| 18. | MAYBANK NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR TOH HOOI HAK | 3,435,700 | 0.094 |
| 19. | HSBC NOMINEES (ASING) SDN BHD<br>JPMCB NA FOR VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II | 3,339,100 | 0.092 |
| 20. | LEMBAGA KEMAJUAN TANAH PERSEKUTUAN (FELDA) | 3,188,300 | 0.087 |
| 21. | MAYBANK NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR LIM NYUK SANG @ FREDDY LIM | 3,150,000 | 0.086 |
| 22. | AMSEC NOMINEES (TEMPATAN) SDN BHD<br>EXEMPT AN FOR AMBANK ISLAMIC BERHAD (FELDA) | 2,631,900 | 0.072 |
| 23. | MAYBANK NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR TAN KIAN AIK | 2,229,700 | 0.061 |
| 24. | AMSEC NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR CHIN CHIN SEONG | 2,200,000 | 0.060 |
| 25. | BIMSEC NOMINEES (TEMPATAN) SDN BHD<br>EXEMPT AN FOR FEDERAL LAND DEVELOPMENT AUTHORITY (FOR SETTLER IPO) | 2,090,400 | 0.057 |
| 26. | KENANGA NOMINEES (TEMPATAN) SDN BHD<br>RAKUTEN TRADE SDN BHD FOR KU HWA SENG | 1,791,100 | 0.049 |
| 27. | MOOMOO NOMINEES (TEMPATAN) SDN BHD<br>PLEDGED SECURITIES ACCOUNT FOR HO CHU CHAI | 1,595,200 | 0.044 |
| 28. | MAYBANK NOMINEES (TEMPATAN) SDN BHD<br>MAYBANK PRIVATE WEALTH MANAGEMENT FOR TONG KIM ENG(PW-M00780) (420817) | 1,545,000 | 0.042 |
| 29. | AMIN BAITULMAL JOHOR | 1,500,000 | 0.041 |
| 30. | BIMSEC NOMINEES (TEMPATAN) SDN BHD<br>EXEMPT AN FOR FEDERAL LAND DEVELOPMENT AUTHORITY (FOR STAFF IPO) | 1,466,900 | 0.040 |





# Top 10 Properties of FGV

| Location | Tenure | Year Lease Expiring | Approximate Area (Hectares) | Description | Year of Acquisition | Net Book Value (RM'000) |
|---|---|---|---|---|---|---|
| ***Sabah***<br>Sahabat 07, Sahabat 30, Sahabat 40, Sahabat 41, Sahabat 42, Sahabat 43, Sahabat 46, Sahabat 48, Sahabat 50, Sahabat 51, Sahabat 52, Sahabat 53, Sahabat 54, Sahabat 21, Sahabat 22, Sahabat 23, Sahabat 24, Sahabat 25, Sahabat 26, Sahabat 28, Sahabat 31, Sahabat 33, Sahabat 34, Sahabat 35, Sahabat 36, Sahabat 09, Sahabat 10, Sahabat 11, Sahabat 12, Sahabat 16, Sahabat 17, Sahabat 20, Sahabat 38, Sahabat 39, Sahabat 44, Sahabat 45, Sahabat 55, Sahabat 56, Kalabakan Selatan, Kalabakan Utara 01, Umas 05, Umas 06, Tenegang, Sahabat, Tawau, Lahad Datu, Sandakan, Umas, Baiduriayu, Kalabakan, Embara Budi, Fajar Harapan, Merchu Puspita, Hamparan Badai, Kembara Sakti, Nilam Permata, Jeragan Bistari, Lanchang Kemudi | Leasehold | 2028 - 2907 | 127,513 | Oil palm estates and palm oil mills and refining plant | 1996-2013, 2016 | 971,792 |
| ***Johor Darul Takzim***<br>Inas Selatan, Kledang 02, Maokil 06, Maokil 07, Nitar Timur, Paloh, Tenggaroh 09, Tenggaroh 11, Tenggaroh 12, Tenggaroh 13, Tenggaroh Timur 02, Palong Timur 04, Palong Timur 05, Semencu, Bukit Besar, Air Tawar, Penggeli, Kahang, Lok Heng, Selanchar 2A, Tenggaroh 4, Adela, Moakil, Nitar, Selanchar 2B, Belitong, Wa Ha, Tenggaroh Timur, Kulai, Plentong, Pasir Gudang, Tanjung Langsat Industrial Complex | Leasehold | 2018 - 2111 | 34,519 | Oil palm estates, palm oil mills, factory, warehouse, storey offices and sugar refinery plant | 2012-2015 | 230,629 |
| ***Pahang Darul Makmur***<br>Berabong 01, Selendang 03, Selendang 04, Selanchar 06, Selanchar 08, Selanchar 09, Chegar Perah 02, Kechau 02, Kechau 03,Kechau 06, Kechau 07, Kechau 08, Kechau 10, Kechau 11, Krau 02, Krau 04, Telang 01, Bera Selatan 01, Bera Selatan 03, Bera Selatan 04, Bera Selatan 05, Bera Selatan 07, Keratong 11, Mengkarak 01, Mengkarak 02, Tembangau 03, Tembangau 05, Tembangau 06, Tembangau 08, Tembangau 07, Tembangau 09, Bukit Sagu 04, Bukit Sagu 06, Bukit Sagu 07, Bukit Sagu 08, Lepar Hilir 05, Lepar Hilir 06, Lepar Hilir 08, Merchong, Chini Timur 04, Lepar Utara 05, Lepar Utara 07, Lepar Utara 08, Lepar Utara 09, Lepar Utara 11, Lepar Utara 14, Terapai 01, Terapai 03, Triang 02, Triang 04, Triang Selatan 01, Jengka 21, Keratong 2, Bkt Mendi, Pdg Piol, Kepayang, Gelanggi, Neram, Chini 3, Tementi, Mempaga, Kemasul, Keratong 3, Seroja, Tersang, Keratong 9, Selendang A, Lepar Utara 4, Chini 2, Jengka 8, Lepar Hilir, Bukit Sagu, Lepar Utara 6, Panching, Triang, Kerau, Kechau A, Kechau B, Tanjung Gelang | Leasehold | 2027 - 2111 | 139,811 | Oil palm estates, palm oil mills and refining plant | 2012 | 216,400 |
| ***Sarawak***<br>Lot 15 Dulit Land Batang Tinjar, Baram. Lot 20 Dulit Land Long Aya, Tinjar, Baram. Lot 10 Dulit Land Along Batang Tinjar, Baram. Lot 16 Dulit Land Batang Tinjar, Baram. Lot 68, Bok Land, Sg Bok, Dulit, Baram. Lot 23 Dulit Land Sg Bok, Dulit, Baram. Lot 17, 18 & 19 Patah Land District, Sg Aran & Sg Tema-ah, Miri. Sampadi 01, Sampadi 03, Sampadi 04, Sampadi 05, Sampadi 06, Sampadi | Leasehold | 2063 - 2111 | 32,232 | Oil palm estates and palm oil mills | 2012-2014 | 104,959 |

## Top 10 Properties of FGV

| *Location* | *Tenure* | *Year Lease Expiring* | *Approximate Area (Hectares)* | *Description* | *Year of Acquisition* | *Net Book Value (RM'000)* |
|---|---|---|---|---|---|---|
| ***Kelantan Darul Naim***<br>Aring 02, Aring 03, Aring 04, Aring 05, Aring 06, Aring 08, Aring 10, Chiku 04, Chiku 08, Aring B, Kemahang, Chiku, Aring A | Leasehold | 2111 | 24,477 | Oil palm estates and palm oil mills | 2012 | 84,252 |
| ***Perlis Indera Kayangan***<br>PN 37, Lot No : 2040, Kampong Baru, Chuping. PN 39, Lot No : 2035, Bukit Merah, Chuping. PN 40, Lot No : 2038, Store Chia, Chuping. PN1755, Lot 18794, Mukim Chuping. PN 43, Lot No : 2037, Air Hujan, Chuping. HS (D) 145, PT, Chuping | Leasehold | 2061 - 2072 | 4,454 | Rubber plantation and other crops | 2011 | 71,735 |
| ***United States of America***<br>740-760, 749-773, and 780 Washington Street, Quincy, Massachusetts, 02169 United States of America | Freehold | | Built up area: 4.38 | Fatty acid and glycerine production facility, with distribution facilities for ocean shipping and shipping by rail | 2008-2009 | 68,910 |
| ***Terengganu Darul Iman***<br>Chador 01, Cherul 03, Rantau Abang 01, Semaring 01, Setiu 01, Jerangau Baru, Jerangau Barat, Kertih, Chalok | Leasehold | 2111 | 13,347 | Oil palm estates and palm oil mills | 2012 | 36,435 |
| ***Negeri Sembilan***<br>Palong 17, Palong 18, Palong 21, Serting Hilir 08, Serting, Serting Hilir, Palong Timur, Pasoh | Leasehold | 2111 | 12,927 | Oil palm estates and palm oil mills | 2012 | 25,276 |
| ***Selangor***<br>Sungai Tengi, Sebahagian Lot RAC 2003 (Lot A) Sungai Buloh, PT No. PT1113 Pekan Sungai Buloh | Leasehold/ freehold | 2043 | 43 | Facility for sugar distribution and storage, bays for trucks and primers, and vacant land | 1993 - 2022 | 19,591 |





# Global Reporting Initiative (GRI) Content Index

| | |
|---|---|
| **Statement of use** | FGV has reported the information cited in this GRI content index for the period 1 January 2024 to 31 December 2024 with reference to the GRI Standards. |
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| GRI 2: General Disclosures 2021 | 2-1 Organisational details | Inside front cover |
| | 2-2 Entities included in the organisation's sustainability reporting | Inside front cover |
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| | 306-2 Management of significant waste-related impacts | 152-153 |
| **Material Matter: Climate Action** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | 146-147 |
| GRI 305: Emissions 2016 | 305-1 Direct (Scope 1) GHG emissions | 147 |
| | 305-2 Energy indirect (Scope 2) GHG emissions | 147 |
| | 305-3 Other indirect (Scope 3) GHG emissions | 147 |
| **Material Matter: Energy Management** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | 148 |
| **Material Matter: Biodiversity and Land Management** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | 145 |
| **Material Matter: Water Use** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | 154 |
| **Material Matter: Soil, Pest and Disease Management** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | 149 |
| **Innovation and Technology** | | |
| **Material Matter: Operational Excellence** | | |
| GRI 3: Material Topics 2021 | 3-3 Management of material topics | 155 |

# Independent Limited Assurance Report

**Independent Limited Assurance Report to the Board of Directors of FGV Holdings Berhad on the selected sustainability information disclosed in the Sustainability Statement 2024**

We have been engaged by FGV Holdings Berhad ("FGV" or "the Company") to perform an independent limited assurance engagement on the selected material sustainability indicators (together the "Subject Matter Information") for the year ended 31 December 2024 (the "Subject Matter Information") as defined below and marked with the symbol "Ⓐ" in the Company's Sustainability Statement for the year ended 31 December 2024 (the "Sustainability Statement 2024").

Our assurance conclusion does not extend to information in respect of earlier periods or to any other information included in the Report.

**Our Limited Assurance Conclusion**

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Subject Matter Information has not been prepared, in all material respects, in accordance with the Reporting Criteria and referenced in the "Subject Matter Information and Reporting Criteria" section below.

**Subject Matter Information**

The Subject Matter Information reported in the FGV's Sustainability Statement 2024 on which we provide limited assurance comprises the following indicators:

| *Subject Matter Information* | | *Reporting period 1 January to 31 December 2024* |
|---|---|---|
| Anti-Corruption | Confirmed incidents of corruption and action taken | 4 |
| Community / Society | Total amount invested in the community where the target beneficiaries are external to the listed issuer | RM3,431,594 |
| | Total number of beneficiaries of the investment in communities | 42,819 |
| Health and Safety | Number of work-related fatalities | 3 |
| | Lost time incident rate | 5.01 |



**Independent Limited Assurance Report to the Board of Directors of FGV Holdings Berhad on the selected sustainability information disclosed in the Sustainability Statement 2024 (cont'd)**

**Subject Matter Information (cont'd)**

| *Subject Matter Information* | | *Reporting period 1 January to 31 December 2024* | | |
|---|---|---|---|---|
| Diversity | Percentage of employees by gender and age group, for each employee category | **Employee category** | **By gender** | **By age group** |
| | | Senior Management | Male: 87%<br>Female: 13% | Under 30: 0%<br>30-50: 41%<br>Above 51: 59% |
| | | Middle Management | Male: 78%<br>Female: 22% | Under 30: 0%<br>30-50: 73%<br>Above 51: 27% |
| | | Executive | Male: 66%<br>Female: 34% | Under 30: 24%<br>30-50: 64%<br>Above 51: 12% |
| | | Non-Executive | Male: 88%<br>Female: 12% | Under 30: 41%<br>30-50: 52%<br>Above 51: 7% |
| | Percentage of directors by gender and age group | Directors | Male: 57%<br>Female: 43% | 40-49 y/o: 14%<br>50-59 y/o: 58%<br>60-69 y/o: 14%<br>>70 y/o: 14% |
| Labour practices and standards | Total number of employee turnover by employee category | Senior Management | | 11 |
| | | Middle Management | | 72 |
| | | Executive | | 209 |
| | | Non-Executive | | 10,368 |

**Reporting Criteria**

The Subject Matter Information needs to be read and understood together with the Reporting Criteria, which the Company is solely responsible for selecting and applying. The Reporting Criteria used for the reporting of the Subject Matter Information are set out below:

1. The Sustainability Reporting Guide (3rd Edition) issued by Bursa Malaysia Securities Berhad
2. The Company's internal sustainability reporting guidelines and procedures which the Subject Matter Information is gathered, collated and aggregated internally.

**Responsibilities of the Directors and management**

Management of the Company is responsible for the preparation of the Subject Matter Information included in the FGV's Sustainability Report 2024 in accordance with the Reporting Criteria.

This responsibility includes the selection and application of appropriate methods to prepare the Subject Matter Information reported in the FGV's Sustainability Statement 2024 as well as the design, implementation and maintenance of internal control relevant for the preparation of the Subject Matter Information that is free from material misstatement, whether due to fraud or error. Furthermore, the responsibility includes the use of assumptions and estimates for disclosures made by the Company which are reasonable in the circumstances.

# Independent Limited Assurance Report

## Independent Limited Assurance Report to the Board of Directors of FGV Holdings Berhad on the selected sustainability information disclosed in the Sustainability Statement 2024 (cont'd)

### Responsibilities of the Directors and management (cont'd)

Those charged with governance are responsible for overseeing the Company's sustainability reporting process.

### Inherent limitations

The absence of a significant body of established practice on which to draw to evaluate and measure the Subject Matter Information allows for different, but acceptable, measurement basis and can affect comparability between entities and over time.

### Our Responsibility

Our responsibility is to express a limited assurance conclusion on the Subject Matter Information based on the procedures we have performed and the evidence we have obtained. We conducted our limited assurance engagement in accordance with the approved standard for assurance engagements in Malaysia, ISAE 3000 (Revised) for Assurance Engagements Other Than Audits or Reviews of Historical Financial Information. This standard requires that we plan and perform this engagement under consideration of materiality to express our conclusion with limited assurance about whether the Subject Matter Information is free from material misstatement.

### Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("MIA") and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour.

The firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

### Summary of work performed

Our work included the following procedures. We:

- Evaluated the suitability in the circumstances of the Company's Reporting Criteria as the basis for preparing the Subject Matter Information;
- Obtained an understanding of the Company's control environment, processes and systems relevant to the preparation of the Subject Matter Information at the consolidated level and operating unit level. Our procedures did not include evaluating the suitability of design or operating effectiveness of control activities;



## Independent Limited Assurance Report to the Board of Directors of FGV Holdings Berhad on the selected sustainability information disclosed in the Sustainability Statement 2024 (cont'd)

### Summary of work performed

Our work included the following procedures. We:

- Evaluated the appropriateness of measurement and evaluation methods, reporting policies used and estimates made by the Company, noting that our procedures did not involve testing the data on which the estimates are based or separately developing our own estimates against which to evaluate the Company's estimates;
- Performed analytical procedures for consistency of data with trends and our expectation;
- Performed limited substantive testing on a sampling basis on transactions included in the Subject Matter Information at the Company's which involved agreeing data points to/from source information to check that the underlying subject matter had been appropriately evaluated or measured, recorded, collated and reported;
- Checked mathematical formulas, proxies and default values used in the Subject Matter Information against the Company's Reporting Criteria; and
- Evaluated the appropriateness of the disclosures and presentation of the Subject Matter Information based on the Reporting Criteria.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we do not express a reasonable assurance opinion about whether the Subject Matter Information has been prepared, in all material respects, in accordance with the Reporting Criteria.

### Restriction on Distribution and Use and Disclaimer of Liability to Third Parties and For Any Other Purpose

Our report, including our conclusion, has been prepared solely for the Board of Directors of the Company in accordance with the agreement between us dated 10 October 2024 (the "agreement"). We consent to the inclusion of this report in the FGV's Sustainability Statement 2024 of the Company which will be accessible at https://www.fgvholdings.com/investor-relations/annual-reports-presentations/ in connection with the Company's responsibilities under paragraph 6.2(e) of Practice Note 9 of the Main Market Listing Requirements in respect of the disclosure of a statement on whether the listed issuer has sought independent assurance on the Subject Matter Information. To the fullest extent permitted by law, we do not accept or assume responsibility or liability to anyone other than the Company for our work or this report except where terms are expressly agreed between us in writing. Any reliance on this report by any third party is entirely at its own risk.

PRICEWATERHOUSECOOPERS PLT
LLP0014401-LCA & AF 1146
Chartered Accountants

Kuala Lumpur
17 April 2025

**FGV HOLDINGS BERHAD**

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