SUSTAINABILITY STATEMENT

Diversity

Diversity brings strength and cultural understanding to an organization. In accordance with our Code of Conduct, equal employment opportunity is given to every employee regardless of religion, ethnicity, gender and other discriminatory factors. We value, respect and leverage the unique contributions of people with diverse backgrounds, experiences and perspectives to provide exceptional services to an equally diverse community.

There were no incidences of discrimination and corrective action taken for the reporting year.

Diversity:

Diversity	FY2022	FY2023	FY2024
Percentage breakdown of employee by gender, for each employee and category	Not recorded	%	%
Manager (Male)		88.14	86.67
Manager (Female)		11.86	13.33
Executive (Male)		66.17	66.04
Executive (Female)		33.83	33.96
Non-executive (Male)		82.92	83.92
Non-executive (Female)		17.08	16.08
Percentage breakdown of employee by gender, for each employee and category	Not recorded	%	%
Manager (Below 30)		0.00	0.00
Manager (30 – 50)		50.00	48.33
Manager (Over 50)		50.00	51.67
Executive (Below 30)		15.92	15.09
Executive (30 – 50)		62.94	63.45
Executive (Over 50)		21.14	21.46
Non-Executive (Below 30)		24.72	23.28
Non-Executive (30 - 50)		57.87	58.95
Non-Executive (Over 50)		17.41	17.77
Percentage of director by gender	Not recorded		
Male		62.50	66.67
Female		37.50	33.33
Percentage of director by age group	Not recorded		
Under 50		25.00	11.11
50 - 60		25.00	33.33
Over 60		50.00	55.56

SUSTAINABILITY STATEMENT

Community/Society

The Group continues to support the local communities associated with our operations through the offering of job opportunities, fair pay and by minimising all environmental and social impacts. We help to create direct employment for the local people. Currently about 50% of the Malaysian staff at our mills and plantations are from the local communities. Our employees are also encouraged to take part in community and charitable activities.

Over the last 12 months, our efforts included road maintenance for the local communities living around our operations, contributions to social activities during festive periods and special school activities, donations to old folk's home and orphanage, schools, churches and mosques, and providing amenities like water tanks to local communities and organizing blood donations to contribute to the local blood bank.

The Group has contributed funding in cash and kinds towards enhancing the social well-being of the community through supporting initiatives related to educations, health care, arts and culture, sports, community development, the underprivileged, disability groups and more.

Community / Society	UoM	FY2022	FY2023	FY2024
Total amount invested in the community	RM	Not recorded	Not recorded	912,372.91
Number of beneficiaries of investment in the community	Number			17,869

Sibu Blood Donation Competition

Donation to Balai Polis Daro

SUSTAINABILITY STATEMENT

Donation to Sibu Kidney Foundation


Fire-fighting Training by BOMBA at SMK Semop

Health and Safety

Health and safety have always been our utmost priority. To safeguard the health, well-being and safety of our employees, the following precautions and measures have been established.

- Promotion of a safe working culture through the conduct of safety briefings and safety awareness campaigns for both employees and contractors;
- Personal Protective Equipment (PPE) is provided for those working in environments exposed to hazards and risks. Full compliance with the use of PPE is mandatory and strictly monitored;
- Implementation of standardised health and safety program and policies across all the Group's operations. These programs and policies are continuously reviewed, monitored and fully implemented;
- Having safety and health committee in place and holding regular committee meetings and to encourage active employees' participation in the meetings;
- All of our foreign workers are registered and covered by SOCSO or SKKPHA;

SUSTAINABILITY STATEMENT

- Regular safety education programs are conducted to enable employees to understand the requirements of the Occupational Safety and Health Administration (OSHA) and to boost safety and health awareness and knowledge to work safely;
- Safety and warning signs are displayed everywhere on the sites to ensure staff and workers are well aware of the possible dangers and hazards in the working environment;
- Regular workplace safety inspections are carried out to ensure potential hazards are identified and corrected to prevent incidents, injuries and illnesses;
- Third party service recognised by Department of Occupational Safety & Health (DOSH) is engaged to perform workplace assessments on:
  a) Chemical Health Risk Assessment (CHRA);
  b) Noise Risk Assessment (NRA); and
  c) Local Exhaust Ventilation (LEV) Inspection.
- All our CPO mills have clinics where workers can receive free healthcare;
- Medical and physical checkups and audiometric tests are regularly conducted for employees exposed to dangerous chemicals, pesticides and high noise levels; and
- Regular inspections of the employees' housing and welfare facilities are carried out to ensure that sanitation, health and drainage standards are maintained according to the Group's policy.

Mobile Audiometric Clinic


Safety Monitoring – NRA

SUSTAINABILITY STATEMENT

Safety and warning signs

OSH Corner

SUSTAINABILITY STATEMENT

Health and Safety (H&S) Performance

The Group devotes continuous efforts in accident prevention by conducting "Hazard Identification, Risk Assessment and Risk Control (HIRARC)" on all our operations. With HIRARC, we are able to identify, assess/measure and minimize the hazards and risks of any workplace and its activities.

Every accident is formally investigated to determine the root cause and to prevent the recurrence of such incidents. The details and conclusion of the investigation are included in the Accident Investigation Report (AIR). All the occupational injuries, diseases and poisoning in the workplace will be reported to the nearest Department of Occupational Safety & Health (DOSH) office within seven (7) working days.

No.	KPI	Operation	UoM	FY2022	FY2023	FY2024
1	Number of Work-related Fatalities	Group	Number	0	0	1
2	Number of Work-related Accidents		Number	Not recorded	22	15
3	Number of Employees Trained on H&S standards		Number		1,106	1,416
4	Lost Time Incident Rate (LTIR)	OPP	Rate		0.27	0.18
		Timber			0.42	0.20

Health and Safety Committee in FY2024:

No.	Location	No. of Committee in Total	No. of Health & Safety Committee Member
1	Oil Palm Operations	28	397
2	Timber Operations	4	41

Apart from all the control measures the management has put in place, various SOP, trainings and refresher courses such as firefighting skills, fire drills, first aid, emergency response plan, chemical handling and so forth are being introduced to the employees on a regular basis.

Governance

Integrity is the first of our four underpinning Core Values. Our corporate culture prioritizes the practice and upholding of high standards of corporate conduct. We strive to ensure that all business and operational affairs are carried out not just in full compliance with the letter of the law but also ethically, transparently, with integrity and accountability.

Anti-corruption

The Group adopts a zero-tolerance approach against all forms of bribery and corruption as set out in the Anti-Bribery and Corruption Policy, which states the Group's commitment to:

- comply with the provisions of Section 17A Corporate Liability of Malaysian Anti-Corruption Commission (MACC) and the applicable law by inculcating integrity, transparency and accountability in all aspects of its business; conduct business with integrity, honesty and transparency;
- prohibit employees from soliciting, accepting, and offering bribes and any form of corruption;
- ensure all employees and business associates adhere to the Anti-Bribery and Corruption Policy and the related procedures; and
- promote a culture of integrity by providing channels set out under the Group's Whistle Blowing Policy for the reporting of any suspected acts of corruption and improper conduct.

SUSTAINABILITY STATEMENT

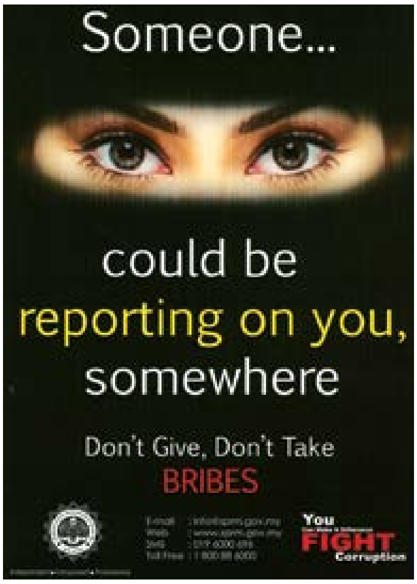
Anti-Corruption		UoM	FY2022	FY2023	FY2024
1)	Employees trained on anti-corruption by employee category	%	Not recorded		
	Manager			96.84	98.55
	Executive			32.99	57.66
	Non-Executive			33.33	48.33
2)	Percentage of operations assessed for corruption related risks	%		100.00	100.00
3)	Confirmed incidents of corruption and action taken	Number		0	0

Grievance Procedures

At Jaya Tiasa, the established grievance mechanisms are the Whistle-Blowing Policy and Complaint and Grievance Procedures. To ensure their effectiveness, the mechanisms are transparent, impartial, confidential and accessible.

The Whistle-Blowing Policy was established in 2014 to enable any party to raise genuine concerns about improper conducts committed by an employee within the Group through formal procedures and confidential channels provided, without risk of reprisal.

The Complaint and Grievance Procedures was set up in 2017 and is made available to all business units. The mechanism allows anyone to lodge a complaint or grievance which will be escalated to the management level for intervention and timely resolution.



MACC posters are put at strategic locations to raise awareness of corruption

Grievance Procedures	Operation	UoM	FY2022	FY2023	FY2024
Number of complaints and grievances	Group	Number	Not recorded	0	16

Sustainability Certifications

i) Malaysian Sustainable Palm Oil (MSPO)

MSPO is a national sustainability scheme created by the Malaysian government and developed for oil palm plantations, smallholders and downstream facilities. The standards include: -

- the production of safe, high quality oil palm fruits;
- the protection of the environment;
- the safeguarding of social and economic conditions of owners;
- supporting the surrounding community;
- enforcing workplace health and safety excellence; and
- the implementation of best practices.

All of the Group's plantations and mills have undergone the MSPO certification and are fully certified.

SUSTAINABILITY STATEMENT

ii) MSPO Supply Chain Certification Standard (MSPO SCCS)

MSPO SCCS is a related national sustainability scheme for the sustainable production of palm oil throughout its supply chain. MSPO SCCS covers management requirements and traceability of its products from raw materials to processing and manufacturing of palm oil and palm oil-based products and aims to deliver confidence and credibility that the palm oil raw material originates from sustainably-managed oil palm planted areas. The requirements include:-

- Sustainability Policy;
- management representative;
- record-keeping;
- operating procedures;
- internal audits and management reviews;
- resource management;
- traceability; and
- claims, complaints and grievances.

All of the Group's CPO mills have attained the MSPO SCCS.

MSPO Certification

MSPO Audit (Pulau Bruit Estates)

SUSTAINABILITY STATEMENT

MSPO Certification

MSPO Audit (Lassa Plantation)

iii) Forest Management Certification

Forest Management Certification (FMC) by third party verification is an internationally recognized system to ensure responsible forest management. The Sarawak State Government has made it mandatory for all long-term forest timber licenses to obtain FMC by 2022. All three of our FMUs have been awarded the Malaysia Criteria and Indicators for Sustainable Forest Management Certification (MC&I SFM) under the Malaysian Timber Certification Scheme (MTSC).

Forest Management Certification (MC&I & SFM)

Surveillance Audit (T/3370)

SUSTAINABILITY STATEMENT

Forest Management Certification (MC&I & SFM)

Surveillance Audit (T/3371)

Verification Audit (T/3370)

SUSTAINABILITY STATEMENT

Forest Management Certification (MC&I & SFM)

FMU Certificates

Sustainability Certification	UoM	FY2023	FY2024
Maintain MC&I SFM Certification	Number	2	3
Maintain MSPO Certification		14	14

Supply Chain Management

The Group focuses on sourcing locally and supporting local small and medium sized enterprises (SMEs) to boost the nation's economic development where possible and applicable, and to share the best practices with local companies while taking ESG-related matters into consideration as well as create more employment opportunities and wealth generation among the local communities.

Supply Chain Management	UoM	FY2022	FY2023	FY2024
Proportion of spending on local suppliers	%	100.00	99.99	99.97

Data Privacy and Security

Personal Data Privacy and Security Notice was established to guide the Group and all employees on the safeguarding of confidential information obtained during the course of their work to prevent potential breach of data privacy and leakage of confidential data that might lead to financial loss, business interruptions or tarnished reputation of the Group.

There were no substantiated complaints concerning breaches of customer privacy and losses of customer data received since FY2022.

Cyber Security Awareness Training

SUSTAINABILITY STATEMENT

Economic

Our economic sustainability strives not just to maintain financial stability and growth but more importantly to ensure our businesses are carried out not at the expense of the environment or society in and around us.

Product Quality

It is the policy of the Group to produce quality palm oil products to the satisfaction of our valued customers.

Our quality focus starts from every aspect of our best agricultural practices and milling activities right until our products are delivered to the satisfaction of our valued customers. We continue to invest in the latest technology and high-end machineries to ensure higher efficiency and produce high quality products for our customers. In each of our mills, we have fully-equipped laboratory to monitor the quality of our finished products.

Economic Performance

In the reporting year, our employees (through their various services in the Group) were recipients of RM111.8 million in employee benefits. The Group also contributed over RM60.6 million to the government through various taxes, including windfall tax, cesses and logs royalty.

From the total revenue of RM1,015.9 million, 36% or RM367.2 million was channeled to the purchase of spare parts, diesel, vehicles, fertilizers and chemicals, repair and maintenance and payment of utilities and office supplies to meet the needs of the overall business. This has helped the local economy both directly and indirectly. The Group also actively purchased FFB from surrounding plantations and smallholders to the tune of RM73.4 million during the year.

MOVING FORWARD

The Group will continue to uphold our commitment towards sustainability in our policies and business practices and address any new emerging concern on ESG. The interest of all stakeholders will also be adequately dealt with to ensure everyone will mutually benefit from the sustainability initiatives implemented.

SUSTAINABILITY STATEMENT

PERFORMANCE DATA TABLE

Indicator	Measurement Unit	2024
Bursa (Anti-corruption)		
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category		
Management	Percentage	98.55
Executive	Percentage	57.66
Non-executive/Technical Staff	Percentage	48.33
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	100.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0
Bursa (Community/Society)		
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	912,372.91
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	17,869
Bursa (Diversity)		
Bursa C3(a) Percentage of employees by gender and age group, for each employee category		
Age Group by Employee Category		
Management Under 30	Percentage	0.00
Management Between 30-50	Percentage	48.33
Management Above 50	Percentage	51.67
Executive Under 30	Percentage	15.09
Executive Between 30-50	Percentage	63.45
Executive Above 50	Percentage	21.46
Non-executive/Technical Staff Under 30	Percentage	23.28
Non-executive/Technical Staff Between 30-50	Percentage	58.95
Non-executive/Technical Staff Above 50	Percentage	17.77
Gender Group by Employee Category		
Management Male	Percentage	86.67
Management Female	Percentage	13.33
Executive Male	Percentage	66.04
Executive Female	Percentage	33.96
Non-executive/Technical Staff Male	Percentage	83.92
Non-executive/Technical Staff Female	Percentage	16.08
Bursa C3(b) Percentage of directors by gender and age group		
Male	Percentage	66.67
Female	Percentage	33.33
Under 30	Percentage	0.00
Between 30-50	Percentage	11.11
Above 50	Percentage	88.89
Bursa (Energy management)		
Bursa C4(a) Total energy consumption	Megawatt	154,681.16
Bursa (Health and safety)		
Bursa C5(a) Number of work-related fatalities	Number	1
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.18
Bursa C5(c) Number of employees trained on health and safety standards	Number	1,416
Bursa (Labour practices and standards)		
Bursa C6(a) Total hours of training by employee category		
Management	Hours	4,639
Executive	Hours	8,442
Non-executive/Technical Staff	Hours	9,196
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0.84
Bursa C6(c) Total number of employee turnover by employee category		
Management	Number	8
Executive	Number	27
Non-executive/Technical Staff	Number	148
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0
Bursa (Supply chain management)		
Bursa C7(a) Proportion of spending on local suppliers	Percentage	99.97
Bursa (Data privacy and security)		
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0
Bursa (Water)		
Bursa C9(a) Total volume of water used	Megalitres	1,871.060000
Bursa (Waste management)		
Bursa C10(a) Total waste generated	Metric tonnes	477,308.96
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	476,416.63
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	892.33

SUSTAINABILITY STATEMENT

GRI CONTENT INDEX

Statement of use	Jaya Tiasa Holdings Berhad had reported the information cited in this GRI content index for the period 1st July 2023 - 30th June 2024 with reference to GRI Standards.
GRI used	GRI 1: Foundation 2021

GRI Standard	Disclosure		Location (Page Number)
General Disclosures			
GRI 2: General Disclosures 2021	2-1	Organizational details	4, Back cover
	2-2	Entities included in the organization's sustainability reporting	24
	2-3	Reporting period, frequency and contact point	24, Back cover
	2-4	Restatements of information	-
	2-5	External assurance	24
	2-6	Activities, value chain and other business relationships	24
	2-7	Employees	54
	2-8	Worker who are not employees	49
	2-9	Governance structure and composition	71-77
	2-10	Nomination and selection of the highest governance body	74
	2-11	Chair of the highest governance body	71
	2-12	Role of the highest governance body in overseeing the management of impacts	24-25
	2-13	Delegation of responsibility for managing impacts	24-25
	2-14	Role of the highest governance body in sustainability reporting	24-25
	2-15	Conflicts of interest	20
	2-16	Communication of critical concerns	59,79
	2-17	Collective knowledge of the highest governance body	73-74
	2-18	Evaluation of the performance of the highest governance body	74
	2-19	Remuneration policies	75
	2-20	Process to determine remuneration	75
	2-21	Annual total compensation ratio	-
	2-22	Statement on sustainable development strategy	8-9
	2-23	Policy commitments	www.jayatiasa.net
	2-24	Embedding policy commitments	24-25
	2-25	Processes to remediate negative impacts	29,60
	2-26	Mechanisms for seeking advice and raising concerns	71
	2-27	Compliance with laws and regulations	-
	2-28	Membership associations	-
	2-29	Approach to stakeholder engagement	28-32
	2-30	Collective bargaining agreements	-
Material Topics			
GRI 3: Material Topics 2021	3-1	Process to determine material topics	25
	3-2	List of material topics	24-25
	3-3	Management of material topics	26-27

SUSTAINABILITY STATEMENT

Economic Performance			
GRI 201: Economic Performance 2016	201-1	Direct economic value generated and distributed	6-7
Community / Society			
GRI 203: Indirect Economic Impacts 2016	203-1	Infrastructure investments and services supported	55-56
	203-2	Significant indirect economic impacts	55-56
GRI 413: Local Communities 2016	413-1	Operations with local community engagement, impact assessments, and development programs	28-32, 55-56
55-56Supply Chain Management			
GRI 204: Procurement Practices 2016	204-1	Proportion of spending on local suppliers	64
Anti-corruption			
GRI 205: Anti-corruption 2016	205-1	Operations assessed for risks related to corruption	60
	205-2	Communication and training about anti-corruption policies and procedures	60
	205-3	Confirmed incidents of corruption and actions taken	60
Energy Management			
GRI 302: Energy 2016	302-1	Energy consumption within the organization	33-34
	302-3	Energy intensity	33-34
	302-4	Reduction of energy consumption	33
Water Management			
GRI 303: Water and Effluents 2018	303-1	Interactions with water as a shared resource	45
	303-2	Management of water discharge-related impacts	45
	303-3	Water withdrawal	46
	303-4	Water discharge	47
	303-5	Water consumption	46
GRI 13.6: Pesticides Use	13.6.1	Pest Management plan and actions taken to prevent, minimise and remediate negative impacts, and plans to switch to less hazardous pesticides	44-45
Biodiversity			
GRI 304: Biodiversity 2016	304-1	Operational sites in or near areas of high biodiversity value	40,42
	304-2	Significant impacts of activities on biodiversity	-
	304-3	Habitats protected or restored	42
	304-4	IUCN Red List species and national conservation list species with habitats in areas affected by operations	42
Emissions Management			
GRI 305: Emissions 2016	305-1	Direct (Scope 1) GHG emissions	-
	305-2	Energy indirect (Scope 2) GHG emissions	-
	305-3	Other indirect (Scope 3) GHG emissions	-
	305-4	GHG emissions intensity	-
	305-5	Reduction of GHG emissions	-

SUSTAINABILITY STATEMENT

Waste Management			
GRI 306: Waste 2020	306-1	Waste generation and significant waste-related impacts	46
	306-2	Management of significant waste-related impacts	46
	306-3	Waste generated	46-47
	306-4	Waste diverted from disposal	47
	306-5	Waste directed to disposal	47
Labour Practices and Standards			
GRI 401: Employment 2016	401-1	New employee hires and employee turnover	49
	401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	65
GRI 404: Training and Education 2016	404-1	Average hours of training per year per employee	51
	404-2	Programs for upgrading employee skills and transition assistance programs	51
GRI 406: Non-discrimination 2016	406-1	Incidents of discrimination and corrective actions taken	54
Health & Safety			
GRI 403: Occupational Health and Safety 2018	403-1	Occupational health and safety management system	56-59
	403-2	Hazard identification, risk assessment, and incident investigation	59
	403-3	Occupational health services	50,57
	403-4	Worker participation, consultation, and communication on occupational health and safety	53,56,59
	403-5	Worker Training on Occupational Health and Safety	51,53,56,57,59
	403-9	Work-related injuries	59
	403-10	Work-related ill health	59
Diversity			
GRI 405: Diversity and Equal Opportunity 2016	405-1	Diversity of governance bodies and employees	54
Data Privacy and Security			
GRI 418: Customer Privacy 2016	418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	64

CORPORATE GOVERNANCE OVERVIEW STATEMENT

"The Board of Directors ("the Board") of the Company recognizes the importance of embracing high standards of corporate governance in order to safeguard the interest of stakeholders and enhance shareholder value. The Board considers transparency, accountability, integrity and sustainability as the four pillars of corporate governance. As such, the Board embeds in the Group a culture that is aligned with the values and good governance practices the Group upholds, as key driver towards delivering long-term strategic success."

This Statement provides an overview of the Company's application of the Principles and Practices set out in the Malaysian Code on Corporate Governance ("MCCG") and the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities") during the financial year ended 30 June 2024.

The details on how the Company has applied each of the Practices during the financial year under review are disclosed in the Corporate Governance Report, which is published on the Company's website at www.jayatiasa.net

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD RESPONSIBILITIES

Board Duties and Responsibilities

The Board is responsible for the long-term growth and delivery of sustainable value to the shareholders of the Company. It sets the strategic direction of the Group and provides effective leadership through oversight of management and monitoring the business performance in the Group.

The Directors are tasked with managing the business and affairs of the Group and are expected to exercise reasonable care, skill and diligence in decision making. The Directors keep themselves abreast of relevant developments, including material sustainability risks and opportunities, to discharge their duties and responsibilities efficiently. They are to act in the best interest of the Company and not place themselves in a position where there is conflict between their duties to the Company and personal interest. Hence, the Board has formalized a Conflict of Interest Policy in managing conflict of interest situations within the Group.

Details of the roles and responsibilities of the Board are set out in the Board Charter which serves as a guide and primary induction document providing prospective and existing Board members insights into their responsibilities in discharging their fiduciary and leadership functions. The Board Charter outlines powers that the Board reserves for itself and those that are delegated to the Board Committees and the management. It also sets out the responsibilities of the Chairman, Chief Executive Officer ("CEO"), individual Directors and Non-Executive Directors to enhance accountability. The Board Charter was last revised on 18 October 2021. The Board has adopted a Directors' Fit and Proper Policy setting out the fit and proper criteria for the appointment of prospective Director and re-election of Directors on the Board of the Company and its subsidiaries.

The Board Charter and Directors' Fit and Proper Policy are published on the Company's website at www.jayatiasa.net.

The key responsibilities of the Board include:

i. Formulating strategic plans and policies to ensure that they support long-term value creation through good environmental, social and governance practices underpinning sustainability;
ii. Overseeing the conduct of the Group's businesses;
iii. Ensuring effective risk management and internal control;
iv. Reviewing and approving key matters such as financial results, investments and divestments, acquisitions and disposals, and major capital expenditures; and
v. Maintaining effective communication and proactive engagements with stakeholders.

There is a formal schedule of matters reserved for the Board's decision to ensure the direction and control of the Company are in its hands. Key matters reserved for the Board include, inter-alia, approval of annual budget, quarterly and annual financial statements for announcement, investment and divestment, as well as monitoring of the Group's financial and operating performance.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Board Committees

The Board has established Board Committees, namely the Audit Committee, Nomination Committee, Remuneration Committee and Sustainability Committee to assist the Board in fulfilling its ongoing oversight and stewardship role. The Board Committees have the authority to examine specific issues within their respective terms of reference approved by the Board. The Board Committee meetings are conducted separately from Board meetings to enable objective and independent discussions during these meetings.

The Chairman of the respective Board Committees reports to the Board with their recommendations. The ultimate responsibility for decision making, however, lies with the Board.

Chairman and CEO

The roles of the Chairman and CEO are distinct and separate, and the positions are held by different individuals to promote accountability and division of responsibilities between them.

The Chairman is primarily responsible for providing leadership to the Board and instilling good corporate governance practices. He acts as a facilitator at Board meeting and ensures that contributions from Directors are forthcoming on matters brought to the Board and that no Board member dominates discussion. He is also responsible for ensuring that general meetings support meaningful engagement between the Board, senior management and shareholders. The Chairman is not a member of any Board committees.

The CEO, as leader of the Senior Management, is responsible for the effective implementation of the Group's strategic plans and policies established by the Board, and oversees the day-to-day operations and business of the Group.

Company Secretary

The Board is supported by a qualified, experienced and competent Company Secretary who is responsible for updating and advising the Board on regulatory, statutory, corporate governance, policy and procedure requirements relating to Directors' duties and responsibilities.

All the Directors have unrestricted access to the advice and services of the Company Secretary to enable them to discharge their duties effectively.

Ethical Standards

The Board has established a Code of Conduct and Ethics setting out the standards of conduct expected from all Directors and inculcating good ethical conduct for the employees. This code covers managing conflicts of interest, preventing the abuse of power, corruption, insider trading and money laundering, protecting company assets, and complying with laws, rules and regulations.

The Anti-Bribery and Corruption Policy established by the Board essentially sets out the Group's overall position on bribery and corruption and provides information and guidance to ensure employees understand their responsibilities in complying with the Group's zero-tolerance approach on bribery and corruption.

The Company has in place a whistleblowing policy which provides an avenue for any party to raise concern in good faith about improper conduct(s) committed by an employee within the Group through formal procedures and confidential channels provided therein, without risk of reprisal.

The Code of Conduct and Ethics, Anti-Bribery and Corruption Policy and whistleblowing policy are available on the Company's website at www.jayatiasa.net.

Meeting and Time Commitment

Each Board member is expected to allocate sufficient time to attend the Board and Committee meetings to deliberate on matters under their purview. The dates of meetings of the Board, Board Committees and Annual General Meeting for each year are fixed in advance to ensure that the meeting dates are booked and to facilitate the Directors and the management to plan ahead accordingly.

All Directors of the Company have complied with the Listing Requirements of Bursa Securities of not holding more than five (5) directorships in listed issuers at any given time. This is to ensure the Directors do not have competing time commitment that may impair their ability to discharge their duties effectively.

All Board and Committee members are provided with the requisite notice, agenda and meeting materials at least five (5) business days prior to the meeting.

CORPORATE GOVERNANCE
OVERVIEW STATEMENT

A total of five (5) Board of Directors Meetings were held during the financial year. In line with good governance practice, the Company leveraged on technology by conducting virtual meetings of the Board and Board Committees. This approach, whether fully virtual or hybrid, enhances convenience for participants and ensures effective engagement.

The attendances of the Directors are as follows: -

Name of Directors	Meeting Attendance
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	5/5
Dato' Jin Kee Mou	5/5
Mr Tiong Chiong Hee	4/5
Ms Clara Tiong Siew Ee	5/5
Dato' Sri Dr Tiong Ik King	5/5
Mdm Tiong Choon	5/5
Dato' Wong Lee Yun	4/5
Mr Yong Voon Kar	5/5
Tuan Haji Ikhwan Bin Zaidel	5/5

Directors' Training

The Directors received continuous training to acquire and/or enhance the requisite knowledge and skill in areas relevant to their duties and responsibilities as well as to be updated of changes to the statutory and regulatory requirements and the impact of such requirements on the Group.

All the Directors had completed the Mandatory Accreditation Programme (MAP I) as prescribed by the Listing Requirements of Bursa Securities. The training programmes, briefings and conferences attended by the Directors during the financial year are as follows:-

Director	Title of Programmes/Seminar/Courses/Forum
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	• At-A-Glance: Board's Oversight Role on Bursa Malaysia's Enhance Sustainability Reporting Framework • Capacity Building - Build board capability and ESG governance mechanisms • Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact) • Transparency Matters : A Director's Approach to Handle Conflict of Interest
Dato' Jin Kee Mou	• Seminar on Introduction of Forest Carbon Activities in Sarawak • Palm Oil Milling Technology Exhibition & Conference (POMtec2023) • 2023 World Green & Sustainability Summit - Building A Better Future Through Green Growth • East Malaysia Palm & Lauric Oils Price Outlook Conference & Exhibition (emPOC 2023) • Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact)
Tiong Chiong Hee	• Advocacy Sessions for Directors and CEOs of Main Market Listed Issuers • Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact) • Cyber Security Awareness Talk • POC 2024 • Preparing for EUDR: Strategies and Challenges Faced By EU Operators and Malaysian Exporters

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Director	Title of Programmes/Seminar/Courses/Forum
Clara Tiong Siew Ee	• Advocacy Sessions for Directors and CEOs of Main Market Listed Issuers • Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact) • Sustainable Action Conference 2023 - Transitioning to Being ESG Compliant and Achieving Net Zero Ambitions • International Conference on Sustainable Management of Tropical Forests
Dato' Sri Dr Tiong Ik King	• Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact)
Tiong Choon	• Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact) • Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (MACC Act 2009) – Revisiting corporate liability on acts of corruption and their implications to the Group and Directors
Dato' Wong Lee Yun	• IERP: QRD Series 4 – The Directors Guide to Strategic ERM • KPMG - ESG Training-Fiduciary Duty On Climate Risk Management • A Sustainability Afternoon talk with Ms. Baida Hercus from the Free Tree Society • IERP: Global Conference • EXIM In House - Ethics Awareness Program & Anti-Money Laundering, Anti-Terrorism Financing (AMLA) • EXIM In House - Cyber Security Awareness • EXIM In House - MFRS 17 Insurance Contracts • FIDE: Board Oversight of Climate Risks and Opportunities • IERP: QRD Series 12 – Directors Guide to Cybersecurity Oversight • AICB- Bank Audit Conference Masterclass • FIDE: Directors' Masterclass in Climate Governance 2024: Boardroom Dynamics in Climate Talks • KLBC Fireside Chat with Y.B. Nik Nazmi Nik Ahmad on Environmental Sustainability as a Fundamental Part of Doing Business • BNM – FIDE FORUM Engagement: Responsibility Mapping with Directors of Financial Institutions • EXIM In House- Governance & Compliance Mastery
Yong Voon Kar	• 2024 Budget & Tax Conference organized by Ernst & Young, Malaysia • Bursa Malaysia Mandatory Accreditation Programme (MAP II : Leading For Impact) • Securities Commission's Audit Oversight Board Conversation with Audit Committees • Being Sued as an INED – A Personal Journey • Auditing Strategy Risks – An Important consideration for Enterprise Risk Management and Internal Audit in today's turbulent business landscape

II. BOARD COMPOSITION

The Company is led by an experienced Board with diverse background and expertise in areas such as entrepreneurship, operations, marketing, economics, finance, accounting, taxation, audit and engineering which are vital for the current business, continuous progress and success of the Group.

The Board has nine (9) members comprising three (3) Executive Directors and six (6) Non-Executive Directors of whom three (3) or 33% are Independent Directors. The 33% composition of Independent Directors is a departure from **Practice 5.2** of the MCCG which requires the Board to have at least 50% Independent Directors but is compliant with Bursa Listing Requirement which requires at least 1/3 of the Board members to be Independent Directors. The **profile of the Directors** are presented on pages 16 to 20 of the Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Board Diversity

The Board strongly advocates a corporate culture that embraces diversity when determining its composition taking into accounts the skills and industry experience, knowledge, gender, age and other qualities of Directors, in the context of the needs and goals of the Company. The differences in the experience and expertise of Directors are balanced appropriately, whenever possible, in determining the optimum composition of the Board.

The Board has three (3) female members to bring value to Board discussions from the different perspectives and approaches of the women Directors. This composition is more than the target set in the Board Diversity Policy which requires the Board to comprise at least two (2) women Directors and the requirement of MMLR of Bursa Securities which provides that all listed issuers must have at least one (1) woman director on their Boards.

The Board Diversity Policy is contained in the Board Charter which is published on the Company's website.

Board Independence

The Independent Non-Executive Directors are responsible for providing unbiased and independent advice to the Board and ensure effective check and balance. They contribute by bringing the quality of impartiality and leading objective discussion on Board deliberations and play an important role in protecting the interests of stakeholders, in particular the minority shareholders.

Re-election of Directors

The re-election of the Directors is done in accordance with the Company's Constitution.

Article 81 of the Company's Constitution provides that one-third of the Directors are subject to retirement by rotation at every Annual General Meeting ("AGM") and each director shall retire from office at least once in every three (3) years. Article 85 further provides that the newly appointed Director shall retire from office at the next AGM subsequent to his/her appointment.

The retiring Director(s) are eligible for re-election.

Nomination Committee

The Nomination Committee ("NC") is entrusted to recommend suitable candidate for Board appointment. The NC also assesses annually the effectiveness of the Board and Board Committees, Board composition, the performance of Directors and Board independence. The Board has the ultimate responsibility of making the final decision on the appointment of new Directors.

A summary of key activities of the NC during the financial year 2024 and up to the date of this Statement is as follows:-

- reviewed Board composition based on the required mix of skills, experience, age, knowledge and diversity;
- assessed the effectiveness of the Board as a whole and the Board Committees;
- evaluated the performance and contribution of individual Directors;
- reviewed and assessed the independence of Independent Non-Executive Directors;
- reviewed and recommended the re-election of Directors who were due for retirement by rotation for shareholders' approval at the forthcoming AGM; and
- noted the re-election of subsidiaries' Directors at the subsidiaries' forthcoming AGM.

All assessment and evaluation carried out by the NC were duly documented.

Board Evaluation

The annual evaluation conducted by the NC on 28 August 2024 concluded that the Board, Board Committees and individual Director possess the relevant skill sets, and had effectively discharged their stewardship responsibilities to meet the Company's needs.

The NC is satisfied that the retiring Directors, namely Dato' Jin Kee Mou, Mr Tiong Chiong Hee and Ms Clara Tiong Siew Ee ("Retiring Directors") who had completed their Declaration of Fit and Proper in line with the Directors' Fit and Proper Policy should be re-elected. Accordingly, the Board recommended the re-election of the Retiring Directors for shareholders' approval at the forthcoming AGM. In line with Practice 5.7 of MCCG, the Board had provided a statement to support the re-appointment of the Retiring Directors in the Notice of Annual General Meeting.

The NC also assessed the independence of the Independent Non-Executive Directors for the financial year and concluded that all of them had satisfied the independence criteria set out in the Listing Requirements of Bursa Securities. They are able to continue to provide independent judgement and objective views to the Board.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

III. REMUNERATION

The key responsibility of the Remuneration Committee ("RC") is reviewing and recommending to the Board the framework and remuneration packages including performance related pay scheme for the Executive Directors.

The Company's remuneration policy is tailored in line with the objective to attract, reward, motivate and retain valuable Directors and Senior Management who lead the Group towards realizing its corporate strategies and long-term objectives.

The RC had during the financial year and up to the date of this Statement reviewed and recommended remuneration packages for the CEO and Executive Directors, taking into consideration factors including corporate and individual performance, extent of responsibility and the market rate in comparable companies.

In the case of the Non-Executive Directors, their remuneration shall commensurate with their responsibilities, including their contribution to the Board, involvement in Board Committees and attendance at meetings.

As a matter of good practice, the Directors abstained from deliberation on his/her own remuneration at Board Meetings.

The Board had formalised the Policies and Procedures on Remuneration for the Directors and Senior Management which is available on the Company's website at www.jayatiasa.net.

The total remuneration for the Directors of the Company for the financial year ended 30 June 2024 was RM5,195,814. None of the Directors of the Company received any remuneration from any subsidiaries within the Group during the financial year.

Details of the remuneration for the Directors of the Company for the financial year ended 30 June 2024 distinguishing between executive and non-executive Directors are set out below:

	Salary RM	Fees RM	Bonus RM	Other Emoluments RM	Total RM
Executive Directors (ED)					
Dato' Jin Kee Mou	606,000	-	946,000	250,710	1,802,710
Tiong Chiong Hee	463,800	-	681,450	148,883	1,294,133
Clara Tiong Siew Ee	372,300	-	557,550	120,881	1,050,731
Total ED's Remuneration	**1,442,100**	**-**	**2,185,000**	**520,474**	**4,147,574**
Non-Executive Directors (Non-ED)					
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	-	110,000	-	107,840	217,840
Dato' Sri Dr Tiong Ik King	-	110,000	-	8,000	118,000
Tiong Choon	-	115,000	-	8,000	123,000
Dato' Wong Lee Yun	-	130,000	-	168,400	298,400
Yong Voon Kar	-	145,000	-	8,000	153,000
Tuan Haji Ikhwan Bin Zaidel	-	130,000	-	8,000	138,000
Total Non-ED's Remuneration	**-**	**740,000**	**-**	**308,240**	**1,048,240**
Total for the year ended 30 June 2024	**1,422,100**	**740,000**	**2,185,000**	**828,714**	**5,195,814**

PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT

I. AUDIT COMMITTEE

The Board has established an Audit Committee ("AC") which consists of three (3) members of whom two (2) are Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Director. The AC is chaired by Mr Yong Voon Kar, an Independent Non-Executive Director, who is not the Chairman of the Board.

The composition of the AC, its roles and responsibilities, attendance record and summary

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of activities carried out during the financial year are set out in the AC report of this Annual Report.

In line with Practice 9.2 of the MCCG, the Terms of Reference of AC also includes a policy requiring a former key audit partner to observe a cooling-off period of at least 3 years from retirement or resignation before being appointed as a member of the AC. This is to safeguard the independence of the AC by avoiding the potential situation when a former key audit partner is able to exert significant influence over the audit and preparation of the Company's financial statements.

The Board is cognizant of its role in upholding the integrity in the financial reporting by the Company. Accordingly, the AC, which assists the Board in overseeing the financial reporting process, has adopted the Auditor Independence Policy setting out criteria in assessing the suitability and independence of the External Auditors including the type of non-audit services that could be provided by the External Auditors and the need to obtain the AC approval for non-audit services exceeding the threshold level.

II. RISK MANAGEMENT AND INTERNAL CONTROL

The Board affirms its commitment and responsibility for the Group's system of risk management and internal control which includes the establishment of an appropriate internal control environment and Risk Management Framework ("RM Framework") as well as reviewing its adequacy and effectiveness. The risk management and internal control system covers, inter alia, financial, operational, sustainability and regulatory compliance controls to safeguard shareholders' investments and the Group's assets.

The Board through the Risk Management Committee provides a platform to drive risk management activities guided by the Group RM Framework and Policy to ensure effective identification of emerging risks and management of identified risks through implementation of appropriate controls and risk treatment strategies.

The details of the RM Framework and its associated initiatives undertaken during the financial year are set up in the Statement on Risk Management and Internal Control of this Annual Report.

Internal Audit Function

The Company has in place an in-house internal audit department ("IAD") which reports directly to the AC.

The primary function of the IAD is to assist the AC in discharging its oversight role in assuring the adequacy and integrity of the Group's system of internal control. The AC approves the annual audit plan. The internal audit function adopts a risk-based approach in executing the internal audit plan that focuses on major business units and operations within the Group.

The details of the work of the Internal Audit Function are set out in the AC Report of this Annual Report.

PRINCIPLE C – INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

I. COMMUNICATION WITH STAKEHOLDERS

The Board recognizes the importance of effective and proactive engagement with the shareholders and other stakeholders.

The Company's Investor Relations ("IR") Function undertakes ongoing engagement and communication with key institutional investors and analysts.

The Board is committed to being transparent and accountable to the Company's stakeholders. Material information such as the financial results and the production figures are disclosed to them timely. Besides, up-to-date information on financial performance, operational review and corporate presentation are made available on the Company's website.

Communication and engagement with stakeholders include:

- quarterly announcement on financial results to Bursa Securities;
- monthly and quarterly announcement on production figures to Bursa Securities;
- other company announcements and circulars to shareholders whenever necessary;

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- annual report and General Meeting;
- ongoing engagement and communication with investors and investment communities; and
- the Company's website at www.jayatiasa.net where stakeholders can access corporate information, annual report, financial information, company announcements and share prices of the Company. To effectively address any issues, the Group has dedicated an electronic mail address at inquiry@jayatiasa.net where stakeholders can direct their queries and concerns.

II. CONDUCT OF GENERAL MEETINGS

The AGM allows shareholders to review the Group's performance via the Company's Annual Report and pose questions to the Board for clarification. It also serves as the principal forum for dialogue and communication between shareholders and the Board.

The notice and agenda of the last year's AGM held on 30 November 2023 together with the Form of Proxy were given to shareholders twenty-eight (28) days before the date of the AGM allowing shareholders sufficient time to make arrangement to attend the AGM or appoint proxy to vote and attend on his/her behalf.

The last AGM of the Company was held fully virtual through the online meeting platform at https://meeting.boardroomlimited.my (Domain Registration No. with MYNIC-D6A357657) provided by Boardroom Share Registrars Sdn Bhd in Malaysia. All the Directors and the external auditors were available to engage with the shareholders of the Company. The members of the Senior Management of the Company were also available to respond to any enquiries from the shareholders.

Shareholders were given the opportunity to submit their questions prior to and during the AGM via e-query box. The minutes of the AGM together with matters addressed were made available on the Company's website within 30 days after the AGM.

All resolutions set out in the notice of the AGM were voted by poll in accordance with the Listing Requirements of Bursa Securities. The Board appointed an independent Scrutineer to validate votes cast at the AGM to ensure transparency and accuracy of the voting results.

This Statement was approved by the Board on 28 October 2024.

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

"Pursuant to Paragraph 15.26 (b) of the Listing Requirements and the Malaysian Code on Corporate Governance ("MCCG"), the Board of Directors ("Board") is pleased to present the following Group's Statement on Risk Management and Internal Control for the financial year under review and up to the date of approval of this statement, prepared in accordance with the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers issued by the Institute of Internal Auditors Malaysia and adopted by Bursa Malaysia Securities Berhad and taking into consideration the recommendations of the MCCG."

Board's Responsibility

The Board affirms its commitment and responsibility for the Group's system of risk management and internal control which includes the establishment of an appropriate internal control environment and risk management framework as well as reviewing its adequacy and effectiveness. The risk management and internal control system covers, inter alia financial, operational, sustainability and regulatory compliance controls to safeguard shareholders' investments and the Group's assets.

The system in place is designed to manage rather than eliminate the risk of failure to achieve the Group's business objectives by providing reasonable assurances against material misstatement or loss. The concept of reasonable assurance also recognises that the cost of control procedures should not exceed the expected benefits.

The Board has received assurance collectively from the Chief Executive Officer, Executive Director and the Chief Financial Officer that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects.

Risk Management Framework

In today's fast-paced and ever-evolving business environment, proactive management of the overall business risks is a prerequisite in ensuring that the Group achieves its business objectives. Risk management activities are regarded as an integral part of the Group's business practices and not in isolation. The Group plans and executes activities through understanding the context of internal and external factors to ensure that the risks inherent in its business are identified and effectively managed to achieve an appropriate balance between realising opportunities for gains while minimising losses to the Group.

The Group embraces a Risk Management Framework ("RM Framework") that sets out the risk management governance, processes and control responsibilities, guidelines focusing on the core components of the Committee of Sponsoring Organizations of the Treadway Commission's Enterprise Risk Management and underpins the Group Risk Management Policy ("RM Policy"). Apart from seeking to ensure that there is a consistency in the methods used in addressing risks, concerns, challenges and/or expectations throughout the Group and that risk management efforts are aligned with the Group's business objectives, the RM Framework also delineates enhanced and explicit requirements for managing risks and assists in understanding the impact of uncertainties inherent in business decisions. Reviews are conducted on a periodic basis or as and when required to reflect operating changes.

In discharging its responsibilities, the Board is assisted by the Risk Management Committee ("RMC") which is chaired by the Executive Director cum Chief Risk Officer and comprises representatives from key senior management. The RMC provides a platform to drive risk management activities guided by the Group RM Policy and RM Framework to ensure effective identification of emerging risks and management of identified risks through implementation of appropriate controls and risk treatment strategies.

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

The RMC meets periodically and works closely with the Risk Management Department ("RMD") to provide invaluable support to both the board and management, facilitating the implementation of a risk-aware culture, methodology and skills necessary for effective risk oversight.

The RMD meets with the risk owners made up of managers or key personnel from the divisional units to execute the following risk management process.

The RMC reviews periodically both the Group top and divisional risk profiles to ensure that the overall risks impacting the Group are adequately identified and managed effectively or within an acceptable risk appetite and presents the risk management report to the Board twice a year covering the risk assessment result. Mitigation measures in addressing major risk factors pertaining to FFB yield growth and volatile palm oil market include continuous improvement and monitoring of workers retention and productivity, intensifying field supervision and mechanisation of all possible field tasks and continuous monitoring of the KPIs achieved, close monitoring of market developments especially concerning major edible oil pricing trends and adopting spot and forward sales to minimise price risks as well as focusing on prudent cost management to stay competitive.

The Group is also subject to increasing scrutiny on the ESG risk exposures which include climate change and anti-bribery and corruption challenges. Mitigation measures such as reduction of GHG emissions through biogas tanks and installation of ESP to comply with clean air regulation systems are in progress. Besides, the Group has put in place the Anti-Bribery and Corruption Policy and Whistleblowing Policy with related trainings conducted to provide awareness among employees in relation to anti-bribery and corruption.

Key Elements of the Group's Internal Control

The Board and Management are committed to maintain an effective internal control environment by continuously enhancing the features of internal controls to ensure that they are relevant and effective to promote operational agility while ensuring corporate governance and compliance to regulatory guidelines.

The key elements of our Group's internal control system established for maintaining strong corporate governance are as follows:

- The Group's reporting structure incorporating checks and balances is aligned to the business requirements.
- Authority limits are in place for approving capital expenditure and matters on financial, treasury, operations and personnel, minimising potential risk exposures.
- Documented policies and procedures are also in place subject to review where applicable to ensure relevancy to support the Group's business activities.
- Code of Conduct and Ethics for the Directors and employees to inculcate good business conduct and maintain a healthy corporate culture that embraces integrity, transparency and fairness.
- Whistle blowing policy to provide an avenue for any party to raise genuine concerns about improper conducts committed by employees within the Group through formal procedures and confidential channels. In addition, Complaint and Grievance procedures are in place to provide a clear and transparent guideline for employees to raise any grievances without fear of retaliation.
- Anti-Bribery and Corruption Policy sets out the Group's overall position on bribery and corruption and provides information and guidance to ensure that employees understand their responsibilities in compliance with the Group's zero-tolerance on bribery and corruption.

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

- Annual budgets are prepared by the Group's operations. The actual results are reported, analysed and monitored against the budget in the Group's management meetings.

- Presentation of the quarterly and annual financial statements containing key financial results as well as operational performance report of the Group to the Board for deliberation and to facilitate decision making.

- The Group's financial covenants and cash flow position are prepared and reported regularly to the management as a monitoring mechanism.

- The Group Executive Directors and Chief Executive Officer meet with the management and operations personnel monthly to resolve key operational, financial, human resource and other management issues including issues of risks and controls in order to enhance the performance and profitability of the Group's businesses.

- The Group has a comprehensive information system that enables the production of timely, reliable and relevant data to enhance management's decision making.

- Guidelines on employment, performance appraisal, training and retention of employees are in place to ensure the Group's ability to operate in an effective and efficient manner.

- The Group has established the safety & health committees at the operating level to address and ensure compliance with occupational safety and health policies and procedures as required by the various authorities.

- The Group undertakes adequate insurance coverage on both its employees and assets to ensure both are sufficiently insured against any untoward incidents that could result in material losses.

- The Intranet Portal is used as an effective dissemination tool to share up-to-date information on development and happenings.

- The Group has in place the KPI reporting to drive awareness of shared management responsibility on their contribution towards enhancing the operating performance in achieving the business objectives.

- Senior management team conducts visits to the Group's operations for better understanding to facilitate cognisance in decision-making capability.

Internal Audit

The Group has established an Internal Audit Department ("IAD"), which reports independently to the Audit Committee ("AC") to provide the Board with assurance on the adequacy and effectiveness of risk management, internal control and governance processes.

The IAD is guided by the International Professional Practices Framework ("IPPF") of the Institute of Internal Auditors. It adopts a risk-based approach in executing the annual audit plan that focuses on major business units and/or operations within the Group after taking into consideration the input of management and the AC. The annual audit plan is reviewed and approved by the AC. The IAD reports directly to the AC on the outcome of its appraisal of the operational activities. Significant audit findings with management responses including corrective actions taken are presented and deliberated by the AC on a quarterly basis or as appropriate. The IAD also conducts subsequent follow up review to ensure management has dealt with audit recommendations and taken appropriate actions satisfactorily.

Board Review

The Board is of the view that the risk management and internal control system in place throughout the year under review and up to the date of approval of this Statement is sound and sufficient to safeguard the interests of the Group's stakeholders, their investments and the Group's assets. Additionally, the Board regards the risks faced by the Group are within acceptable levels in relation to its business objectives.

The Board is not aware of any material losses or fraud during the year under review as a result of weaknesses in internal control. The management is continuously taking necessary measures to improve and strengthen the risk management and internal control system of the Group.

Review of the Statement by External Auditors

Pursuant to Paragraph 15.23 of the Listing Requirements, the external auditors have reviewed the Statement on Risk Management and Internal Control pursuant to the scope set out in Audit and Assurance Practice Guide, Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control ("AAPG 3") included in the Annual Report issued by the Malaysian Institute of Accountants ("MIA") for inclusion

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

in the annual report of the Group for the year ended 30 June 2024 and reported to the Board that nothing has come to their attention that causes them to believe that the statement intended to be included in the annual report of the Group, in all material respects: has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Directors and management thereon. The report from the external auditors was made solely for and directed solely to the Board in connection with their compliance with the Listing Requirements of Bursa Malaysia Securities Berhad and for no other purposes or parties. The external auditors do not assume responsibility to any person other than the Board in respect of any aspect of this report.

The statement was approved by the Board on 28 October 2024.

AUDIT COMMITTEE REPORT

The Board of Directors ("the Board") of Jaya Tiasa Holdings Berhad ("the Company") is pleased to present the Audit Committee ("AC") Report for the financial year ended 30 June 2024 ("FY2024").

COMPOSITION AND MEETINGS

The AC was established on 1 June 1994.

The composition of the AC and attendance at meetings during the financial year are as follows:

Name	Designation	Attendance
Mr Yong Voon Kar	Chairman	6/6
Dato' Wong Lee Yun	Member	5/6
Tuan Haji Ikhwan Bin Zaidel	Member	6/6

The AC meetings were convened with proper notices and agenda and these were distributed to all members of the AC at least five (5) business days prior to meeting.

The Chief Financial Officer and Head of Internal Audit as well as other Board members attended the AC meetings upon invitation of the AC to facilitate discussion of matters on the agenda.

The Head of the Internal Audit presented his Internal Audit Reports to the AC for review quarterly. Representatives of the External Auditors attended the meetings to consider the audit plan and provide status update on key areas of audit emphasis and such other meetings as determined by the AC.

The AC Chairman reported the AC's key findings and conclusions to the Board after each meeting.

For the year under review, the performance of the individual AC member was assessed through self-evaluation, the outcome of which was reviewed by the Nomination Committee. Having considered the recommendation made by the Nomination Committee and based on the outcome of the evaluation, the Board was satisfied that all the AC members were able to discharge their duties and responsibilities in accordance with the Terms of Reference of the AC.

TERMS OF REFERENCE

The terms of reference can be found under the "Corporate Governance" section on the Company's website at www.jayatiasa.net.

SUMMARY OF ACTIVITIES CARRIED OUT BY THE AC

During the financial year under review, the AC worked closely with the management, internal auditors and external auditors to carry out its duties as required under its Terms of Reference.

Details of activities carried out by the AC during the financial year under review and up to the date of this report are summarized below:

Financial Reporting

(a) Reviewed all the unaudited quarterly financial results of the Group, focusing on significant matters and ensured the disclosures were in compliance with the Malaysian Financial Reporting Standards ("MFRS"), International Financial Reporting Standards ("IFRS") and Listing Requirements before recommending them to the Board for approval;

In reviewing the unaudited quarterly financial statements, the AC had:

- Reviewed the reasons for significant fluctuations in the quarterly and year-to-date financial performance of the Company and the Group, including key income and operating expenses;
- Focused on profits contribution by business segments and their respective challenges; and
- Reviewed production cost and production figures for both the oil palm and timber divisions from those budgeted, and discussed management's actions to address the challenges.

(b) Reviewed impact of changes in any accounting policy including assessment of impairment on property, plant and equipment as well as fair value changes on biological asset; and

(c) Reviewed the annual audited financial statements of the Company and the Group together with the external auditors before recommending them to the Board for approval.

The AC, based on its review and discussions with the Management and external auditors, considered that the financial statements were fairly presented in conformity with the relevant accounting standards in all material aspects for FY2024.

AUDIT COMMITTEE REPORT

External Audit

(a) Reviewed with the external auditors the audit plan, responsibilities and scope of work for FY2024 and external auditors' statutory audit fees;

(b) Discussed and reviewed with the external auditors the status update on key areas of audit emphasis before recommending the 4th Quarter financial statements for FY2024 to the Board for approval;

(c) Reviewed the nature of and fees for non-audit services provided by the external auditors in accordance with the Auditors Independence Policy. Having reviewed the non-audit services provided by the external auditors for FY2024, the AC was satisfied that such non-audit services was not likely to create any conflict, compromise or impair the independence and objectivity of the external auditors;

Details of non-audit fees incurred by the Company and Group for the FY2024 are stated in the Additional Compliance Information on Page 86 of this Annual Report;

(d) Assessed the suitability and independence of the external auditors in accordance with the criteria set out in the Auditors Independence Policy. The external auditors had also confirmed their professional independence in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants via their written letter to the AC. The AC was satisfied that the external auditors were able to meet the audit requirements and statutory obligation of the Company and also their professional independence as external auditors of the Company.

Based on the evaluation conducted by the AC, the Board recommended the re-appointment of Messrs. Ernst & Young PLT as the external auditor for the ensuing financial year for approval by shareholders at the forthcoming Annual General Meeting in November 2024; and

(e) Held one private meeting with the external auditors in the absence of the executive directors, management and committee secretary.

Internal Audit

(a) Reviewed and approved the Annual Internal Audit Plan to ensure adequacy of scope and coverage of auditable areas with significant and high risks;

(b) Reviewed internal audit reports presented by the Head of Internal Audit addressing internal controls over operations, operating cost, compliance and information technology processes relating to the Group based on the approved Annual Internal Audit Plan; and

(c) Discussed and reviewed the major findings, areas requiring improvements and significant internal audit matters raised by internal auditors and Management's responses, including follow-up actions. Management of business units concerned was requested to rectify and improve the internal control procedures and work flow processes based on Internal Auditors' recommendations.

Related Party Transactions and Conflict of Interest

(a) Reviewed the Recurrent Related Party Transactions ("RRPTs") on a quarterly basis to ensure that all RRPTs entered into by the Group (in relation to the nature, value and terms) were undertaken within the shareholders' mandate including arm's length terms of trade;

(b) In the case of related party transaction ("RPT") entered into by the Company in relation to the acquisition of Wealth Houses Development Sdn. Bhd., the AC evaluated the RPT to ensure that it was undertaken at arm's length, on normal commercial terms and on terms which were not more favourable to the related parties than those generally available to the public; and

(c) Reviewed certain Directors' interest in competing business a summary of which is as follows:

Director	Interest in competing business
Dato' Sri Dr Tiong Ik King Tiong Choon	A Director of Tiong Toh Siong Holdings Sdn Bhd which is a major shareholder of Subur Tiasa Holdings Berhad and Rimbunan Sawit Berhad whose principal activities include sale of crude palm oil ("CPO"). Subur Tiasa Holdings Berhad is also involved in the sale of logs.
Tiong Chiong Hee	A Director of Palmgroup Holdings Sdn Bhd and its subsidiaries whose principal activities include sale of CPO.

AUDIT COMMITTEE REPORT

The AC evaluated the aforesaid Directors' interest and opined that they were not detrimental to the Group in view of the following:

(i) CPO is sold in the open market at the prevailing MPOB prices; and
(ii) As for the sale of logs, the interested Directors are non-executive directors and the staff carrying out the sales are not related to them.

Others

Reviewed the following to ensure compliance with the relevant regulatory requirements prior to recommending them to the Board for approval:

(a) The review procedures for RRPTs and method for determining the RRPT transaction prices;
(b) Audit Committee Report; and
(c) Statement on Risk Management and Internal Control.

SUMMARY OF WORKS OF THE INTERNAL AUDIT FUNCTION

The Group has in place an in-house internal audit department ("IAD"), which provides the Board, through the Audit Committee, with independent assurance on the adequacy and operating effectiveness of the Group's governance, risk management and internal control system. IAD also assesses the Group's business units complying with relevant policies, procedures, and statutory laws and regulations. The IAD is guided by the International Professional Practices Framework ("IPPF") issued by the Institute of Internal Auditors. The IAD, which is independent of the activities it audits, reports directly to the AC.

Audit Scope and Coverage

The IAD adopted a risk based auditing approach, prioritizing audit assignments based on the Group's key business operations, risk management and past audit findings. The key audit findings with recommendations and status of previous audit recommendations were presented to the head office senior management and operation unit management in the audit closing meeting. During the Financial Year, the IAD issued 36 audit reports. The Head of the IAD presented the key audit findings to the Audit Committee quarterly during the Audit Committee meeting.

The IAD executed the audit assignments based on approved audit plan and performed the following tasks in accordance with its overall strategy:

- Review Estates and CPO Mills governance;
- Verify the existence of assets and recommend proper safeguards for their protection and usage;
- Evaluate the adequacy of the system of internal controls;
- Recommend improvements in controls;
- Assess compliance with the Group policies and procedures;
- Assess compliance with government obligations;
- Review and verify Bursa's Common Sustainability Matters indicators;
- Review management action plans to ascertain whether the operations are being carried out as planned;
- Investigate reported occurrences of irregularities and wastages; and
- Review of operational efficiency.

Key Areas Audited during the Financial Year are as follows:

- Oil Palm Plantation Operations
- Oil Palm Plantation operating cost review
- CPO Mill Operations
- Planted Forest Operation
- Timber Logging Operation
- Asset Management
- Inventory Management
- Workshop Operations
- Oil Palm Estate and CPO mill workers Payroll
- Plant Repair and Maintenance costs
- Recurrent Related Party Transactions
- IT related system and data security
- Human Resource Management

IAD Team and Spending

The IAD team comprised of a total of 9 auditors as at 30 June 2024. None of the IAD members had any conflicts of interests with the companies within the Group.

During the financial year, all the internal audit activities were performed in-house and the total cost incurred was RM789,124 for the financial year ended 30 June 2024.

This report was approved by the Board on 28 October 2024.

ADDITIONAL COMPLIANCE INFORMATION

The information set out below is disclosed in compliance with Appendix 9C of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad:

(i) Material Contracts

Save as disclosed below, there were no other material contracts (not being contracts entered into in the ordinary course of business) entered into by the Company or its subsidiaries involving the interests of directors or major shareholders during the financial year:

The Company had on 4 July 2023 entered into a conditional Share Sale Agreement ("SSA") with Tiong Toh Siong Holdings Sdn. Bhd. ("TTSH"), Tiong Toh Siong Enterprises Sdn. Bhd. ("TTSE") and Knightbridge Venture Sdn. Bhd. ("KVSB") (collectively the "Vendors") to acquire 825,000 ordinary shares representing 55% equity interest in Wealth Houses Development Sdn. Bhd. ("WHD") for a cash consideration of RM52,250,000. ("The Acquisition")

The Acquisition was completed on 29 August 2023 in accordance with the terms and conditions of the SSA and WHD became a 55%-owned subsidiary of the Company upon completion of the Acquisition.

The above acquisition was regarded as a related party transaction by virtue of the following:

(1) Tan Sri Datuk Sir Diong Hiew King @ Tiong Hiew King ("TSTHK") is a major shareholder of the Company. He is deemed interested in the Acquisition by virtue of his directorships and substantial interests in the Vendors;

(2) Datuk Tiong Thai King ("DTTK") is the director of certain subsidiaries of the Company and a shareholder of the Company. He is deemed interested in the Acquisition by virtue of him being the managing director of the Vendors and having substantial interests in TTSH and TTSE as well as his family relationship with TSTHK and Mr Tiong Chiong Hee;

(3) Mr Tiong Chiong Hee is an executive director of the Company. He is the son of DTTK. He is deemed interested in the Acquisition by virtue of his family relationship with DTTK;

(4) Ms Clara Tiong Siew Ee is an executive director of the Company. She is deemed interested in the Acquisition by virtue of her family relationship with TSTHK;

(5) Mdm Tiong Choon is a non-independent non-executive director of the Company. She is deemed interested in the Acquisition by virtue of her directorship in TTSH and KVSB, as well as her family relationship with TSTHK; and

(6) Dato' Sri Dr Tiong Ik King is a non-independent non-executive director of the Company. He is deemed interested in the Acquisition by virtue of his directorship in TTSH and TTSE as well as his family relationship with TSTHK and DTTK.

(ii) Utilisation of Proceeds Raised from Corporate Proposals

There was no fund raising corporate proposal during the financial year.

ADDITIONAL COMPLIANCE INFORMATION

(iii) Audit and Non-Audit Fees

The amount of audit and non-audit fees incurred for services rendered by the Auditors of the Company, Messrs Ernst & Young PLT (EY) and their affiliates, to the Company and the Group respectively for the financial year ended 30 June 2024 were as follows:

	Group FY 2024 RM	Company FY 2024 RM
Statutory audit fee		
- EY Malaysia	887,500	258,000
Non-audit fees*		
- EY Malaysia	17,000	17,000
- Affiliates of EY Malaysia	171,400	20,000
Total	188,400	37,000
% of non-audit fee	21%	14%

*Note:
The non-audit fees comprised mainly fees paid to EY's affiliates for tax compliance and advisory fees.

DISCLOSURE ON RECURRENT RELATED PARTY TRANSACTIONS

At the Annual General Meeting held on 30 November 2023, the Company obtained a shareholders' mandate for the Group to enter into recurrent related party transactions of a revenue or trading nature.

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ADDITIONAL COMPLIANCE INFORMATION

In accordance with Practice Note 12 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the details of the recurrent related party transactions conducted during the financial year ended 30 June 2024 (FY 2024) pursuant to the shareholders' mandate are as follows:

Transacting Related Parties	Nature of Transactions entered into by the Company and/or its subsidiaries (Group)	Amount Transacted During FY2024 RM'000
Borneo Edible Oils Sdn Bhd[1]	Sale of crude palm oil and palm kernel by the Group	421,052
Oriental Group[2 & 3]	Freight service charges payable by the Group	4,962
	Construction cost on quarter, storage building and other assets	156
	Sale of fuel, lubricant and spare parts by the Group	394
R.H. Forest Corporation Sdn Bhd[1]	Land premium payable by the Group	6,689
Rejang Height Sdn Bhd[1]	Land premium payable by the Group	2,831
Wealth Houses Development Sdn Bhd[1]	Land premium payable by the Group	228
Rimbunan Hijau Auto Services Sdn Bhd[1]	Purchase of motor vehicles (pick-up and van) for operational use by the Group	726
Rimbunan Hijau General Trading Group[1 & 4]	Purchase of fuel, lubricant and spare parts by the Group	4,493
Palm Biolab Sdn Bhd[5]	Biolab testing fees payable by the Group	144

Notes:

Relationship of Related Parties with the Company

1 The major shareholder of the Company, Tan Sri Datuk Sir Tiong Hiew King and/or person(s) connected with him has substantial interest in the Transacting Related Parties.

2 Clara Tiong Siew Ee, the Executive Director of the Company, has substantial interest in the Transacting Related Parties.

3 Oriental Group comprises Oriental Evermore Sdn Bhd and its wholly-owned subsidiaries, Bintara Perkasa Sdn Bhd, Empayar Semarak Sdn Bhd, Globular Sdn Bhd, Trans-Allied Sdn Bhd and Moverstar (M) Sdn Bhd.

4 Rimbunan Hijau General Trading Group comprises Rimbunan Hijau General Trading Sdn Bhd and its wholly-owned subsidiary, Kejuruteraan Utama Sentiasa Sdn Bhd.

5 Tiong Chiong Hee, the Executive Director of the Company, has substantial interest in the Transacting Related Party.

DIRECTORS' RESPONSIBILITY STATEMENT
for preparing the annual financial statements

The Directors are required under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad to issue a statement explaining their responsibility for preparing the financial statements.

The Directors are also required by the Companies Act 2016 ("Act") to prepare the financial statements for each financial year, which give a true and fair view of the affairs of the Group and the Company as at the end of the financial year, and the results and cash flows of the Group and the Company for the financial year.

In preparing the financial statements for the financial year ended 30 June 2024, the Directors have:

a) applied the appropriate accounting policies on a consistent basis;
b) made judgments and estimates that are reasonable and prudent;
c) prepared the annual financial statements on a going concern basis; and
d) ensured that applicable approved Malaysian Financial Reporting Standards and International Financial Reporting Standards and provisions in the Act are complied with.

The Directors are responsible for ensuring that the Group and the Company keep accounting records which disclose, with reasonable accuracy, the financial position of the Group and the Company which enables them to ensure that the financial statements comply with the Act.

The Directors have overall responsibilities for taking reasonable steps to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

FINANCIAL STATEMENTS

DIRECTORS' REPORT

The directors have pleasure in presenting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2024.

Principal activities

The principal activities of the Company are investment holding, provision of management services, extraction and sale of logs.

The principal activities of the subsidiaries extend to the development of oil palm plantations and its related activities. Details of principal activities of subsidiaries are set out in Note 16 to the financial statements.

There have been no significant changes in the nature of the principal activities during the financial year.

Results

	Group RM'000	**Company** RM'000
Profit for the year attributable to:		
Owners of the parent	128,867	53,516
Non-controlling interests	99	-
	128,966	53,516

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

Reserves and provisions

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements.

Share capital

The Company did not issue any new shares or options over shares during the financial year. As at 30 June 2024, the number of treasury shares were 5,727,000 and the outstanding ordinary shares in issue after set-off of treasury shares were therefore 967,990,797.

Dividends

Dividends paid by the Company since 30 June 2023 were as follows:

	RM'000
In respect of the financial year ended 30 June 2023:	
Single tier second interim dividend of 1.7 sen on 967,990,797 ordinary shares, declared on 24 August 2023 and paid on 29 September 2023	16,456
In respect of the financial year ended 30 June 2024:	
Single tier first interim dividend of 2.5 sen on 967,990,797 ordinary shares, declared on 29 February 2024 and paid on 2 April 2024	24,200
Total dividend paid during the financial year ended 30 June 2024	40,656

The directors declared and approved on 30 August 2024:

Single tier second interim dividend of 3.5 sen on 967,990,797 ordinary shares, declared on 30 August 2024 and paid on 30 September 2024	33,880

DIRECTORS' REPORT

Dividends (contd.)

The financial statements for the current financial year do not reflect the dividend paid on 30 September 2024. Such dividend will be accounted for in equity as an appropriation of retained earnings in the financial year ended 30 June 2025.

The Directors do not recommend any final dividend to be paid in respect of the financial year ended 30 June 2024.

Directors

The directors of the Company in office since the beginning of the financial year and up to the date of this report are:

Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	Non-Executive Chairman
Dato' Jin Kee Mou	Chief Executive Officer, also a director of certain subsidiaries
Tiong Chiong Hee	Executive Director, also a director of certain subsidiaries
Clara Tiong Siew Ee	Executive Director, also a director of all subsidiaries
Dato' Sri Dr. Tiong Ik King	
Tiong Choon	Also a director of certain subsidiaries
Dato' Wong Lee Yun	
Yong Voon Kar	
Tuan Haji Ikhwan Bin Zaidel	

The directors of the Company's subsidiaries in office since the beginning of the financial year and up to the date of this report (not including those directors listed above) are:

Tan Sri Datuk Sir Diong Hiew King @ Tiong Hiew King ("Tan Sri THK") #	(Retired on 29 November 2023)
Datuk Tiong Thai King ("Datuk TTK") ##	
Dato' Wong Pack	
Nayun Ak Sanup	
Tan Yoke Seng	

\# Tan Sri THK has retired as a director of a subsidiary, Eastern Eden Sdn. Bhd.
\## Datuk TTK has retired as a director of the subsidiaries, except Curiah Sdn. Bhd. and Sericahaya Sdn. Bhd.

Directors' benefits

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors or the fixed salary of a full-time employee of the Company as shown below) by reason of a contract made by the Company or a related corporation with any director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest, except as disclosed in Note 28 to the financial statements.

DIRECTORS' REPORT

Directors' remunerations

Details of directors' remunerations in accordance with the requirements of Companies Act 2016 are as follows:

	Group RM'000	Company RM'000
Executive:		
Salaries and other emoluments	3,627	3,627
Contributions to defined contribution plans	472	472
Total executive directors' remuneration (excluding benefits-in-kind)	4,099	4,099
Estimated money value of benefits-in-kind	49	49
Total executive directors' remuneration (including benefits-in-kind)	4,148	4,148
Non-executive:		
Fees	788	740
Other emoluments	308	308
Total non-executive directors' remuneration	1,096	1,048
Total directors' remuneration	5,244	5,196

Indemnity and insurance for Directors and officers

The Directors and officers of the Company and its subsidiaries are covered under a Directors' and Officers' Liability Insurance up to an aggregate limit of RM10 million against any legal liability, if incurred by the Directors and officers of the Company and its subsidiaries in the discharge of their duties while holding office for the Company and its subsidiaries. The insurance premium paid by the Company was RM16,000.

Directors' interests

According to the Register of Directors' Shareholdings required to be kept under Section 59 of the Companies Act 2016, the interests of the directors in office at the end of the financial year in shares in the Company or its related corporations during the financial year were as follows:

	← Number of Ordinary Shares →			
	As at 1 July 2023	**Acquired**	**Disposed**	**As at 30 June 2024**
Direct:				
Dato' Sri Dr. Tiong Ik King	341,790	-	-	341,790
Dato' Jin Kee Mou	73,825	-	-	73,825
Indirect:				
Tiong Choon*	1,432,428	-	-	1,432,428
Tiong Chiong Hee**	130,000	-	-	130,000
Clara Tiong Siew Ee***	795,936	-	-	795,936

* Deemed interest pursuant to Section 59(11)(c) of the Companies Act 2016.
** Deemed interest pursuant to Section 8(4) of the Companies Act 2016.
*** Deemed interest pursuant to Section 8(6) of the Companies Act 2016.

Other than disclosed above, none of the other directors in office at the end of the financial year had any interest in shares in the Company or its related corporations during the financial year.

DIRECTORS' REPORT

Other statutory information

(a) Before the statements of profit or loss and other comprehensive income and statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:

(i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and have satisfied themselves that there were no known bad debts and that adequate provision had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.

(b) At the date of this report, the directors are not aware of any circumstances which would render:

(i) it necessary to write off any bad debts or the amount of the provision for doubtful debts inadequate to any substantial extent; and

(ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

(c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

(d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

(e) As at the date of this report, there does not exist:

(i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or

(ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.

(f) In the opinion of the directors:

(i) no contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may substantially affect the ability of the Group or of the Company to meet their obligations as and when they fall due; and

(ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group or of the Company for the financial year in which this report is made.

Auditors

The auditors, Ernst & Young PLT, have expressed their willingness to continue in office.

The auditors' remunerations of the Group and of the Company for the financial year were RM887,500 and RM258,000 respectively.

To the extent permitted by law, the Company has agreed to indemnify their auditors, Ernst & Young PLT, as part of the terms of their audit engagements against claims by third parties arising from their audits (for an unspecified amount). No payment has been made to indemnify Ernst & Young PLT for the financial year ended 30 June 2024.

Signed on behalf of the Board in accordance with a resolution of the directors dated 28 October 2024.

Dato' Jin Kee Mou **Tiong Chiong Hee**

STATEMENT BY DIRECTORS
pursuant to Section 251(2) of the Companies Act 2016

We, **Dato' Jin Kee Mou** and **Tiong Chiong Hee**, being two of the directors of **Jaya Tiasa Holdings Berhad**, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 99 to 179 are drawn up in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2024 and of their financial performances and their cash flows for the year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 28 October 2024.

Dato' Jin Kee Mou **Tiong Chiong Hee**

STATUTORY DECLARATION
pursuant to Section 251(1)(b) of the Companies Act 2016

I, **Hii Khing Siew**, being the officer primarily responsible for the financial management of **Jaya Tiasa Holdings Berhad**, do solemnly and sincerely declare that the accompanying financial statements set out on pages 99 to 179 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by
the abovenamed **Hii Khing Siew** at
Sibu in the State of Sarawak
on 28 October 2024

Hii Khing Siew
(MIA 8414)

Before me,

Belinda Hii Tai King
Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT
to the Members of Jaya Tiasa Holdings Berhad

Report on the audit of the financial statements

Opinion

We have audited the financial statements of **Jaya Tiasa Holdings Berhad**, which comprise the statements of financial position as at 30 June 2024 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policies, as set out on pages 99 to 179.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2024, and of their financial performance and their cash flows for the year then ended in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the financial statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence and other ethical responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By-Laws") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditors' responsibilities for the audit of the financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements. We have identified three key audit matters as follows:

Impairment review of property, plant and equipment ("PPE")

As at 30 June 2024, the carrying amount of the Group's PPE associated with subsidiaries incurring operational losses was RM110.6 million. The Group has performed impairment tests on these PPE to determine their recoverable amounts during the financial year for this reason. Due to the quantum of the carrying amount of these PPE and the significant judgement and estimates involved in determining their recoverable amounts, which is based on the higher of the estimated value-in-use ("VIU") and fair value less cost to sell ("FVLCTS"), the impairment reviews of these PPE have been identified as a key audit matter.

Where the recoverable amount of the PPE is based on VIU, we have assessed the reasonableness of the key assumptions used, in particular, forecasted selling prices, gross margins and operating costs and have taken into consideration historical trends and applicable publish market information. We have also assessed the appropriateness of the discount rate used to determine the present value of the cash flows which form the basis in arriving at the VIU.

INDEPENDENT AUDITORS' REPORT
to the Members of Jaya Tiasa Holdings Berhad

Report on the audit of the financial statements (contd.)

Key audit matters (contd.)

Impairment review of property, plant and equipment ("PPE") (contd.)

Where the recoverable amount of the PPE is based on FVLCTS, we have also assessed the appropriateness of the FVLCTS of the relevant PPE by comparing the carrying amount against recent transaction values and published prices of similar assets.

We have also considered the sensitivity of these key assumptions as disclosed in Note 3.2(a) to the financial statements and other disclosures included in material accounting policies in Note 2.9 to the financial statements.

Valuation of biological assets – Planted Forest

As at 30 June 2024, the Group's planted forest was carried at RM93.4 million based on FVLCTS. The Group recorded a fair value loss of RM31.3 million during the financial year.

The key assumptions used to determine FVLCTS include the estimated harvestable volume of the planted forest, the selling price of the harvestable logs and the estimated cost of extraction and delivery. The harvestable volume of planted forest was evaluated by an independent specialist during the financial year. Due to the nature of fair value being inherently judgemental and the significant estimates involved, we have identified this to be a key audit matter.

As part of the audit, we have assessed the key assumptions made by management in determining the fair value, including comparing selling prices to available market prices and evaluated the cost of extraction and delivery against recent actual costs incurred. We have also assessed the competency, capability and objectivity of the independent specialist involved in assessing the harvestable volume of the planted forest.

We have also considered the disclosures in Note 14 to the financial statements and other disclosures included in the material accounting policies in Note 2.8 to the financial statements, as well as in the significant accounting estimates in Note 3.2(c) to the financial statements.

Impairment review of investments in subsidiaries

As at 30 June 2024, the carrying amount of the Company's investment in subsidiaries amounted to RM1,118.6 million. Due to existence of indicators of impairment, the Company has carried out impairment reviews on cash generating units ("CGU") with carrying amount after impairment of RM56.3 million to determine their recoverable amounts. The Company recorded an impairment loss of RM40.6 million during the financial year with respect of these CGUs.

The impairment reviews of investments in subsidiaries were significant to our audit due to the quantum of the carrying amounts of these investments and the significant judgement and estimation required to determine their recoverable amounts, which were determined as the higher of VIU or FVLCTS. Accordingly, the impairment reviews were identified as a key audit matter.

We have evaluated the FVLCTS by comparing them to available published market prices or quotations from prospective buyers. We have assessed the reasonableness of the key assumptions used by the management to estimate the VIU of these investments, which include the projected revenue, gross margin and operating costs and have taken into consideration historical trends and published market information. We have also assessed the appropriateness of the discount rate used to determine the present value of the cash flows which form the basis in arriving at the VIU.

We have also considered disclosures in Note 16 to the financial statements and other disclosures included in the material accounting policies in Note 2.9 to the financial statements, as well as in the significant accounting and estimates in Note 3.2(d) to the financial statements.

INDEPENDENT AUDITORS' REPORT
to the Members of Jaya Tiasa Holdings Berhad

Report on the audit of the financial statements (contd.)

Information other than the financial statements and auditors' report thereon

The directors of the Company are responsible for the other information. The other information comprises the information included in the Directors' Report and the Annual Report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Group and of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard on the Directors' Report.

Responsibilities of the directors for the financial statements

The directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Group and of the Company, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

INDEPENDENT AUDITORS' REPORT
to the Members of Jaya Tiasa Holdings Berhad

Report on the audit of the financial statements (contd.)

Auditors' responsibilities for the audit of the financial statements (contd.)

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiary of which we have not acted as auditors, are disclosed in Note 16 to the financial statements.

Other matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

ERNST & YOUNG PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants

LOW KHUNG LEONG
No. 02697/01/2025 J
Chartered Accountant

Kuching, Malaysia.
Date: 28 October 2024

STATEMENTS OF **PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

For the financial year ended 30 June 2024

	Note	Group 2024 RM'000	Group 2023 RM'000	Company 2024 RM'000	Company 2023 RM'000
Revenue	4	1,015,867	854,952	162,574	87,078
Cost of sales	5	(709,314)	(605,366)	(55,874)	(49,711)
Gross profit		306,553	249,586	106,700	37,367
Other item of income					
Other income	6	17,369	16,451	133,418	29,711
Other items of expense					
Selling expenses		(30,087)	(22,462)	(5,327)	(4,109)
Administrative expenses		(34,388)	(38,834)	(29,831)	(20,913)
Other expenses		(40,759)	(12,912)	(129,627)	(13,386)
Finance costs	7	(18,432)	(25,032)	(22,999)	(20,486)
Profit before tax	8	200,256	166,797	52,334	8,184
Income tax expense	11	(71,290)	(14,995)	1,182	1,429
Profit net of tax		128,966	151,802	53,516	9,613
Other comprehensive income:					
Other comprehensive gain/(loss) that will not be reclassified to profit or loss in subsequent periods:					
Net gain/(loss) on equity instrument designated as fair value through other comprehensive income		5,560	(2,085)	-	-
Other comprehensive loss that will be reclassified to profit or loss in subsequent periods:					
Foreign currency translation, net of tax		(1)	(1)	-	-
Total comprehensive income for the year		134,525	149,716	53,516	9,613

STATEMENTS OF **PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

For the financial year ended 30 June 2024

	Note	Group		Company	
		2024 RM'000	**2023** RM'000	**2024** RM'000	**2023** RM'000
Profit attributable to:					
Owners of the parent		128,867	151,791	53,516	9,613
Non-controlling interests		99	11	-	-
		128,966	151,802	53,516	9,613
Total comprehensive income attributable to:					
Owners of the parent		134,426	149,705	53,516	9,613
Non-controlling interests		99	11	-	-
		134,525	149,716	53,516	9,613

	Note	**2024**	**2023**
Profit per share attributable to owners of the parent (sen per share):			
Basic, for profit for the year	12	13.31	15.68
Diluted, for profit for the year	12	13.31	15.68

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF **FINANCIAL POSITION**
As at 30 June 2024

	Note	Group 2024 RM'000	Group 2023 RM'000	Company 2024 RM'000	Company 2023 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	13	1,439,494	1,450,841	27,903	30,021
Biological assets	14	93,421	105,383	-	-
Other intangible assets	15	377	396	261	247
Investments in subsidiaries	16	-	-	1,118,605	1,416,947
Other receivables	19	-	-	41,755	-
Investment securities	21	15,290	9,730	-	-
Deferred tax assets	17	34,182	44,207	2,000	863
		1,582,764	1,610,557	1,190,524	1,448,078
Current assets					
Inventories	18	48,662	46,740	6,877	11,002
Biological assets	14	14,339	16,174	-	-
Trade and other receivables	19	39,488	32,625	310,655	445,967
Other current assets	20	10,446	15,886	2,780	2,349
Cash and bank balances	22	283,207	232,518	279,171	227,051
		396,142	343,943	599,483	686,369
TOTAL ASSETS		1,978,906	1,954,500	1,790,007	2,134,447
EQUITY AND LIABILITIES					
Current liabilities					
Loans and borrowings	23	57,624	56,314	56,910	55,635
Trade and other payables	24	85,502	79,232	113,521	317,370
Income tax payable		2,986	49	-	-
		146,112	135,595	170,431	373,005
Non-current liabilities					
Loans and borrowings	23	136,612	292,054	133,695	288,421
Deferred tax liabilities	17	181,236	149,066	-	-
		317,848	441,120	133,695	288,421
TOTAL LIABILITIES		463,960	576,715	304,126	661,426

STATEMENTS OF FINANCIAL POSITION
As at 30 June 2024

	Note	Group 2024 RM'000	Group 2023 RM'000	Company 2024 RM'000	Company 2023 RM'000
EQUITY AND LIABILITIE (Contd.)					
Equity attributable to owners of the parent					
Share capital	25	977,402	977,402	977,402	977,402
Treasury shares	25	(13,687)	(13,687)	(13,687)	(13,687)
Other reserves	26	(19,457)	(25,019)	-	-
Retained earnings		528,523	440,315	522,166	509,306
		1,472,781	1,379,011	1,485,881	1,473,021
Non-controlling interests		42,165	(1,226)	-	-
TOTAL EQUITY		1,514,946	1,377,785	1,485,881	1,473,021
TOTAL EQUITY AND LIABILITIES		1,978,906	1,954,500	1,790,007	2,134,447
Net current assets		250,030	208,348	429,052	313,364
Net assets		1,514,946	1,377,785	1,485,881	1,473,021

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF **CHANGES IN EQUITY**
For the financial year ended 30 June 2024

		Attributable to owners of the parent						
	Note	Total equity	Equity attributable to owners of the parent, total	Share capital (Note 25)	Treasury shares (Note 25)	Other reserves (Note 26)	Retained earnings	Non-controlling interests
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group								
Opening balance at 1 July 2023		1,377,785	1,379,011	977,402	(13,687)	(25,019)	440,315	(1,226)
Profit for the year		128,966	128,867	-	-	-	128,867	99
Other comprehensive income		5,559	5,559	-	-	5,559	-	-
Total comprehensive income		134,525	134,426	-	-	5,559	128,867	99
Reclassification		-	-	-	-	3	(3)	-
Acquisition of subsidiary	16(b)	43,292	-	-	-	-	-	43,292
Transactions with owners								
Dividend paid	33	(40,656)	(40,656)	-	-	-	(40,656)	-
Closing balance at 30 June 2024		1,514,946	1,472,781	977,402	(13,687)	(19,457)	528,523	42,165
Opening balance at 1 July 2022		1,269,693	1,270,930	977,402	(13,687)	(22,934)	330,149	(1,237)
Profit for the year		151,802	151,791	-	-	-	151,791	11
Other comprehensive income		(2,086)	(2,086)	-	-	(2,086)	-	-
Total comprehensive income		149,716	149,705	-	-	(2,086)	151,791	11
Reclassification		-	-	-	-	1	(1)	-
Transactions with owners								
Dividend paid	33	(41,624)	(41,624)	-	-	-	(41,624)	-
Closing balance at 30 June 2023		1,377,785	1,379,011	977,402	(13,687)	(25,019)	440,315	(1,226)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF **CHANGES IN EQUITY**

For the financial year ended 30 June 2024

	Note	Total equity RM'000	Share capital (Note 25) RM'000	Treasury shares (Note 25) RM'000	Retained earnings RM'000
Company					
Opening balance at 1 July 2023		1,473,021	977,402	(13,687)	509,306
Total comprehensive income		53,516	-	-	53,516
Transaction with owners					
Dividends	33	(40,656)	-	-	(40,656)
Closing balance at 30 June 2024		1,485,881	977,402	(13,687)	522,166
Opening balance at 1 July 2022		1,505,032	977,402	(13,687)	541,317
Total comprehensive income		9,613	-	-	9,613
Transaction with owners					
Dividends	33	(41,624)	-	-	(41,624)
Closing balance at 30 June 2023		1,473,021	977,402	(13,687)	509,306

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF **CASH FLOWS**
For the financial year ended 30 June 2024

	Note	Group 2024 RM'000	Group 2023 RM'000	Company 2024 RM'000	Company 2023 RM'000
Operating activities					
Profit before tax		200,256	166,797	52,334	8,184
Adjustments for:					
Amortisation of other intangible assets	8	97	124	64	93
Bad debt written off	8	-	112	-	112
Depreciation of property, plant and equipment	8	138,284	134,593	2,844	3,177
Dividend income from subsidiaries	4	-	-	(85,160)	(10,000)
Net change in fair value of biological assets	8	33,120	10,443	-	-
Impairment loss, net of reversal, on:					
- investment in subsidiaries	8	-	-	118,962	(4,213)
- property, plant and equipment	8	2,508	2,389	-	-
- trade and other receivables	8	-	-	(97,090)	10,906
Gain on early termination of leased assets	8	(4)	(41)	(4)	(41)
Interest expense	8	17,907	24,503	22,620	20,128
Interest income	8	(9,033)	(4,835)	(23,345)	(20,807)
Net loss/(gain) on disposal of property, plant and equipment	8	4,880	(1,352)	(690)	(1,122)
Net unrealised foreign exchange gain	8	(29)	(185)	(14)	(67)
Property, plant and equipment written off	8	5,317	2,494	660	878
Write down of inventories	8	-	864	-	-
Total adjustments		193,047	169,109	(61,153)	(956)
Operating cash flows before changes in working capital		393,303	335,906	(8,819)	7,228
Changes in working capital					
(Increase)/decrease in inventories		(1,922)	642	4,125	(4,550)
(Increase)/decrease in receivables		(6,715)	25,250	50,289	79,086
(Increase)/decrease in prepayments		(2,249)	(2,413)	31	(26)
Increase/(decrease) in payables		6,264	(21,584)	253,311	162,398
Total changes in working capital		(4,622)	1,895	307,756	236,908
Cash flows from operations		388,681	337,801	298,937	244,136
Interest received		9,033	4,835	23,345	20,807
Interest paid		(17,907)	(24,503)	(22,620)	(20,128)
Income taxes paid, net of refund		(18,449)	(20,945)	(417)	(250)
Net cash flows from operating activities		361,358	297,188	299,245	244,565

STATEMENTS OF **CASH FLOWS**
For the financial year ended 30 June 2024

		Group		Company	
	Note	2024	2023	2024	2023
		RM'000	RM'000	RM'000	RM'000
Investing activities					
Acquisition of property, plant and equipment	13(e)	(46,964)	(34,108)	(1,996)	(1,122)
Acquisition of intangible assets	15	(78)	(25)	(78)	-
Acquisition of biological assets (excluding depreciation)	14	(19,088)	(14,846)	-	-
Proceeds from disposal of property, plant and equipment		2,320	4,573	1,194	6,575
Acquisition of subsidiary	16	(52,209)	-	(52,250)	-
Net cash flows (used in)/from investing activities		(116,019)	(44,406)	(53,130)	5,453
Financing activities					
Dividend paid	33	(40,656)	(41,624)	(40,656)	(41,624)
Repayment of bankers' acceptances, net		-	(8,712)	-	-
Repayment of lease liabilities		(858)	(859)	(177)	(213)
Repayment of term loans		(153,164)	(215,948)	(153,164)	(215,948)
Net movement in Debt Service Reserve Accounts		(610)	(19,963)	(610)	(19,963)
Net cash flows used in financing activities		(195,288)	(287,106)	(194,607)	(277,748)
Net increase/(decrease) in cash and cash equivalents		50,051	(34,324)	51,508	(27,730)
Effects of exchange rate changes		28	184	2	16
Cash and cash equivalents at the beginning of the year		194,204	228,344	188,737	216,451
Cash and cash equivalents at the end of the year	22	244,283	194,204	240,247	188,737

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

1. Corporate information

The Company is a public limited liability company, incorporated and domiciled in Malaysia, and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office and principal place of business of the Company is located at No. 1 - 9, Pusat Suria Permata, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak, Malaysia.

The principal activities of the Company are investment holding, provision of management services, extraction and sale of logs. The principal activities of the subsidiaries are set out in Note 16. There have been no significant changes in the nature of the principal activities during the financial year.

2. Basis of preparation and material accounting policies

2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards (“MFRS”), International Financial Reporting Standards (“IFRS”) accounting standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements of the Group and of the Company have also been prepared on the historical cost basis except as otherwise disclosed in this material accounting policies below.

These financial statements are presented in Ringgit Malaysia (“RM”) and all values are rounded to the nearest thousand (“RM’000”) except when otherwise indicated.

The preparation of financial statements is in conformity with MFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reported financial period. It also requires Directors to exercise their judgment in the process of applying the Group’s and the Company’s accounting policies. Although these estimates and judgment are based on the Directors’ best knowledge of current events and actions, actual results may differ. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

2.2 Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Group and the Company have adopted all the new and amended standards which are relevant to Group and the Company and are effective for annual financial periods beginning on or after 1 January 2023 as follows:

Description	Effective for annual periods beginning on or after
MFRS 17: Insurance Contracts	1 January 2023
Amendments to MFRS 17: Initial Application of MFRS 17 and MFRS 9 - Comparative Information	1 January 2023
Amendments to MFRS 101 and MFRS Practice Statement 2 - Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108: Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112: Deferred tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 112: International Tax Reform - Pillar Two Model Rules	1 January 2023

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

2. Basis of preparation and material accounting policies (contd.)

2.2 Changes in accounting policies (contd.)

The adoption of these new amendments, standards and interpretations did not have any material effect on the financial performance or position of the Group and of the Company except for:

Amendments to MFRS 101 - Disclosure of Accounting Policies

The amendments provide guidance and examples to help entities apply materiality judgements to accounting policy disclosures. The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their "significant" accounting policies with a requirement to disclose their "material" accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments have had an impact on the Group's and the Company's disclosures of accounting policies, but not on the measurement, recognition or presentation of any items in the Group's and the Company's financial statements.

2.3 Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's and the Company's financial statements are disclosed below. The Group and the Company intend to adopt these new and amended standards and interpretations, if applicable, when they become effective.

Description	**Effective for annual periods beginning on or after**
Amendments to MFRS 16: Lease liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101: Classification of Liabilities as Current or Non-Current and Non-current liabilities with Covenants	1 January 2024
Amendments to MFRS 107 and MFRS 7: Disclosures - Supplier Finance Arrangements	1 January 2024
Amendments to MFRS 121: Lack of Exchangeability	1 January 2025
Amendments to MFRS 9 and MFRS 7: Classification and Measurement of Financial Instruments	1 January 2026
MFRS 18: Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19: Subsidiaries without Public Accountability - Disclosure	1 January 2027
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The directors do not expect any significant impact on the financial statements arising from the adoption of the above amendments, standards and interpretations in the period of initial application.

2.4 Basis of consolidation

The consolidated financial statements include the Company's and its subsidiaries' financial information as of 30 June 2024. Control over a subsidiary is established when the Group has the power to influence variable returns and direct the subsidiary's relevant activities.

Typically, a majority of voting rights implies control. However, when the Group holds less than the majority, it assesses various factors to determine control. These factors include the Group's voting rights relative to others, contractual arrangements, and past voting patterns.

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

2. Basis of preparation and material accounting policies (contd.)

2.4 Basis of consolidation (contd.)

Control is reassessed if circumstances change. Consolidation of a subsidiary begins when control is obtained and ends when control is lost. Assets, liabilities, income, and expenses of a subsidiary are included in the consolidated financial statements from acquisition until cessation of control.

Profits, losses, and other comprehensive income ("OCI") are attributed to the parent company's equity holders and non-controlling interests, even if this results in the non-controlling interest in having a deficit balance. When necessary, adjustments are made to align the subsidiary's accounting policies with the Group's. All intra-group transactions are eliminated.

Changes in subsidiary ownership without loss of control are treated as equity transactions. When control is lost, all related assets, liabilities, and equity components are derecognised, with any remaining investment valued at fair value. If the Group loses control over a subsidiary, any remaining investment is measured at fair value. The difference between the carrying amount and fair value is recognised in profit or loss.

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of acquisition is the sum of the consideration paid and any non-controlling interests in the acquired entity.

Upon acquisition, the Group evaluates the financial assets and liabilities assumed to ensure proper classification and designation. Any contingent consideration is recognised at fair value at the acquisition date. If classified as equity, it is not remeasured. If classified as a financial instrument, it is measured at fair value with subsequent changes recognised in profit or loss.

Goodwill is initially measured as the excess of consideration paid over the net identifiable assets acquired and liabilities assumed. If the fair value of net assets acquired exceeds the consideration, the Group reassesses its identification of assets and liabilities. Any remaining excess is recognised as a gain in profit or loss.

Goodwill is measured at cost less any accumulated impairment losses. It is allocated to cash-generating units for impairment testing, regardless of other assets or liabilities. If the goodwill is part of a cash-generating unit being disposed of, the associated goodwill is included in the carrying amount of the disposed operation.

2.5 Current versus non-current classification

The Group and the Company present assets and liabilities in the statements of financial position based on current/non-current classification.

An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

2. Basis of preparation and material accounting policies (contd.)

2.5 Current versus non-current classification (contd.)

The terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Group and the Company classify all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2.6 Investments in subsidiaries

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

2.7 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. The cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the Company and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment, except for freehold land, are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group and the Company recognise such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Bearer plants of oil palms consist of accumulated plantation development costs incurred from land clearing to the point of maturity of the crop cultivated. Capitalisation of plantation development and other operating costs ceases upon the point of maturity, which is approximately 3 years. When a bearer crop has reached the end of its useful life and is replanted, the carrying amount of the old bearer plants are derecognised, and the costs of the new bearer plants are treated as a replacement of the old bearer plants and capitalised.

Freehold land has an unlimited useful life and therefore is not depreciated. Leasehold land is amortised over its remaining lease term. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets as follows:

Bearer plants	25 years
Factories, buildings and quarters land	10 - 50 years or over remaining lease period
Aircraft, watercraft, motor vehicles, plant and machinery	5 - 20 years
Roads and bridges	10 years
Office renovation, furniture, fittings and equipment	10 years

Capital work-in-progress is not depreciated as these assets are not available for use.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year-end, and adjusted prospectively, if appropriate.

2. Basis of preparation and material accounting policies (contd.)

2.7 Property, plant and equipment (contd.)

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

A contract which involves the use of an item of property, plant and equipment that meets the definition of a lease is recognised as a right-of-use asset.

2.8 Biological assets

Biological assets comprise fresh fruit bunches ("FFB") prior to harvest and planted forest.

(a) FFB prior to harvest

FFB prior to harvest (plantation produce growing on bearer plants) are classified as current assets as they are expected to be harvested and sold or used for production on a date not more than two (2) weeks after the reporting date.

FFB prior to harvest are measured at fair value less costs to sell. Fair value is measured as the present value from the sale of the FFB, less appropriate cost to sell and discounted at an appropriate rate. Any gains or losses arising from changes in the fair value less costs to sell are recognised in profit or loss.

(b) Planted forest (forestry assets)

Planted forest are stated at fair value less estimated cost to sell at the harvesting stage and is a Level 3 measure in terms of the fair value measurement hierarchy as established by MFRS 13 Fair Value Measurement.

In arriving at plantation fair values, the key assumptions used are estimated selling prices, cost of production and delivery and harvestable volume. The estimated volume of timber on hand is determined based on the maturity profile of the area under afforestation, the geographic location and other environmental considerations.

Changes in fair value are recognised in the profit or loss. At point of felling, the carrying value of forestry assets is transferred to inventories.

Directly attributable costs incurred during the year of biological growth and investments in standing timber are capitalised and presented within cash flows from investing activities.

2.9 Impairment of non-financial assets

The Group and the Company assess, at each reporting date, whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment testing for an asset is required, the Group and the Company estimate the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs to sell ("FVLCTS") and its value in use ("VIU").

The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

2. Basis of preparation and material accounting policies (contd.)

2.9 Impairment of non-financial assets (contd.)

In assessing VIU, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining FVLCTS, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group and the Company base their impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year.

Impairment losses are recognised in the statement of profit or loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

2.10 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

(a) Financial assets

Initial recognition and measurement

Financial assets are categorised at initial recognition based on their contractual cash flow characteristics and the Group's and the Company's business model for managing them. This classification determines how the assets are subsequently measured: amortised cost, fair value through OCI, or fair value through profit or loss.

Trade receivables without significant financing components or for which the Group and the Company apply a practical expedient are measured at the transaction price. For other financial assets, the initial measurement includes their fair value plus transaction costs, except for those classified at fair value through profit or loss.

To be classified and measured at amortised cost or fair value through OCI, a financial asset's cash flows must be 'solely payments of principal and interest' ("SPPI") on the outstanding principal. This is assessed at the instrument level. Assets failing the SPPI test are measured at fair value through profit or loss regardless of the business model.

The Group's and the Company's business model for managing financial assets determines how they generate cash flows from those assets, whether through collecting contractual cash flows, selling assets, or both. Financial assets held to collect contractual cash flows are classified at amortised cost, while those held to collect cash flows and sell are classified at fair value through OCI.

Transactions involving financial assets requiring delivery within a specific timeframe, as regulated by the market, are recognised on the trade date when the Group or the Company commits to purchase or sell the asset.

2. Basis of preparation and material accounting policies (contd.)

2.10 Financial instruments (contd.)

(a) Financial assets (contd.)

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

The relevant categories applicable to the Group and the Company are as follows:

(i) Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

(ii) Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group and the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under MFRS 132 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statement of profit or loss when the right of payment has been established, except when the Group or the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the statement of financial position) when:

- The rights to receive cash flows from the asset have expired; or
- The Group or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement. In such cases, the Group and the Company evaluate whether they have transferred substantially all the risks and rewards of the asset, or if they have neither transferred nor retained substantially all the risks and rewards but have transferred control of the asset.

2. Basis of preparation and material accounting policies (contd.)

2.10 Financial instruments (contd.)

(a) Financial assets (contd.)

Derecognition (contd.)

If the Group and the Company have transferred their rights to receive cash flows from an asset or have entered into a pass-through arrangement, they assess the extent to which they have retained the risks and rewards of ownership. If they haven’t transferred or retained substantially all risks and rewards, nor transferred control of the asset, they continue to recognise the transferred asset to the extent of their continuing involvement. In this scenario, the Group and the Company also recognise an associated liability, and both are measured based on the rights and obligations retained.

Continuing involvement, such as a guarantee over the transferred asset, is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group or the Company could be required to repay.

Impairment of financial assets

The Group and the Company recognise an allowance for expected credit losses (“ECLs”) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages.

- For credit exposures without a significant increase in credit risk since initial recognition, ECLs cover credit losses possible within the next 12 months.

- For exposures with a significant increase in credit risk, a loss allowance covers credit losses expected over the remaining exposure life, regardless of default timing.

For trade receivables and contract assets, a simplified approach calculates ECLs based on lifetime ECLs at each reporting date, using a provision matrix grounded in historical loss experience adjusted for forward-looking factors.

A financial asset is considered in default when payments are 90 days past due or when information suggests full recovery is unlikely, considering any credit enhancements held. Financial assets are written off when full contractual cash flow recovery is improbable.

(b) Financial liabilities

Initial recognition and measurement

Financial liabilities are categorised at initial recognition as either financial liabilities at fair value through profit or loss, loans and borrowings, payables, or derivatives designated as effective hedging instruments.

Upon initial recognition, all financial liabilities are recorded at fair value, with loans and borrowings and payables recognised net of directly attributable transaction costs.

2. Basis of preparation and material accounting policies (contd.)

2.10 Financial instruments (contd.)

(b) Financial liabilities (contd.)

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified at amortised cost (loans and borrowings).

The relevant category applicable to the Group and the Company is as follow:

Financial liabilities at amortised cost

Interest-bearing loans and borrowings, the most relevant category to the Group and the Company, are subsequently measured at amortised cost using the effective interest rate (EIR) method after initial recognition. Gains and losses are recognised in profit or loss upon derecognition of the liabilities, as well as through the EIR amortisation process.

Amortised cost is calculated by considering any discount or premium on acquisition, as well as fees or costs integral to the effective interest rate. The amortisation of the effective interest rate is recorded as finance costs in the profit or loss.

This category primarily encompasses interest-bearing loans and borrowings.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Group or the Company currently has a legally enforceable right to set off the amount and it intends either to settle them on a net basis or to realise the asset and liability simultaneously.

2.11 Cash and cash equivalents

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term highly liquid deposits with a maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value.

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's and the Company's cash management.

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

2. Basis of preparation and material accounting policies (contd.)

2.12 Inventories

Inventories are measured at lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and conditions are accounted for as follows:

- Raw materials: purchase costs on weighted average cost method.
- Finished goods and work-in-progress: cost of raw materials, direct labour, an appropriate proportion of fixed and variable factory overheads and all costs attributable to nursery and tree planting expenditure that can be allocated on a reasonable basis to such activities.
- Processed inventories: cost of raw materials, direct labour and an appropriate proportion of fixed and variable production overheads.

Where necessary, allowance is provided for damaged, obsolete and slow moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less estimated costs of completion and the estimated costs necessary to make the sale.

2.13 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset.

All other borrowing costs are recognised in profit or loss in the year they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

2.14 Leases

The Group and the Company assess at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

The Group and the Company apply a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group and the Company recognise lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets ("ROU")

Upon lease commencement, the Group and the Company recognise right-of-use assets, initially recognising them at cost and subsequently adjusting them for accumulated depreciation and impairment losses, if any. The asset's cost includes lease liabilities, initial direct costs, and lease payments made less incentives received. Depreciation is applied on a straight-line basis over the shorter of the lease term or asset's useful life as follows:

Leasehold land	2 to 32 years
Motor vehicles	10 to 15 years

If ownership of the leased asset transfers to the Group and the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

2. Basis of preparation and material accounting policies (contd.)

2.14 Leases (contd.)

As a lessee (contd.)

(ii) Lease liabilities

Upon lease commencement, the Group and the Company recognise lease liabilities, measured at the present value of lease payments over the lease term. These payments include fixed payments, less any lease incentives received, variable payments dependent on an index or rate, amounts under residual value guarantees, and purchase option exercise prices or termination penalties.

Variable payments not tied to an index or rate are expensed when triggered.

The present value of lease payments is calculated using the incremental borrowing rate at lease commencement, if the lease's implicit interest rate is not easily determinable. Over time, lease liabilities increase for interest accrual and decrease for payments made. Additionally, they are remeasured for modifications, changes in lease terms or payments, or revised assessments of purchase.

Lease liabilities are reported within interest-bearing loans and borrowings.

(iii) Short-term leases and leases of low-value assets

For leases with a term of 12 months or less and lacking a purchase option, the Group and the Company apply a short-term lease recognition exemption. Similarly, leases of deemed low value also qualify for exemption.

Lease payments for these short-term and low-value asset leases are expensed evenly over the lease term on a straight-line basis.

2.15 Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group and the Company expect to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Group and the Company satisfy a performance obligation by transferring a promised good and service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

The Group and the Company have generally concluded that they are the principal in their revenue arrangements because they typically control the goods and services before transferring them to the customer.

(a) Sale of goods

Revenue from sale of goods is measured based on the consideration specified in a contract with a customer in exchange for transferring goods to a customer, excluding amounts collected on behalf of third parties. The Group and the Company recognise revenue when (or as) they transfer control over a product to customer. An asset is transferred when (or as) the customer obtains control over the asset.

2. Basis of preparation and material accounting policies (contd.)

2.15 Revenue from contracts with customers (contd.)

(a) Sale of goods (contd.)

The Group or the Company transfers control of a good at a point in time unless one of the following over time criteria are met:

- the customer simultaneously receives and consumes the benefits provided as the Group or the Company performs;
- the performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- the performance does not create an asset with an alternative use and the Group or the Company has an enforceable right to payment for performance completed to-date.

(b) Services rendered

Revenue from services is recognised when the Group and the Company transfer control upon performance of services over time to customers where the customer simultaneously receives and consumes the benefits provided as the Group and the Company perform.

(c) Other revenue

Revenue from other sources are recognised as follows:

(i) Interest income is recognised on an accrual basis using the effective interest method.
(ii) Dividend income is recognised when the Group's and the Company's right to receive payment is established.
(iii) Management fees are recognised when services are rendered.

2.16 Employee benefits

(a) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

(b) Defined contribution plans

The Group and the Company participate in the national pension schemes as defined by the laws of the countries in which it has operations. The Malaysian companies in the Group make contributions to the Employee Provident Fund in Malaysia, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

2.17 Taxes

(a) Income tax

Current income tax assets and liabilities are measured based on the expected amounts to be paid to or recovered from taxation authorities. This calculation uses enacted or substantively enacted tax rates and laws applicable at the reporting date in the countries where the Group operates and generates taxable income.

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

2. Basis of preparation and material accounting policies (contd.)

2.17 Taxes (contd.)

(a) Income tax (contd.)

For items recognised directly in equity, current income tax is recognised in equity, not in the profit or loss. Management periodically reviews tax return positions, particularly in cases where tax regulations are open to interpretation, and establishes provisions as necessary.

(b) Deferred tax

Deferred tax is recognised using the liability method based on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except for:

- when the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with investments in subsidiaries where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, subject to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized, except:

- when the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date, with adjustments made based on the probability of future taxable profits.

Deferred tax assets and liabilities are measured using expected future tax rates, based on rates that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items outside profit or loss is recognised accordingly, either in OCI or directly in equity.

Tax benefits acquired as part of a business combination are recognised subsequently if new information about facts and circumstances changes.

The Group and the Company offset deferred tax assets and liabilities if they have a legally enforceable right to set off current tax assets and liabilities and certain other conditions are met.

2. Basis of preparation and material accounting policies (contd.)

2.17 Taxes (contd.)

(c) Sales and Services Tax ("SST")

Revenue, expenses and assets are recognised net of the amount of SST except:

- Where the SST incurred in a purchase of assets or services is not recoverable from the taxation authority, in which case the SST is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- Receivables and payables that are stated with the amount of SST included.

2.18 Share capital and share issuance expenses

An equity instrument is any contract that evidences a residual interest in the assets of the Group and the Company after deducting all of its liabilities. Ordinary shares are equity instruments.

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

2.19 Treasury shares

Own equity instruments that are reacquired (treasury shares) are recognised at cost and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognised in the share capital.

2.20 Fair value measurements

The Group and the Company measure financial instruments at fair value at each reporting date. Fair value is the price at which an asset could be sold or a liability transferred in an orderly transaction between market participants at the measurement date.

Fair value is determined based on the presumption that the transaction occurs in either the principal market or, if not available, the most advantageous market accessible to the Group and the Company. The measurement considers assumptions that market participants act in their economic best interest.

When measuring fair value for non-financial assets, it accounts for their potential economic benefits in their highest and best use.

The Group uses appropriate valuation techniques, maximizing observable inputs and minimizing unobservable ones, with fair value measurements categorised into three levels based on the significance of inputs:

Level 1 - Quoted market prices in active markets.
Level 2 - Valuation techniques with observable inputs.
Level 3 - Valuation techniques with unobservable inputs.

Transfers between levels are assessed at each reporting period. Classes of asset and liability are determined for fair value disclosures based on their nature characteristics, risks, and their level within the fair value hierarchy.

2. Basis of preparation and material accounting policies (contd.)

2.21 Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Company who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 32, including the factors used to identify the reportable segments and the measurement basis of segment information.

3. Significant accounting judgements and estimates

The preparation of the Group's and the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

3.1 Critical judgements made in applying accounting policies

There is no significant judgement made by management in the process of applying the Group's and the Company's accounting policies that has significant effect on the amounts recognised in the financial statements.

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Impairment assessment of property, plant and equipment (including right-of use assets)

Due to operational losses of certain subsidiaries, the Group assessed the recoverable amount of these subsidiaries' property, plant and equipment ("PPE") during the financial year. As at 30 June 2024, the carrying amount of these PPE amounted to approximately RM110.6 million.

The estimated recoverable amounts of these subsidiaries are determined based on the higher of their VIU and FVLCTS. Where the recoverable amount is based on FVLCTS, management considered the published/quoted selling prices of the assets or most recent transacted prices. Further impairment may occur if these prices fail to actualise.

Where the recoverable amount is based on VIU, no realistic changes in the key assumptions will result in further impairment except for the following:

Entity	Carrying amount of CGU	Changes in key assumptions will result in further impairment, if
Jaya Tiasa R&D Sdn. Bhd.	Coconut plantation development expenditure - RM1,308,917	- Selling price decrease by 2.83% - Margin decrease by 5.37% - Volume of coconut sales decrease by 2.83% - Discount rate increase by 0.43%

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

3. Significant accounting judgements and estimates (contd.)

3.2 Key sources of estimation uncertainty (contd.)

(b) Fair value of biological assets

Biological assets represent the produce growing on oil palms. FFB are harvested from the oil palms for use in the production of CPO and palm kernel (PK). The growing produce are essentially FFB prior to harvesting.

An oil palm fruit typically starts to develop oil from about 14 to 15 weeks after pollination. The oil content in the fruit increases exponentially over the next 5 weeks and reaches its maximum at about 22 weeks.

Management considered the maturity stages of FFB and concluded that unripen FFB of up to 15 days would be used in the computation of the fair value of biological assets.

The fair value of the growing produce is determined on the basis of present value of expected future cash flows which takes into consideration the production and estimated selling prices of CPO and PK adjusted for extraction rates, processing, harvesting and transport costs. The carrying amount of biological assets is disclosed in Note 14.

If the tonnage of unripen FFB vary by 5%, the fair value of the Group's biological assets would increase or decrease by RM713,679 (2023: RM805,223).

(c) Planted forest (forestry assets)

Planted forest are stated at fair value less estimated cost to sell at the harvesting stage and is categorised as a Level 3 measurement in terms of the fair value measurement hierarchy as established by MFRS 13 *Fair Value Measurement*. The quantity of planted forest was assessed by an independent specialist and valued based on the director's valuation during the financial year.

In arriving at fair value, the key assumptions used are estimated selling prices, cost of production and delivery and harvestable volume. The valuation also assumed that planted timber are sold locally. The export of planted timber extracted from license for planted forest are currently suspended by the Sarawak government until further notice. In addition, the Group has not obtained a license to harvest the reforested plantation. All changes in fair value are recognised in the profit and loss in the period in which they arise.

The impact of changes in significant assumptions on the fair value of the planted forest is disclosed in Note 14.

(d) Impairment assessment of investment in subsidiaries

The Company performs regular assessments at each reporting date to identify any indicators of impairment for its interests in subsidiaries. The Company estimates the recoverable amount of the investment based on the higher of VIU and FVLCTS.

In estimating FVLCTS, management considered the fair value of the quoted shares, helicopters and adjusted land value based on comparable market prices. Additionally, management also consider the fair value of the motor vehicles derived from different sources, including quotations provided by agents or potential buyers. Further impairment may occur if these quotations fail to actualise.

In estimating VIU, the Group and the Company rely on forecast of future cash flows and discounting these cash flow at an appropriate rate, which is the weighted average cost of capital of the individual subsidiary and adjusted for projection risks, if any.

3. Significant accounting judgements and estimates (contd.)

3.2 Key sources of estimation uncertainty (contd.)

(d) Impairment assessment of investment in subsidiaries (contd.)

Where the recoverable amount is based on VIU, no realistic changes in the key assumptions will result in further impairment except for the following:

Entity	Carrying amount (RM'000)	Further impairment may arise if
Hak Jaya Sdn. Bhd.	3,622	Decrease in the volume of timber extracted.
Jaya Tiasa R&D Sdn. Bhd.	7,430	Decrease in the selling prices and volume of nuts harvested.
Jaya Tiasa Forest Plantation Sdn. Bhd.	10,555	Decrease in the selling prices of timber, harvestable volume and increase in cost of extraction and delivery.
Jaya Tiasa Plywood Sdn. Bhd.	11,987	Decrease in selling prices of used vehicles.
Multi Greenview Sdn . Bhd.	15,367	Decrease in quoted price of investment held.
Rimbunan Hijau Plywood Sdn. Bhd.	6,533	Decrease in selling prices of used vehicles.

(e) Deferred tax assets

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which temporary differences or unutilised tax losses and tax credits can be offset. This determination requires significant management judgement, which is based on the likely timing and level of future taxable profits in conjunction with future tax planning strategies.

To assess the timing and magnitude of future taxable profits, the Group and the Company have evaluated the likelihood of expected future taxable profits for the next five years. These projections rely on estimates of future production and sales volumes, operating costs, capital expenditures, dividends, and other capital management activities. These judgements and assumptions are subject to inherent risks and uncertainties, and as such, changes in circumstances may alter expectations, potentially impacting the amount of deferred tax assets recognised on the statements of financial position.

4. Revenue

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Revenue from contracts with customers	1,015,867	854,952	56,338	61,847
Other revenue				
- Dividend income from subsidiaries	-	-	85,160	10,000
- Management fee from subsidiaries	-	-	21,076	15,231
Total revenue	1,015,867	854,952	162,574	87,078

4. Revenue (contd.)

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Major product lines:				
Sale of crude palm oil, palm kernel and fresh fruit bunches	957,960	792,333	-	-
Sale of timber and related products	56,591	62,038	56,338	61,847
Others	1,316	581	-	-
	1,015,867	854,952	56,338	61,847
Revenue from contracts with customers:				
- recognised at a point in time	1,015,867	854,952	56,338	61,847

There are no material unfulfilled performance obligations as at the reporting date, whether unsatisfied or partly satisfied, to be recognised over the subsequent periods.

Salient terms of sales are as follows:

(i) Crude palm oil, palm kernel and fresh fruit bunches - Credit period of 15 to 30 days (2023: 15 to 30 days) from invoicing date. No material warranty or refund obligation.

(ii) Timber and related products - Credit period of 15 days (2023: 15 days) from invoicing date. No material warranty or refund obligation.

5. Cost of sales

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Cost of crude palm oil, palm kernel and fresh fruit bunches	640,942	560,214	-	-
Cost of timber and related products	62,563	41,877	55,874	49,711
Others	5,809	3,275	-	-
	709,314	605,366	55,874	49,711

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

6. Other income

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Freight and handling income	742	704	708	605
Foreign exchange gain:				
- realised	-	118	-	-
- unrealised	32	199	14	67
Commission income	23	15	23	15
Gain on early termination of leased assets	4	41	4	41
Gain on disposal of property, plant and equipment	841	1,583	690	1,122
Interest income (Note 8)	9,033	4,835	23,345	20,807
Rental income (Note 8)	266	169	220	135
Reversal of impairment loss on:				
- other receivables (Note 19(d))	-	-	100,974	33
- investment in subsidiaries (Note 16)	-	-	6,782	6,661
Others	6,428	8,787	658	225
	17,369	16,451	133,418	29,711

7. Finance costs

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Interest expense on:				
Bank loans and bank overdrafts	17,605	24,121	6,023	1,613
Lease liabilities (Note 23(b))	302	356	54	76
Amounts due to subsidiaries	-	-	16,543	18,439
Others	-	26	-	-
Interest expense (Note 8)	17,907	24,503	22,620	20,128
Add: Other charges				
Bank charges	135	142	59	40
Commitment fee	390	387	320	318
	525	529	379	358
	18,432	25,032	22,999	20,486

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

8. Profit before tax

The following amounts have been included in arriving at profit before tax:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Amortisation of other intangible assets (Note 15)	97	124	64	93
Auditors' remunerations statutory audit	892	845	258	255
Bad debt written off	-	112	-	112
Depreciation of property, plant and equipment (Note 13)	138,284	134,593	2,844	3,177
Gain on early termination of leased assets	(4)	(41)	(4)	(41)
Hiring charges paid to a subsidiary	-	-	300	300
Impairment loss, net of reversal, on:				
- investment in subsidiaries (Note 16(d))	-	-	118,962	(4,213)
- property, plant and equipment (Note 13)	2,508	2,389	-	-
- trade and other receivables (Note 19)	-	-	(97,090)	10,906
Interest expense (Note 7)	17,907	24,503	22,620	20,128
Interest income (Note 6)	(9,033)	(4,835)	(23,345)	(20,807)
Net fair value changes in biological assets (Note 14)	33,120	10,443	-	-
Net loss/(gain) on disposal of property, plant and equipment	4,880	(1,352)	(690)	(1,122)
Net foreign exchange (gain)/loss:				
- realised	3	(118)	1	-
- unrealised	(29)	(185)	(14)	(67)
Non-executive directors' remunerations (Note 10)	1,096	826	1,048	778
Property, plant and equipment written off	5,317	2,494	660	878
Rental income (Note 6)	(266)	(169)	(220)	(135)
Write down of inventories	-	864	-	-

NOTES TO **THE FINANCIAL STATEMENTS**
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9. Employee benefits expense

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Salaries, wages, allowances and bonus	99,445	90,481	24,761	17,036
Social security contributions	3,965	3,047	241	172
Contributions to defined contribution plan	7,773	7,642	2,682	1,955
Employment insurance scheme contributions	127	121	26	19
Other benefits	473	386	234	225
Total employee benefits expense (including executive directors)	111,783	101,677	27,944	19,407
Less: Employee benefits expense capitalised in biological assets (Note 14)	(1,650)	(1,478)	-	-
Total employee benefits expense	110,133	100,199	27,944	19,407
Included herein are: Executive directors' remunerations (Note 10)	4,099	1,920	4,099	1,920

10. Directors' remunerations

Details of remunerations receivable by directors of the Group and the Company during the year are as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Directors of the Company				
Executive:				
Salaries and other emoluments	3,627	1,699	3,627	1,699
Contributions to defined contribution plans	472	221	472	221
Total executive directors' remunerations (Note 9)	4,099	1,920	4,099	1,920
Total executive directors' remunerations	4,099	1,920	4,099	1,920
Estimated money value of benefits-in-kind	49	24	49	24
Total executive directors' remunerations including benefits-in-kind	4,148	1,944	4,148	1,944
Non-executive:				
Fees	740	484	740	484
Other emoluments	308	294	308	294
Total non-executive directors' remunerations	1,048	778	1,048	778

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

10. Directors' remuneration (contd.)

Details of remunerations receivable by directors of the Group and the Company during the year are as follows: (contd.)

Directors of subsidiaries

	Group		Company	
	2024 RM'000	**2023** RM'000	**2024** RM'000	**2023** RM'000
Non-executive:				
Fees	48	48	-	-
Total non-executive directors' remunerations excluding benefits-in-kind (Note 8)	1,096	826	1,048	778
Total directors' remunerations (Note 28)	5,244	2,770	5,196	2,722

11. Income tax expense

The major components of income tax expense for the year ended 30 June 2024 and 2023 are:

	Group		Company	
	2024 RM'000	**2023** RM'000	**2024** RM'000	**2023** RM'000
Income tax:				
Malaysian income tax	29,170	14,001	-	332
Over provision in respect of previous years	(75)	(716)	(45)	(898)
	29,095	13,285	(45)	(566)
Deferred income tax (Note 17):				
Origination and reversal of temporary differences	41,780	2,033	(1,144)	(863)
Under/(over) provision in respect of previous years	415	(323)	7	-
	42,195	1,710	(1,137)	(863)
Income tax expense for the year	71,290	14,995	(1,182)	(1,429)

11. Income tax expense (contd.)

Reconciliations between tax expense and the product of accounting profit multiplied by the applicable corporate tax rate are as follows:

	Group		Company	
	2024 RM'000	**2023** RM'000	**2024** RM'000	**2023** RM'000
Accounting profit before tax	200,256	166,797	52,334	8,184
Tax at Malaysian statutory tax rate of 24% (2023: 24%)	48,061	40,031	12,560	1,964
Expenses not deductible for tax purposes	5,335	2,729	6,832	2,157
Income not subject to tax	-	-	(20,438)	(2,400)
Utilisation of previously unrecognised unabsorbed capital allowances, unused tax losses	-	(29)	-	-
Recognition of previously unrecognised unabsorbed capital allowances and unused tax losses	(98)	(26,699)	(98)	(2,252)
Deferred tax assets not recognised on capital allowances and unused tax losses	15,537	2	-	-
Unabsorbed capital allowances disregarded due to discontinuation of a business source	2,115	-	-	-
Over provision of income tax in respect of previous years	(75)	(716)	(45)	(898)
Under/(over) provision of deferred tax in respect of previous years	415	(323)	7	-
Income tax expense for the year	71,290	14,995	(1,182)	(1,429)

Current income tax is calculated at the Malaysian statutory tax rate of 24% (2023: 24%) of the estimated assessable profit for the year.

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

11. Income tax expense (contd.)

At the reporting date, the Group and the Company has the following for offset against future taxable income:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Unutilised tax losses	670,664	704,943	21,410	19,191
Unutilised export sales incentive	39,041	39,041	-	-
Unabsorbed capital allowances	227,548	391,605	47,483	46,610
Unabsorbed reinvestment allowance	6,701	6,701	-	-
Others	37,421	40,553	-	-
	981,375	1,182,843	68,893	65,801

Pursuant to Section 44(5F) of the Income Tax Act, 1967, the unutilised tax losses can only be carried forward until the following years of assessment:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Unutilised tax losses to be carried forward until:				
- Year of assessment 2028	304,906	371,941	-	-
- Year of assessment 2029	91,388	91,388	-	-
- Year of assessment 2030	47,922	47,922	19,191	19,191
- Year of assessment 2031	66,691	66,691	-	-
- Year of assessment 2032	99,215	99,215	-	-
- Year of assessment 2033	27,786	27,786	-	-
- Year of assessment 2034	32,756	-	2,219	-
	670,664	704,943	21,410	19,191

Pursuant to Schedule 7A, para 4B of the Income Tax Act, 1967, the unabsorbed reinvestment allowances can only be carried forward until the following year of assessment:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Unabsorbed reinvestment allowances to be carried forward until:				
- Year of assessment 2028	6,701	6,701	-	-

12. Earnings per share

Basic earnings per share

Basic earnings per share amounts are calculated by dividing the profit for the year, net of tax, attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial year, excluding treasury shares held by the Company.

The following table reflects the earnings used in the computation of basic earnings per share for the years ended 30 June 2024 and 2023:

	Group	
	2024	**2023**
Profit net of tax attributable to owners of the parent (RM'000)	128,867	151,791
Weighted average number of ordinary shares in issue ('000)	967,991	967,991
Basic earnings per share (sen)	13.31	15.68

There are no dilutive potential ordinary shares. As such, the diluted earnings per share of the Group is equivalent to basic earnings per share.

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorisation of these financial statements.

13. Property, plant and equipment

	Freehold land RM'000	Leasehold land RM'000	Bearer plants RM'000	Factories, buildings and quarters RM'000	Aircraft, watercraft, motor vehicles, plant and machinery RM'000	Roads and bridges RM'000	Office renovation, furniture, fittings and equipment RM'000	Capital work-in-progress RM'000	Total RM'000
Group									
Cost									
At 1 July 2022	12,409	105,032	1,479,698	685,256	1,226,321	245,874	51,868	9,476	3,815,934
Additions	-	1,866	4,411	2,864	16,765	-	2,060	8,008	35,974
Disposals	-	-	-	(1,704)	(16,675)	(2,812)	(98)	(494)	(21,783)
Early termination of ROU during the year	-	(302)	-	-	-	-	-	-	(302)
Written off	-	-	-	(871)	(2,258)	-	(551)	(1,871)	(5,551)
Reclassifications	-	-	-	4,639	1,545	-	12	(6,196)	-
At 30 June 2023 and 1 July 2023	12,409	106,596	1,484,109	690,184	1,225,698	243,062	53,291	8,923	3,824,272
Additions	-	6	1,230	4,670	25,009	-	5,309	10,746	46,970
Acquisition of subsidiary	-	95,339	-	-	-	-	-	-	95,339
Disposals	-	-	-	(11,801)	(11,379)	-	(515)	(278)	(23,973)
Early termination of ROU during the year	-	(311)	-	-	-	-	-	-	(311)
Written off	-	-	(14,063)	(597)	(7,922)	-	(810)	(19)	(23,411)
Reclassifications	-	-	-	56	5,231	-	1,002	(6,289)	-
At 30 June 2024	12,409	201,630	1,471,276	682,512	1,236,637	243,062	58,277	13,083	3,918,886

13. Property, plant and equipment (contd.)

	Freehold land RM'000	Leasehold land RM'000	Bearer plants RM'000	Factories, buildings and quarters RM'000	Aircraft, watercraft, motor vehicles, plant and machinery RM'000	Roads and bridges RM'000	Office renovation, furniture, fittings and equipment RM'000	Capital work-in-progress RM'000	Total RM'000
Group (contd.)									
Accumulated depreciation									
At 1 July 2022	1,377	28,463	533,032	453,133	1,024,064	175,420	41,673	-	2,257,162
Depreciation charge for the year	67	2,792	60,048	32,609	26,708	10,942	2,380	-	135,546
Recognised in profit or loss (Note 8)	67	2,105	60,048	32,446	26,618	10,938	2,371	-	134,593
Capitalised in biological assets (Note 14)	-	687	-	163	90	4	9	-	953
Disposals	-	-	-	(1,704)	(13,966)	(2,812)	(80)	-	(18,562)
Early termination of ROU during the year	-	(47)	-	-	-	-	-	-	(47)
Written off	-	-	-	(859)	(1,760)	-	(438)	-	(3,057)
Impairment loss (Note 8)	-	-	960	162	1,093	-	174	-	2,389
At 30 June 2023									
Accumulated depreciation	1,444	30,828	593,080	467,576	956,343	166,063	43,535	-	2,258,869
Accumulated impairment	-	380	960	15,765	79,796	17,487	174	-	114,562
	1,444	31,208	594,040	483,341	1,036,139	183,550	43,709	-	2,373,431

13. Property, plant and equipment (contd.)

	Freehold land RM'000	Leasehold land RM'000	Bearer plants RM'000	Factories, buildings and quarters RM'000	Aircraft, watercraft, motor vehicles, plant and machinery RM'000	Roads and bridges RM'000	Office renovation, furniture, fittings and equipment RM'000	Capital work-in-progress RM'000	Total RM'000
Group (contd.)									
Accumulated depreciation (contd.)									
At 1 July 2023	1,444	31,208	594,040	483,341	1,036,139	183,550	43,709	-	2,373,431
Depreciation charge for the year	67	5,076	60,821	32,107	27,738	10,209	2,501	-	138,519
Recognised in profit or loss (Note 8)	67	5,076	60,821	31,944	27,682	10,205	2,489	-	138,284
Capitalised in biological assets (Note 14)	-	-	-	163	56	4	12	-	235
Disposals	-	-	-	(6,289)	(10,183)	-	(301)	-	(16,773)
Early termination of ROU during the year	-	(199)	-	-	-	-	-	-	(199)
Written off	-	-	(10,061)	(589)	(6,754)	-	(690)	-	(18,094)
Impairment loss (Note 8)	-	-	-	-	1,650	858	-	-	2,508
At 30 June 2024									
Accumulated depreciation	1,511	35,705	643,840	492,805	967,144	176,272	45,045	-	2,362,322
Accumulated impairment	-	380	960	15,765	81,446	18,345	174	-	117,070
	1,511	36,085	644,800	508,570	1,048,590	194,617	45,219	-	2,479,392
Net carrying amount									
At 30 June 2023	10,965	75,388	890,069	206,843	189,559	59,512	9,582	8,923	1,450,841
At 30 June 2024	10,898	165,545	826,476	173,942	188,047	48,445	13,058	13,083	1,439,494

13. Property, plant and equipment (contd.)

	Freehold land RM'000	Leasehold land RM'000	Factories, buildings and quarters RM'000	Aircraft, watercraft, motor vehicles, plant and machinery RM'000	Roads and bridges RM'000	Office renovation, furniture, fittings and equipment RM'000	Capital work-in-progress RM'000	Total RM'000
Company								
Cost								
At 1 July 2022	7,885	1,916	13,327	160,988	51,524	16,939	998	253,577
Additions	-	151	-	875	-	81	166	1,273
Disposals	-	(302)	-	(14,004)	(2,812)	-	(18)	(17,136)
Written off	-	-	-	-	-	(97)	(874)	(971)
Reclassifications	-	-	16	-	-	10	(26)	-
At 30 June 2023 and 1 July 2023	7,885	1,765	13,343	147,859	48,712	16,933	246	236,743
Additions	-	6	761	798	-	286	151	2,002
Disposals	-	(311)	(459)	(5,671)	-	(458)	(46)	(6,945)
Written off	-	-	(570)	(6,295)	-	(107)	-	(6,972)
Reclassifications	-	-	-	-	-	192	(192)	-
At 30 June 2024	7,885	1,460	13,075	136,691	48,712	16,846	159	224,828
Accumulated depreciation								
At 1 July 2022	1,377	653	8,392	139,019	49,782	15,843	-	215,066
Depreciation charge for the year (Note 8)	67	228	393	1,875	361	253	-	3,177
Disposals	-	(47)	-	(8,569)	(2,812)	-	-	(11,428)
Written off	-	-	-	-	-	(93)	-	(93)
At 30 June 2023								
Accumulated depreciation	1,444	834	8,340	86,283	32,228	16,003	-	145,132
Accumulated impairment	-	-	445	46,042	15,103	-	-	61,590
	1,444	834	8,785	132,325	47,331	16,003	-	206,722

13. Property, plant and equipment (contd.)

	Freehold land RM'000	Leasehold land RM'000	Factories, buildings and quarters RM'000	Aircraft, watercraft, motor vehicles, plant and machinery RM'000	Roads and bridges RM'000	Office renovation, furniture, fittings and equipment RM'000	Capital work-in-progress RM'000	Total RM'000
Company (contd.)								
Accumulated depreciation (contd.)								
At 1 July 2023	1,444	834	8,785	132,325	47,331	16,003	-	206,722
Depreciation charge for the year (Note 8)	67	180	358	1,672	361	206	-	2,844
Disposals	-	(199)	(291)	(5,595)	-	(244)	-	(6,329)
Written off	-	-	(570)	(5,638)	-	(104)	-	(6,312)
At 30 June 2024								
Accumulated depreciation	1,511	815	7,837	76,722	32,589	15,861	-	135,335
Accumulated impairment	-	-	445	46,042	15,103	-	-	61,590
	1,511	815	8,282	122,764	47,692	15,861	-	196,925
Net carrying amount								
At 30 June 2023	6,441	931	4,558	15,534	1,381	930	246	30,021
At 30 June 2024	6,374	645	4,793	13,927	1,020	985	159	27,903

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For the financial year ended 30 June 2024

13. Property, plant and equipment (contd.)

(a) Right-of-use assets ("ROU")

Included in the property, plant and equipment are right-of-use assets as follows:

	Motor vehicles RM'000	Leasehold land RM'000	Total RM'000
Group			
At 1 July 2022	12,923	76,569	89,492
Additions during the year	-	1,866	1,866
Depreciation charge for the year (Note 23(b))	(791)	(2,792)	(3,583)
Disposal during the year	(4,937)	-	(4,937)
Derecognition upon settlement during the year	(7,195)	-	(7,195)
Early termination during the year	-	(255)	(255)
At 30 June 2023 and 1 July 2023	-	75,388	75,388
Additions during the year	-	6	6
Depreciation charge for the year (Note 23(b))	-	(2,746)	(2,746)
Derecognition upon settlement during the year	-	(112)	(112)
At 30 June 2024	-	72,536	72,536
Company			
At 1 July 2022	12,818	1,261	14,079
Additions during the year	-	151	151
Depreciation charge for the year (Note 23(b))	(782)	(229)	(1,011)
Disposal during the year	(4,937)	-	(4,937)
Derecognition upon settlement during the year	(7,099)	-	(7,099)
Early termination during the year	-	(255)	(255)
At 30 June 2023 and 1 July 2023	-	928	928
Additions during the year	-	6	6
Depreciation charge for the year (Note 23(b))	-	(180)	(180)
Derecognition upon settlement during the year	-	(112)	(112)
At 30 June 2024	-	642	642

The Group and the Company have lease contracts for various items of land and motor vehicles used in their operations.

The Group and the Company also applied judgement and assumptions in determining the incremental borrowing rate of the respective leases. The Group and the Company first determine the closest available borrowing rates before using significant judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective lease.

13. Property, plant and equipment (contd.)

(a) Right-of-use assets ("ROU") (contd.)

The table below describes the nature of the Group's and the Company's leasing activities by type of right-of-use asset recognised on the statements of financial position:

	Leasehold land			
	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
No. of right-of-use asset leased	91	93	18	20

(b) Fully depreciated property, plant and equipment

The cost of fully depreciated property, plant and equipment of the Group and of the Company that remain in use at the reporting date were RM1,007,828,062 (2023: RM990,426,837) and RM178,555,925 (2023: RM184,832,775), respectively.

(c) Assets pledged for banking facilities

At the reporting date, certain plantation land, fixed fixture on the land and oil mill of the Group with carrying amount of RM101,558,737 (2023: RM113,695,597) are pledged for banking facilities of the Group and of the Company as disclosed in Note 23.

(d) Impairment of property, plant and equipment

During the financial year, the Group recorded an impairment loss of RM2,508,000 on property, plant and equipment of certain CGUs from the timber segment. RM858,000 impairment loss arose from a subsidiary which have no viable future cash flows arising from its business plan, whilst RM1,650,000 impairment loss is due to degradation of certain motor vehicles with an expected recoverable amount of RM6,880,000.

In the previous financial year, the Group recorded impairment loss of RM2,389,000 of which RM1,429,000 was mainly attributable due to degradation of certain motor vehicles. The recoverable amount of these motor vehicles was based on their FVLCTS of RM1,862,000. The remaining impairment loss of RM960,000 was in respect of development expenditure incurred on a coconut plantation based on its recoverable amount derived based on VIU of RM5,504,000.

(e) Reconciliation to the statement of cash flows

Reconciliation to the cash flow for acquisitions of property, plant and equipment is as follows:

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Additions for the financial year	46,970	35,974	2,002	1,273
Less: Leasing arrangements (Note 23(b))	(6)	(1,866)	(6)	(151)
Total cash payments during the financial year	46,964	34,108	1,996	1,122

13. Property, plant and equipment (contd.)

(f) Changes in estimates

In the previous financial year, the Group conducted an operational efficiency review of its plants and machinery under oil mill division, which resulted in changes in the expected useful lives of these assets. The change in the estimated remaining useful lives resulted in a decrease in depreciation expense amounted to RM10,027,000 in 2023.

(g) Bearer plants

In the previous financial year, bearer plants with carrying amount of RM32,777,770 was planted on land leased from a related party. During the financial year, the Group acquired a majority stake in the company which owns these lands. Details of this acquisition are disclosed in Note 16(b).

As at the reporting date, bearer plants with carrying amount of RM349,536,037 (2023: RM406,263,703) and RM179,908,940 (2023: RM192,910,246) is planted on land leased from related parties and third parties respectively. Details of the lease payments are disclosed in Note 23(b).

14. Biological assets

	FFB and coconut prior to harvest		Planted forest (forestry assets)		Total	
	2024	**2023**	**2024**	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group						
Fair value						
At beginning of year	16,174	21,530	105,383	94,671	121,557	116,201
Development expenditure	-	(3,462)	19,323	19,261	19,323	15,799
Changes in fair value (Note 8)	(1,835)	(1,894)	(31,285)	(8,549)	(33,120)	(10,443)
At end of year	14,339	16,174	93,421	105,383	107,760	121,557
Classified as:						
Non-current	-	-	93,421	105,383	93,421	105,383
Current	14,339	16,174	-	-	14,339	16,174
	14,339	16,174	93,421	105,383	107,760	121,557

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14. Biological assets (contd.)

	FFB prior to harvest		Planted forest (forestry assets)	
	MT'000	**MT'000**	**M3'000**	**M3'000**
	2024	**2023**	**2024**	**2023**
Group				
Physical quantities:				
At 30 June	41	45	731	541
Production/sold during the year	1,155	944	-	-

Included in planted forest are the following expenses incurred and capitalised during the year:

	2024	**2023**
	RM'000	RM'000
Depreciation of property, plant and equipment (Note 13)	235	953
Employee benefits expense (Note 9)	1,650	1,478

(a) Fresh fruit bunches ("FFB") prior to harvest

In arriving at the fair value of FFB prior to harvest, management considered the oil content of the unripe FFB. It is assumed that the net cash flow generated from FFB exceeding 15 days prior to harvest to be negligible and is accordingly excluded from valuation. The fair value of FFB prior to harvest is computed based on the market approach and takes into consideration the market prices of harvested FFB, adjusted to the estimated oil content of unharvested FFB less harvesting, transport and other costs to sell.

Harvested FFB is transferred to inventories at fair value less costs to sell upon harvest. The change in fair value of FFB in each accounting period is recognised in profit or loss.

The fair value of FFB have been consistently estimated using the same valuation techniques which is considered a Level 3 of the fair value hierarchy measurement.

The following table shows the valuation techniques used in measuring the fair values, as well as the significant unobservable inputs used.

Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
	The estimated fair value would increase/(decrease) if:
Estimated FFB prices	- the estimated FFB prices were higher/(lower);
Estimated production volume	- the estimated production volume was higher/(lower); or
Estimated harvest and transportation costs	- the estimated harvest and transportation costs were lower/(higher).

14. Biological assets (contd.)

(b) Planted forest (forestry assets)

The Group entered into a reforestation development agreement with a related party where in return for the reforestation activity performed on the related party's land, the Group is contractually obligated to pay the related party a sum of RM10 per cubic meter on local sales and RM30 per cubic meter on export sale. As at the reporting date, 24,486 ha (2023: 17,665 ha) are under afforestation which forms the basis of the valuation set out above.

Mature forestry assets are those plantations that are harvestable, while immature forestry assets have not yet reached the desired stage of growth. Management plans for timber harvest according to a rotation plan, once trees reach maturity at 8 years and above and also depending on the pricing of the timber at the point of harvest.

The harvestable volume of planted forest was assessed by an independent specialist and the directors performed the valuation based on this key input during the financial year. The following assumptions were used in the said valuation:

(i) The net selling price, which is defined as the selling price less the costs of transport and harvesting ("cost to sell"). The net selling price is based on management estimates and is influenced by the species, maturity profile and location of timber.

(ii) Mature plantation is estimated to have a harvestable yield of 80 cubic metre per ha whilst for immature plantation, a harvestable yield of 20 cubic metre per ha is assumed.

(iii) The total harvestable area is estimated based on satellite imagery performed by the independent specialist and supported with sample counts in specific area performed by the management.

(iv) It is assumed that the harvested timber will be sold locally. The export of planted timber extracted from reforested plantation is currently suspended by the Government of Sarawak until further notice. In addition, the Group has not obtained the license to harvest the reforested plantation.

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant assumptions, holding other assumptions constant, would have affected the valuations by the amounts shown below.

	Group	
	2024	**2023**
	RM'000	RM'000
Harvestable volume (5% movement)	4,671	5,269
Selling price (5% movement)	16,413	13,516
Cost to sell (5% movement)	11,743	8,246

14. Biological assets (contd.)

(b) Planted forest (forestry assets) (contd.)

The fair value of the biological assets is categorised under level 3 of the fair value hierarchy. The following table shows the valuation techniques used in measuring the fair value, as well as the significant unobservable inputs used.

Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
	The estimated fair value would increase/(decrease) if:
- Estimated logs transfer price	- the estimated logs transfer price were higher/(lower);
- Estimated yields per hectare	- the estimated yields per hectare were higher/(lower); or
- Estimated harvest and transportation costs	- the estimated harvest and transportation costs were lower/(higher).

15. Other intangible assets

	Computer software RM'000
Group	
Cost	
At 1 July 2022	5,273
Additions	25
At 30 June 2023 and 1 July 2023	5,298
Additions	78
At 30 June 2024	5,376
Accumulated amortisation	
At 1 July 2022	4,778
Amortisation for the year (Note 8)	124
At 30 June 2023 and 1 July 2023	4,902
Amortisation for the year (Note 8)	97
At 30 June 2024	4,999
Net carrying amount	
At 30 June 2023	396
At 30 June 2024	377

15. Other intangible assets (contd.)

	Computer software RM'000
Company	
Cost	
At 1 July 2022 and 30 June 2023 and 1 July 2023	4,964
Addition	78
At 30 June 2023 and 30 June 2024	5,042
Accumulated amortisation	
At 1 July 2022	4,624
Amortisation for the year (Note 8)	93
At 30 June 2023 and 1 July 2023	4,717
Amortisation for the year (Note 8)	64
At 30 June 2024	4,781
Net carrying amount	
At 30 June 2023	247
At 30 June 2024	261

16. Investments in subsidiaries

	Company	
	2024 RM'000	**2023** RM'000
Unquoted shares, at cost	1,688,890	1,868,270
Less: Accumulated impairment losses	(570,285)	(451,323)
	1,118,605	1,416,947

	Company	
	RM'000	RM'000
At 1 July 2023/2022	451,323	455,536
Impairment loss	125,744	2,448
Reversal of impairment loss (Note 6)	(6,782)	(6,661)
At 30 June 2024/2023	570,285	451,323

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For the financial year ended 30 June 2024

16. Investments in subsidiaries (contd.)

Details of the subsidiaries are as follows:

Name of subsidiaries	Country of incorporation	Principal activities	Proportion of ownership interest 2024 %	2023 %
Direct subsidiaries of the Company				
Curiah Sdn. Bhd.	Malaysia	Extraction and sale of logs	88.91	88.91
Eastern Eden Sdn. Bhd.	Malaysia	Development of oil palm plantations and its related activities	100	100
Eastern Timber Ltd.	Federal Territory of Labuan, Malaysia	Dormant	100	100
Erajaya Synergy Sdn. Bhd.	Malaysia	Development of oil palm plantations and its related activities	100	100
Guanaco Sdn. Bhd.	Malaysia	Cultivation and trading of birds' nests	100	100
Hak Jaya Sdn. Bhd.	Malaysia	Marketing of timber logs	100	100
Hariyama Sdn. Bhd.	Malaysia	Development of oil palm plantations, palm oil processing and its related activities	100	100
Jaras Sdn. Bhd.	Malaysia	Dormant	100	100
Jaya Tiasa Aviation Sdn. Bhd.	Malaysia	Provision of private air transportation services	100	100
Jaya Tiasa Forest Plantation Sdn. Bhd.	Malaysia	Development and maintenance of planted forests and forest plantation contractor	100	100
Jaya Tiasa R&D Sdn. Bhd.	Malaysia	Production and trading of coconuts	100	100
Jaya Tiasa Plywood Sdn. Bhd.	Malaysia	Manufacturing and sale of sawn timber, blockboard and veneer as well as plywood manufacturing but ceased operation in 2021	100	100

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

16. Investments in subsidiaries (contd.)

Details of the subsidiaries are as follows: (contd.)

Name of subsidiaries	**Country of incorporation**	**Principal activities**	**Proportion of ownership interest 2024**	**2023**
			%	%
Direct subsidiaries of the Company (contd.)				
Jaya Tiasa Timber Products Sdn. Bhd.	Malaysia	Sale of plywood but ceased operations in 2021	100	100
Jaya Tiasa Agriculture Sdn. Bhd. (Formerly known as JT Logging Sdn. Bhd.)	Malaysia	Cultivation of paddy and related activities	100	100
JT Oil Palm Development Sdn. Bhd.	Malaysia	Palm oil processing and its related activities	100	100
Kunari Sdn. Bhd. (Formerly known as Kunari Timber Sdn. Bhd.)	Malaysia	Trading in groceries and sundry goods	100	100
Mantan Sdn. Bhd.	Malaysia	Logging contractor	100	100
Maujaya Sdn. Bhd.	Malaysia	Palm oil processing and its related activities	100	100
Maxiwealth Holdings Sdn. Bhd.	Malaysia	Palm oil processing and its related activities	100	100
Multi Greenview Sdn. Bhd.	Malaysia	Investment holding	100	100
Poh Zhen Sdn. Bhd.	Malaysia	Development of oil palm plantations and its related activities	100	100
Rimbunan Hijau Plywood Sdn. Bhd.	Malaysia	Fabrication and workshop services	100	100
Sericahaya Sdn. Bhd.	Malaysia	Dormant	88.91	88.91
Simalau Plantation Sdn. Bhd.	Malaysia	Development of oil palm plantations and its related activities	100	100
Wealth Houses Development Sdn. Bhd. #	Malaysia	Operation of oil palm plantations on joint venture basis	55	-
Atlantic Evergreen Holdings	Cayman Islands	Dormant	100	100

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

16. Investments in subsidiaries (contd.)

Details of the subsidiaries are as follows: (contd.)

Name of subsidiaries	Country of incorporation	Principal activities	Proportion of ownership interest 2024 %	2023 %
Direct subsidiaries of the Company (contd.)				
Atlantic Timber Holdings Limited	Cayman Islands	Dormant	100	100
Pacific Timber Holdings Limited	Cayman Islands	Dormant	100	100
Subsidiary of Atlantic Evergreen Holdings				
Western Timber Resources Limited	Cayman Islands	Dormant	100	100

\# Not audited by Ernst & Young PLT

(a) Non-controlling interests

Financial information of the subsidiary that has material non-controlling interests ("NCI") is provided as follows:

Name of subsidiary	Country of incorporation	Proportion of equity interest held by NCI 2024 %	2023 %
Wealth Houses Development Sdn. Bhd. ("WHD")	Malaysia	45	-

	WHD 2024 RM'000
Accumulated balances of material NCI	42,133
Profit allocated to material NCI	161

16. Investments in subsidiaries (contd.)

(a) Non-controlling interests (contd.)

The summarised financial information of the subsidiary is provided below. This information is based on amounts before inter-company elimination.

(i) Summarised Statement of Profit or Loss

	WHD 2024 RM'000
Loss for the period	(2,575)
Loss attributable to:	
Owners of the Company	(1,416)
Non-controlling interests	(1,159)

The financial results from the beginning of the financial year to the acquisition date of this subsidiary is not material.

(ii) Summarised Statements of Financial Position

	WHD 2024 RM'000
Non-current assets	93,008
Current assets	654
Total assets	93,662
Current liabilities	33
Total liabilities	33
Total equity	93,629
Attributable to:	
Equity holders of parent	51,497
Non-controlling interests	42,133

(iii) Summarised cash flows information

	WHD 2024 RM'000
Operating	549
Financing	3
Net increase in cash and cash equivalents	552

In the previous financial year, none of the subsidiaries with non-controlling interests are material to the Group.

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

16. Investments in subsidiaries (contd.)

(b) Acquisition of a subsidiary

On 4 July 2023, the Group acquired 825,000 ordinary shares representing 55% equity interest in Wealth Houses Development Sdn. Bhd. ("WHD") for a cash consideration of RM52.3 million, a company related to certain directors of the Company. WHD holds legal ownership of leasehold land that is currently developed by the Group for an oil palm plantation.

On 29 August 2023, the acquisition and all related transactions were successfully completed in accordance with the terms and conditions specified in the Share Sale Agreement. Following the acquisition, WHD became a subsidiary of the Company. WHD has no active business other than ownership of the land. Consequently, the acquisition of WHD is accounted for as an asset acquisition.

Assets acquired and liabilities assumed

The fair value of the identifiable assets and liabilities of the newly acquired subsidiary as at the date of acquisition were:

	Fair value recognised on acquisition WHD RM'000
Assets	
Property, plant and equipment (Note 13)	95,339
Trade and other receivables	148
Other current assets	20
Cash and bank balances	41
	95,548
Liabilities	
Trade and other payables	(6)
Total identifiable net assets at fair value	95,542
Non-controlling interests	(43,292)
Purchase consideration transferred	52,250
Analysis of cash flow on acquisition:	
Net cash acquired with the subsidiary	41
Cash paid	(52,250)
Net cash outflow on acquisition	(52,209)

16. Investments in subsidiaries (contd.)

(c) Internal restructuring

During the financial year, the Group implemented an internal restructuring, in which the Company:

(i) capitalised RM163.9 million of debts owed by certain subsidiaries as part of its investment in those subsidiaries. Of this amount, RM100.9 million had previously been impaired as doubtful debts. As a result, the Company reversed the impairment of doubtful debts totaling RM100.9 million during the year; and

(ii) reduced its investment costs in other subsidiaries by RM395.6 million following capital reduction exercises conducted by those subsidiaries. These exercises led to a corresponding reduction in the amounts payable to these subsidiaries by the same amount.

(d) Impairment of investment in subsidiaries

As disclosed in Note 16(c)(i) above, the Company capitalised RM163.9 million of debts owed by certain subsidiaries during the financial year. The Company also impaired RM125.7 million of its investment in these subsidiaries, of which RM85.1 million corresponds to the amount due previously impaired as doubtful debts. The additional impairment of RM40.6 million is primarily due to the impairment recognised on a subsidiary involved in reforestation of RM39.4 million caused by decrease in timber prices and operating costs escalation. The recoverable amount based on FVLCTS of the investment is approximately RM10.6 million.

In the previous financial year, the additional impairment arose mainly due to the decrease in the market price of the investment held and the published price of a helicopter. As at the reporting date, the recoverable amounts of the investment in these subsidiaries were approximately RM31.8 million.

(e) Reversal of impairment of investment in subsidiaries

During the financial year, the Company recognised a reversal of impairment loss amounting to approximately RM6.8 million. This reversal mainly relates to a subsidiary whose recoverable amount improved. The recoverable amount of the investment is approximately RM15.4 million.

In the previous financial year, the Company recognised a reversal of impairment of RM6.7 million, which pertained to two other subsidiaries in the timber segment. This reversal was primarily driven by an increase in property prices held by one of the subsidiaries. The recoverable amount of the investment in this subsidiary increased to RM96.4 million, based on FVLCTS.

17. Deferred tax assets/(liabilities)

	Group		Company	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2023/2022	(104,859)	(103,149)	863	-
Recognised in statements of profit or loss and other comprehensive income (Note 11)	(42,195)	(1,710)	1,137	863
At 30 June 2024/2023	(147,054)	(104,859)	2,000	863

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set-off current tax assets against current tax liabilities and when the deferred income taxes relate to the same tax authority.

17. Deferred tax assets/(liabilities) (contd.)

The net deferred tax assets and liabilities shown on the statement of financial position after appropriate offsetting are as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Deferred tax assets	34,182	44,207	2,000	863
Deferred tax liabilities	(181,236)	(149,066)	-	-
	(147,054)	(104,859)	2,000	863

Deferred tax assets and liabilities prior to offsetting are summarised as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Deferred tax assets	124,279	193,068	4,511	3,671
Deferred tax liabilities	(271,333)	(297,927)	(2,511)	(2,808)
	(147,054)	(104,859)	2,000	863

17. Deferred tax assets/(liabilities) (contd.)

The components and movements in deferred tax assets and liabilities during the financial year prior to offsetting are as follows:

	As at 1 July 2022	Recognised in profit or loss (Note 11)	As at 30 June 2023	Recognised in profit or loss (Note 11)	As at 30 June 2024
	RM'000	RM'000	RM'000	RM'000	RM'000
Group					
Deferred tax liabilities:					
Property, plant and equipment	(298,231)	24,068	(274,163)	23,724	(250,439)
Biological assets	(21,205)	(2,559)	(23,764)	2,870	(20,894)
	(319,436)	21,509	(297,927)	26,594	(271,333)
Deferred tax assets:					
Unused tax losses and unabsorbed capital allowances	216,287	(23,524)	192,763	(68,669)	124,094
Property, plant and equipment	-	305	305	(120)	185
	216,287	(23,219)	193,068	(68,789)	124,279
Company					
Deferred tax liabilities:					
Property, plant and equipment	(3,286)	478	(2,808)	297	(2,511)
Deferred tax assets:					
Unabsorbed capital allowance	3,286	385	3,671	840	4,511

17. Deferred tax assets/(liabilities) (contd.)

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Unutilised tax losses	311,211	246,412	21,410	19,191
Unabsorbed capital allowances	76,663	74,049	28,687	31,314
Unutilised export sales incentive	39,041	39,041	-	-
Other deductible temporary differences	36,632	39,715	-	-
	463,547	399,217	50,097	50,505
Deferred tax asset @ 24%, if recognised	111,251	95,812	12,023	12,121
Expiry of unutilised tax losses is as follows:				
- Year of assessment 2028	85,202	71,501	-	-
- Year of assessment 2029	55,010	45,368	-	-
- Year of assessment 2030	47,922	46,481	19,191	19,191
- Year of assessment 2031	21,562	18,730	-	-
- Year of assessment 2032	43,807	36,741	-	-
- Year of assessment 2033	27,785	27,591	-	-
- Year of assessment 2034	29,923	-	2,219	-
	311,211	246,412	21,410	19,191

At the reporting date, the deferred tax assets as shown above are available for offset against future taxable profits of the Group and of the Company, for which no deferred tax asset is recognised due to uncertainty of their recoverability and they may not be used to offset taxable profits elsewhere in the Group.

18. Inventories

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
At cost				
Crude palm oil	15,309	10,926	-	-
Fresh fruit bunches	624	700	-	-
General stores	25,492	24,016	859	1,165
Logs	6,018	9,837	6,018	9,837
Palm kernel	1,035	1,103	-	-
Raw nests	12	21	-	-
Work-in-progress	172	137	-	-
	48,662	46,740	6,877	11,002

During the financial year, inventories recognised as an expense in cost of sales of the Group and of the Company were RM271,470,000 (2023: RM257,160,000) and RM34,188,000 (2023: RM34,455,000) respectively.

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

19. Trade and other receivables

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Current				
Trade receivables				
Third parties	13,806	21,166	3,799	1,036
Related parties	19,149	2,735	-	-
Amounts due from subsidiaries	-	-	381	5,457
	32,955	23,901	4,180	6,493
Other receivables				
Sundry receivables	5,671	7,962	1,709	4,109
Amounts due from subsidiaries				
- Current account	-	-	258,299	414,217
- Group treasury account	-	-	53,071	124,905
	-	-	311,370	539,122
	5,671	7,962	313,079	543,231
Less: Allowance for impairment				
Sundry receivables	(750)	(750)	-	-
Amounts due from subsidiaries	-	-	(6,667)	(103,757)
	(750)	(750)	(6,667)	(103,757)
Other receivables, net	4,921	7,212	306,412	439,474
Refundable deposits	1,612	1,512	63	-
	6,533	8,724	306,475	439,474
Total trade and other receivables	39,488	32,625	310,655	445,967
Non-current				
Other receivables				
Amounts due from subsidiaries				
- Current account	-	-	41,755	-
Total trade and other receivables (current and non-current)	39,488	32,625	352,410	445,967

NOTES TO **THE FINANCIAL STATEMENTS**
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19. Trade and other receivables (contd.)

(a) Trade receivables

The Group's primary exposure to credit risk arises through its trade receivables. These debtors are generally granted a credit term of 30 days (2023: 30 days). Other credit terms are assessed and approved on a case-by-case basis. Each customer is assigned a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. Trade receivables are non-interest bearing. As at the reporting date, two customers made up of approximately 78% (2023: 80%) of trade receivables.

Ageing analysis of trade receivables

The ageing analysis of the Group's and of the Company's trade receivables is as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Neither past due nor impaired	31,055	23,901	2,280	6,493
1 to 30 days past due not impaired	800	-	800	-
31 to 60 days past due not impaired	301	-	301	-
61 to 90 days past due not impaired	36	-	36	-
91 to 120 days past due not impaired	427	-	427	-
more than 121 days past due not impaired	336	-	336	-
Past due but not impaired	1,900	-	1,900	-
	32,955	23,901	4,180	6,493

Receivables that are neither past due nor impaired

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment records with the Group and the Company.

None of the Group's and the Company's trade receivables that are neither past due nor impaired have been renegotiated during the financial year.

Trade receivables that are impaired

Movement in allowance accounts:

	Group		Company	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2023/2022	-	205	-	205
Written off	-	(205)	-	(205)
At 30 June 2024/2023	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS
For the financial year ended 30 June 2024

19. Trade and other receivables (contd.)

(b) Amounts due from subsidiaries

The amounts due from subsidiaries bore interest at the rate 4.25% (2023: 4.25%) per annum whilst the Group treasury account bears interest at rates ranging from 6.15% - 6.34% (2023: 5.85% to 6.06%) per annum during the financial year. These amounts are unsecured and receivable on demand except for the non-current portion which are not expected to be receivable within the next twelve months.

(c) Other receivables

Generally, all other receivables are unsecured, non-interest bearing and receivable on demand.

(d) Impairment of other receivables

Movement in allowance accounts:

	Group		Company	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2023/2022	750	750	103,757	92,851
Charge for the year	-	-	3,884	10,939
Reversal of impairment loss (Note 6)	-	-	(100,974)	(33)
At 30 June 2024/2023	750	750	6,667	103,757

As disclosed in Note 16(c), the Company increased its investment in certain subsidiaries by way of capitalising RM163.9 million of the amount due from these subsidiaries. As a result of the capitalisation, the Company reversed impairment loss of RM100,974,000 as these amounts due were previously impaired.

Further details on related party transactions are disclosed in Note 28.

20. Other current assets

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Prepayments	6,871	4,602	175	206
Tax recoverable	3,575	11,284	2,605	2,143
	10,446	15,886	2,780	2,349

21. Investment securities

	Group	
	2024	**2023**
	RM'000	RM'000
Non-current		
Financial assets through other comprehensive income without re-cycling		
Equity instruments (quoted in Malaysia)	15,290	9,730

22. Cash and bank balances

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Cash at banks and on hand	83,207	102,518	79,171	97,051
Short-term deposits with licensed bank	200,000	130,000	200,000	130,000
Cash and bank balances	283,207	232,518	279,171	227,051

For the purpose of the statements of cash flows, cash and cash equivalents comprise the following as at the reporting date:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Cash and bank balances	283,207	232,518	279,171	227,051
Less: Debt Service Reserve Accounts	(38,924)	(38,314)	(38,924)	(38,314)
Cash and cash equivalents	244,283	194,204	240,247	188,737

The Group and the Company are required to maintain the Debt Service Reserve Accounts throughout the tenure of a term loan equivalent to next six months (2023: next six months) principal and interest repayment amounting to RM38,924,000 (2023: RM38,314,000). Short term deposits placed with licensed bank are deposited for 90 days (2023: 10 to 90 days) and earn interests at the rate of 3.70% (2023: 3.15% to 3.9%) at reporting date.

23. Loans and borrowings

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Current				
Secured:				
Lease liabilities	854	871	140	192
Term loans	56,770	55,443	56,770	55,443
	57,624	56,314	56,910	55,635
Non-current				
Secured:				
Lease liabilities	3,494	4,445	577	812
Term loans	133,118	287,609	133,118	287,609
	136,612	292,054	133,695	288,421
Total loans and borrowings	194,236	348,368	190,605	344,056

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

23. Loans and borrowings (contd.)

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Total loans and borrowings (excluding lease liabilities)				
Term loans	189,888	343,052	189,888	343,052

The remaining maturities of loans and borrowings (excluding lease liabilities) as at the reporting date were as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
On demand or within 1 year	56,770	55,443	56,770	55,443
More than 1 year or less than 2 years	125,042	56,770	125,042	56,770
More than 2 years or less than 5 years	8,076	192,870	8,076	192,870
More than 5 years	-	37,969	-	37,969
	189,888	343,052	189,888	343,052

The borrowings incurred interest at the following rates during the financial year:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	%	%	%	%
Term loans	6.15 - 6.34	5.85 - 6.06	6.15 - 6.34	5.85 - 6.06
Lease liabilities	5.00 - 6.00	5.00 - 6.00	6.00	6.00

(a) Term loans

Term loans of the Group and the Company are secured by certain assets disclosed in Note 13(c).

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For the financial year ended 30 June 2024

23. Loans and borrowings (contd.)

(b) Lease liabilities (contd.)

The movement of lease liabilities during the financial year is as follows:

	Group		Company	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2023/2022	5,316	4,605	1,004	1,362
Acquisition of new lease (Note 13(e))	6	1,866	6	151
Accretion of interest charged (Note 7)	302	356	54	76
Early termination during the year	(116)	(296)	(116)	(296)
Payment of:				
- principal	(858)	(859)	(177)	(213)
- interest	(302)	(356)	(54)	(76)
Total cash outflow	(1,160)	(1,215)	(231)	(289)
At 30 June 2024/2023	4,348	5,316	717	1,004

The movement of lease liabilities during the financial year is as follows:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Analysed as follows:				
Current	854	871	140	192
Non-current	3,494	4,445	577	812
	4,348	5,316	717	1,004

The following expenses relate to payments not included in the measurement of the lease liabilities:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Depreciation of right-of-use assets (Note 13(a))	2,746	3,583	180	1,011
Interest expense on finance leases (Note 7)	302	356	54	76
Expenses relating to short-term leases	10	10	310	310

There were no leases with residual value guarantee or leases not yet commenced to which the Group and the Company are committed.

23. Loans and borrowings (contd.)

(b) Lease liabilities (contd.)

Variable lease payments based on FFB produced

Some leases of the Group under plantation sector contain variable lease payments that are based on FFB produced for the lease of land. Variable lease payments for the financial year ended 30 June were as follows:

	Variable lease payments		Estimated annual impact of a 5% increase on FFB produced	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Group				
Leases with lease payment based on FFB produced	9,748	6,463	487	324

Change in liabilities arising from financing activities

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
At 1 July 2023/2022	348,368	572,839	344,056	560,884
Addition of new lease (Note 13(e))	6	1,866	6	151
Early termination during the year	(116)	(296)	(116)	(296)
Repayment of lease liabilities	(858)	(859)	(177)	(213)
Repayment of term loan	(153,164)	(215,948)	(153,164)	(215,948)
Repayment of bankers' acceptance	-	(8,712)	-	-
Repayment of bank overdraft	-	(522)	-	(522)
At 30 June 2024/2023	194,236	348,368	190,605	344,056

Other information on financial risks of loans and borrowings are disclosed in Note 30.

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24. Trade and other payables

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Trade payables				
Third parties	53,653	44,886	1,531	1,100
Related parties	3,325	4,968	495	456
	56,978	49,854	2,026	1,556
Other payables				
Accruals	9,397	6,159	3,183	1,297
Deposit received	-	4	-	-
Sundry payables	19,127	23,210	1,189	1,459
Related parties	-	5	-	-
Amounts due to subsidiaries				
- Current account	-	-	107,123	511,876
- Group treasury account	-	-	-	(198,818)
	-	-	107,123	313,058
	28,524	29,378	111,495	315,814
Total trade and other payables	85,502	79,232	113,521	317,370

(a) Trade payables

Trade payables are generally non-interest bearing and the normal trade credit terms granted to the Group and to the Company range from 30 to 180 days (2023: 30 to 180 days).

(b) Amounts due to subsidiaries

The amounts due to subsidiaries under current account bore interest at the rate of 4.25% (2023: 4.25%) per annum whilst the Group treasury account bore interest at rates ranging from 6.15% to 6.34% (2023: 5.85% to 6.06%) per annum during the financial year. These amounts are unsecured and payable on demand.

(c) Sundry payables and amount due to related parties

These amounts are unsecured, non-interest bearing and payable on demand.

Further details on related party transactions are disclosed in Note 28.

25. Share capital and treasury shares

	Group and Company			
	Number of Ordinary Shares		Amount	
	Share capital (Issued and fully paid) '000	Treasury shares '000	Share capital (Issued and fully paid) RM'000	Treasury shares RM'000
At 1 July and 30 June 2022, 2023 and 2024	973,718	(5,727)	977,402	(13,687)

Treasury shares

Treasury shares relate to ordinary shares of the Company that are held by the Company. The amount consists of the acquisition costs of treasury shares net of the proceeds received on their subsequent sale or issuance.

Of the total 973,717,797 (2023: 973,717,797) issued and fully paid ordinary shares as at 30 June 2024, 5,727,000 (2023: 5,727,000) were held as treasury shares by the Company. As at 30 June 2024, the number of outstanding ordinary shares in issue after the set-off were therefore 967,990,797 (2023: 967,990,797) ordinary shares.

The directors of the Company are committed to enhancing the value of the Company for its shareholders and believe that the repurchase plan can be applied in the best interests of the Company and its shareholders. The repurchase transactions were financed by internally generated funds. The shares repurchased are held as treasury shares in accordance with Section 127 of the Companies Act 2016.

26. Other reserves

	Fair value adjustment reserve RM'000	Foreign currency translation reserve RM'000	Total RM'000
Group			
At 1 July 2022	(22,935)	1	(22,934)
Fair value changes for investment securities held under fair value through other comprehensive income	(2,085)	(1)	(2,086)
Reclassification	-	1	1
At 30 June 2023	(25,020)	1	(25,019)
At 30 June 2023	(25,020)	1	(25,019)
Fair value changes for investment securities held under fair value through other comprehensive income	5,560	(1)	5,559
Reclassification	-	3	3
At 30 June 2024	(19,460)	3	(19,457)

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For the financial year ended 30 June 2024

26. Other reserves (contd.)

(a) Fair value adjustment reserve

Fair value adjustment reserve represents the cumulative fair value changes of financial assets designated at fair value through other comprehensive income until they are disposed.

(b) Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency. It is also used to record the exchange differences arising from monetary items which form part of the Group's net investment in foreign operations.

27. Commitments

Capital commitments as at the reporting date are as follows:

	Group	
	2024	**2023**
	RM'000	RM'000
Capital expenditure		
Approved and contracted for:		
Property, plant and equipment	12,623	10,925
Approved but not contracted for:		
Plantation development expenditure	17,973	19,323

28. Related party transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following transaction between the Group and the Company with the related parties took place at terms agreed between parties during the financial year:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Subsidiaries				
Interest income	-	-	(15,248)	(16,022)
Interest expense	-	-	16,543	18,439
Commission paid	-	-	383	270
Contract fees paid to subsidiary	-	-	8,510	8,653
Hiring charges paid to a subsidiary	-	-	300	300
Fabrication and repair expenses	-	-	25	69
Sale of timber products	-	-	(28,880)	(28,571)
Purchase of timber products	-	-	28,668	32,451
Dividend income	-	-	(85,160)	(10,000)
Management fee income	-	-	(21,076)	(15,231)

28. Related party transactions (contd.)

In addition to the related party information disclosed elsewhere in the financial statements, the following transaction between the Group and the Company with the related parties took place at terms agreed between parties during the financial year: (contd.)

	Group		Company	
	2024 RM'000	**2023** RM'000	**2024** RM'000	**2023** RM'000
Other related parties				
Sale of crude palm oil and palm kernel to:				
- Borneo Edible Oils Sdn. Bhd. (ii)	(421,052)	(426,690)	-	-
Sale of spare parts, fuel and lubricants, chemicals and servicing of machineries:				
- Oriental Evermore Group (i)	(394)	(271)	(393)	(271)
- Rimbunan Hijau General Trading Sdn. Bhd. (v)	(1)	(6)	-	-
- Jobenar Raya Sdn. Bhd. (vi)	(17)	(5)	-	-
Equipment/logpond/office rental (income) from/expenses paid to:				
- Rimbunan Hijau Sdn. Bhd. (iv)	19	8	-	-
Electricity and water charges received from:				
- Oriental Evermore Group (i)	(44)	(45)	(44)	(45)
Security contract charges received from:				
- Oriental Evermore Group (i)	(5)	(63)	-	-
Towage and freight charges paid to:				
- Oriental Evermore Group (i)	4,962	4,140	4,838	3,919
Purchase of motor vehicles from:				
- Rimbunan Hijau Auto Services Sdn. Bhd. (vii)	726	227	-	114
Purchase of spare parts, fuel and lubricants, chemicals and servicing of machineries:				
- Rimbunan Hijau General Trading Sdn. Bhd. (v)	3,961	4,005	103	98
- Oriental Evermore Group (i)	18	26	3	-
- Perindustrian Jaya Tiasa Sdn. Bhd. (viii)	42	14	-	-
- Kejuruteraan Utama Sentiasa Sdn. Bhd. (ix)	532	201	2	4
Hotel accommodation and purchase of food and beverages paid to:				
- Regalia Ritz Enterprise Sdn. Bhd. (iii)	83	65	67	58
- Oriental Evermore Group (i)	-	3	-	-
- Rimbunan Hijau General Trading Sdn. Bhd. (v)	-	2	-	2
- Rimbunan Sawit Management Services Sdn. Bhd. (xiv)	16	-	16	-
Land rental paid to:				
- Rejang Heights Sdn. Bhd. (x)	2,831	1,693	-	-
- R.H. Forest Corporation Sdn. Bhd. (xi)	6,689	4,121	-	-
- Wealth Houses Development Sdn. Bhd. (xii)	228	648	-	-

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

28. Related party transactions (contd.)

In addition to the related party information disclosed elsewhere in the financial statements, the following transaction between the Group and the Company with the related parties took place at terms agreed between parties during the financial year: (contd.)

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM'000	RM'000	RM'000	RM'000
Other related parties (contd.)				
Technical and advisory fee paid to:				
- Palm Biolab Sdn. Bhd. (xiii)	144	74	-	-
Construction fee paid to:				
- Oriental Evermore Group (i)	156	2,605	-	-
Purchase of air tickets from:				
- RH Tours & Travel Agency Sdn. Bhd. (xv)	18	-	18	-
Key management personnel				
Directors' remunerations (Note 10)	5,244	2,770	5,196	2,722
Other key management personnel				
Short-term employee benefits	1,263	3,806	1,215	3,576
Post-employment benefits:				
Defined contribution plan	110	339	110	332
	1,373	4,145	1,325	3,908
Total key management personnel	6,617	6,915	6,521	6,630

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For the financial year ended 30 June 2024

28. Related party transactions (contd.)

Other key management personnel comprise persons, having authority and responsibility for planning, directing and controlling the activities of the entity either directly or indirectly.

(i) Oriental Evermore Group

Oriental Evermore Group includes Oriental Evermore Sdn. Bhd. (“OESB”) and its wholly-owned subsidiaries namely, Empayar Semarak Sdn. Bhd., Globular Sdn. Bhd., Trans-Allied Sdn. Bhd., Moverstar (M) Sdn. Bhd. and Bintara Perkasa Sdn. Bhd..

Clara Tiong Siew Ee, a director of the Company, is also a director of Oriental Evermore Group. She has direct interest of 1.95% and indirect interest of 75.4% in OESB.

(ii) Borneo Edible Oils Sdn. Bhd. (“BEO”)

Tan Sri Datuk Sir Diong Hiew King @ Tiong Hiew King (“Tan Sri THK”), a major shareholder of the Company, is also a director of BEO. He has indirect interest of 100% in BEO.

Tiong Choon (“TC”), a director of the Company, is also a director of BEO. She is the daughter of Tan Sri THK.

Datuk Tiong Thai King (“Datuk TTK”), a director of certain subsidiaries, is also a director of BEO. He is the brother of Tan Sri THK.

(iii) Regalia Ritz Enterprise Sdn. Bhd. (“RRE”)

Tan Sri THK, a major shareholder of the Company, is also a director of RRE. He has indirect interest of 100% in RRE.

TC, a director of the Company, is also a director of RRE. She is the daughter of Tan Sri THK.

Datuk TTK, a director of certain subsidiaries, is also a director of RRE. He is the brother of Tan Sri THK.

(iv) Rimbunan Hijau Sdn. Bhd. (“RHSB”)

Tan Sri THK, a major shareholder of the Company, is also a director of RHSB. He has direct interest of 0.5% and indirect interest of 79.56% in RHSB.

Dato’ Sri Dr. Tiong Ik King (“Dato’ Sri Dr. TIK”), a director of the Company, is also a director of RHSB. He is the brother of Tan Sri THK.

TC, a director of the Company, is also a director of RHSB. She is the daughter of Tan Sri THK.

Datuk TTK, a director of certain subsidiaries, is also a director of RHSB. He has indirect interest of 6.2% in RHSB.

(v) Rimbunan Hijau General Trading Sdn. Bhd. (“RHGT”)

Tan Sri THK, a major shareholder of the Company, is also a director of RHGT. He has direct interest of 2.50% and indirect interest 82.02% in RHGT.

TC, a director of the Company, is also a director of RHGT. She is the daughter of Tan Sri THK.

Datuk TTK, a director of certain subsidiaries, is also a director of RHGT. He is the brother of Tan Sri THK.

(vi) Jobenar Raya Sdn. Bhd. (“JRSB”)

TCHee, a director of the Company, is also a director of JRSB. He has indirect interest of 100% in JRSB.

Datuk TTK, a director of certain subsidiaries, is also a director of JRSB. He has indirect interest of 100% in JRSB.

NOTES TO **THE FINANCIAL STATEMENTS**
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28. Related party transactions (contd.)

(vii) Rimbunan Hijau Auto Services Sdn. Bhd. ("RHAS")

Tan Sri THK, a major shareholder of the Company, has indirect interest of 22% in RHAS.

Dato' Sri Dr. TIK, a director of the Company, has direct interest of 15.60% in RHAS.

TCHee, a director of the Company, has indirect interest of 30% in RHAS.

Datuk TTK, a director of certain subsidiaries, is also a director of RHAS. He has direct interest of 5.60% and indirect interest of 30% in RHAS.

(viii) Perindustrian Jaya Tiasa Sdn. Bhd. ("PJT")

Tan Sri THK, a major shareholder of the Company, is also a director of PJT. He has direct interest of 1% and indirect interest of 94.2% in PJT.

Datuk TTK, a director of certain subsidiaries, is also a director of PJT. He is the brother of Tan Sri THK.

(ix) Kejuruteraan Utama Sentiasa Sdn. Bhd. ("KUSSB")

Tan Sri THK, a major shareholder of the Company, has indirect interest of 100% in KUSSB.

TC, a director of the Company, is also a director of KUSSB. She is the daughter of Tan Sri THK.

(x) Rejang Heights Sdn. Bhd. ("RHSB")

Tan Sri THK, a major shareholder of the Company, is also a director of RHSB. He has direct interest of 1% and indirect interest of 99% in RHSB.

TC, a director of the Company, is also a director of RHSB. She is the daughter of Tan Sri THK.

(xi) R.H. Forest Corporation Sdn. Bhd. ("RHFC")

Tan Sri THK, a major shareholder of the Company, is also a director of RHFC. He has direct interest of 0.50% and indirect interest of 99.50% in RHFC.

TC, a director of the Company, is also a director of RHFC. She is the daughter of Tan Sri THK.

Datuk TTK, a director of certain subsidiaries, is also a director of RHFC. He is the brother of Tan Sri THK.

(xii) Wealth Houses Development Sdn. Bhd. ("WHD")

Tan Sri THK, a major shareholder of the Company, has indirect interest of 85% in WHD.

TC, a director of the Company, is also a director of WHD. She is the daughter of Tan Sri THK.

(xiii) Palm Biolab Sdn. Bhd. ("PBSB")

TCHee, a director of the Company, is also a director of PBSB. He has indirect interest of 100% in PBSB.

Datuk TTK, a director of certain subsidiaries, is also a director of PBSB. He has indirect interest of 100% in PBSB.

(xiv) Rimbunan Sawit Management Services Sdn. Bhd. ("RSMSB")

Tan Sri THK, a major shareholder of the Company, has direct interest of 0.12% and indirect interest of 66.18% in Rimbunan Sawit Berhad ("RSB"). RSMSB is 100% owned by RSB.

28. Related party transactions (contd.)

(xv) RH Tours & Travel Agency Sdn. Bhd. ("RHTTASB")

Tan Sri THK, a major shareholder of the Company, is also a director of RHTTASB. He has direct interest of 11.83% and indirect interest of 79% in RHTTASB.

TC, a director of the Company, is also a director of RHTTASB. She is the daughter of Tan Sri THK.

Datuk TTK, a director of certain subsidiaries, is also a director of RHTTASB. He is the brother of Tan Sri THK.

Information regarding outstanding balances arising from related party transactions as at 30 June 2024 are disclosed in Note 19 and 24.

29. Financial instruments and fair value

(a) Determination of fair value

For financial instruments measured at fair value, where available, quoted and observable market prices in an active market or dealer price quotations are used to measure fair value. These include listed equity securities and broker quotes on Bloomberg and Reuters. Where such quoted and observable market prices are not available, fair values are determined using appropriate valuation techniques, which include the use of mathematical models, such as discounted cash flow models and option pricing models, comparison to similar instruments for which market observable prices exist and other valuation techniques.

The objective of valuation techniques is to arrive at a fair value determination that reflects the price of the financial instrument at the reporting date, that would have been determined by market participants acting at arm's length. Valuation techniques used incorporate assumptions regarding discount rates, interest/profit rate yield curves, estimates of future cash flows and other factors, as applicable. Changes in these assumptions could materially affect the fair values derived.

The Group and the Company generally use widely recognised valuation techniques with market observable inputs, if available, for the determination of fair value, which require minimal management judgement and estimation, due to the low complexity of the financial instruments held. MFRS 13 Fair Value Measurement requires each class of assets and liabilities measured at fair value in the statements of financial position after initial recognition to be categorised according to a hierarchy that reflects the significance of inputs used in making the measurements, in particular, whether the inputs used are observable or unobservable.

The following levels of hierarchy are used for determining and disclosing the fair value of those financial instruments and non-financial assets:

Level 1 - Quoted market prices: quoted prices (unadjusted) in active market for identical instruments;

Level 2 - Fair values based on observable inputs: inputs other than quoted prices included within Level 1 that are observable for the instrument, whether directly (i.e. prices) or indirectly (i.e. derived from prices), are used; and

Level 3 - Fair values derived using unobservable inputs: inputs used are not based on observable market data and the unobservable inputs may have a significant impact on the valuation of the financial instruments and non-financial assets.

29. Financial instruments and fair value (contd.)

(b) Financial instruments measured at fair value

The following tables provide an analysis of financial instruments carried at fair values at the reporting date analysed by the various levels within the fair value hierarchy:

	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
Group				
Financial assets measured at fair value				
2024				
Investment securities				
- Equity investments quoted in Malaysia	15,290	-	-	15,290
2023				
Investment securities				
- Equity investments quoted in Malaysia	9,730	-	-	9,730

The fair value of Level 1 financial instruments above is based on available quoted market prices.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the transfer has occurred. The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer. There were no transfers between the fair value hierarchy levels during the financial year.

(c) Financial instruments not measured at fair value

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair values:

	Note
Trade and other receivables	19
Cash and bank balances	22
Loans and borrowings	23
Trade and other payables	24

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values, either due to their short-term nature, subject to normal trade terms or they are already discounted at appropriate discount rates.

29. Financial instruments and fair value (contd.)

(d) Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

Group	Carrying amount RM'000	Amortised cost RM'000	At FVTOCI RM'000
Financial assets			
At 30 June 2024			
Trade and other receivables	39,488	39,488	-
Cash and bank balances	283,207	283,207	-
Investment securities	15,290	-	15,290
	337,985	322,695	15,290
At 30 June 2023			
Trade and other receivables	32,625	32,625	-
Cash and bank balances	232,518	232,518	-
Investment securities	9,730	-	9,730
	274,873	265,143	9,730
At 30 June 2024			
Trade and other payables	85,502	85,502	-
Loans and borrowings	194,236	194,236	-
	279,738	279,738	-
At 30 June 2023			
Trade and other payables	79,232	79,232	-
Loans and borrowings	348,368	348,368	-
	427,600	427,600	-

NOTES TO **THE FINANCIAL STATEMENTS**
For the financial year ended 30 June 2024

29. Financial instruments and fair value (contd.)

(d) Categories of financial instruments (contd.)

The table below provides an analysis of financial instruments categorised as follows: (contd.)

Company	2024 Carrying amount RM'000	2024 Amortised cost RM'000	2023 Carrying amount RM'000	2023 Amortised cost RM'000
Financial assets				
Trade and other receivables	352,410	352,410	445,967	445,967
Cash and bank balances	279,171	279,171	227,051	227,051
	631,581	631,581	673,018	673,018
Financial liabilities				
Trade and other payables	113,521	113,521	317,370	317,370
Loans and borrowings	190,605	190,605	344,056	344,056
	304,126	304,126	661,426	661,426

30. Financial risk management objectives and policies

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The Group's and the Company's overall risk management strategy seeks to minimise potential adverse effects of financial performance of the Group and of the Company. The key financial risks include credit risk, liquidity risk, interest rate risk, foreign currency risk, market price risk and equity price risk.

Financial risk management policies are reviewed and approved by the Board of Directors and executed by the management of the respective operating units. The Group Risk Management Committee provides independent oversight to the effectiveness of the risk management process.

Control and monitoring procedures include, amongst others, setting of trading limits and the manner and timing of management reporting. Derivative trading is also under the close supervision of an executive director who reports such activities to the Board of Directors. Control procedures are periodically reviewed and enhanced where necessary in response to changes in market conditions. The Group and the Company do not apply hedge accounting and do not involve themselves in speculative activities. No derivatives contracts were entered into by the Group and the Company during the financial year.

The following sections provide details regarding the Group's and the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. At the reporting date, the Group's exposure to credit risk arises primarily from trade and other receivables.

The Group manages its credit risk by trading only with recognised and creditworthy third parties. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant. Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral.

mpairment reviews are performed regularly and at the reporting date using the simplified approach. Generally, trade receivables are provided for expected credit loss when past due for more than 180 days.

30. Financial risk management objectives and policies (contd.)

(a) Credit risk (contd.)

Exposure to credit risk

At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by:

(i) the carrying amount of each class of financial assets recognised in the statements of financial position; and

(ii) a nominal amount of RM71,000,000 (2023: RM71,000,000) and RM4,500,000 (2023: RM2,000,000) relating to corporate guarantees provided by the Company to banks and financial institutions for the subsidiaries' loans and borrowings and suppliers of the subsidiaries, respectively.

Credit risk concentration profile

The Group and the Company determine concentration of credit risk by monitoring the country of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's and of the Company's trade receivables at the reporting date are as follows:

	2024		2023	
	RM'000	% of total	RM'000	% of total
Group				
By country:				
India	1,273	4	1,681	7
Malaysia	31,682	96	22,220	93
	32,955	100	23,901	100
Company				
By country:				
Malaysia	4,180	100	6,493	100

(b) Liquidity risk

Liquidity risk is the risk that the Group or the Company will not be able to meet their financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group adopts a prudent approach to managing its liquidity risk.

NOTES TO THE FINANCIAL STATEMENTS
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30. Financial risk management objectives and policies (contd.)

(b) Liquidity risk (contd.)

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

		Cash Flows			
	Carrying amount RM'000	On demand or within one year RM'000	One to five years RM'000	Over five years RM'000	Total RM'000
As at 30 June 2024					
Group					
Financial liabilities:					
Trade and other payables	85,502	85,502	-	-	85,502
Loans and borrowings	194,236	67,832	143,645	3,942	215,419
	279,738	153,334	143,645	3,942	300,921
Company					
Financial liabilities:					
Trade and other payables	113,521	113,521	-	-	113,521
Loans and borrowings	190,605	66,842	142,205	156	209,203
	304,126	180,363	142,205	156	322,724
As at 30 June 2023					
Group					
Financial liabilities:					
Trade and other payables	79,232	79,232	-	-	79,232
Loans and borrowings	348,368	75,385	330,335	3,942	409,662
	427,600	154,617	330,335	3,942	488,894
Company					
Financial liabilities:					
Trade and other payables	317,370	317,370	-	-	317,370
Loans and borrowings	344,056	74,517	328,552	254	403,323
	661,426	391,887	328,552	254	720,693

30. Financial risk management objectives and policies (contd.)

(c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates.

As the Group has no significant interest-bearing financial assets, the Group's and the Company's income and operating cash flows are substantially independent of changes in market interest rates. The Company's interest-bearing financial assets are those balances with its subsidiaries.

The Group's and the Company's interest rate risk arises primarily from interest-bearing borrowings. Borrowings at floating rates expose the Group and the Company to cash flow interest rate risk. Interest on financial instruments at fixed rates are fixed until the maturity of the instruments.

The Group's policy is to manage interest cost using a mix of fixed and floating rate borrowings.

Sensitivity analysis for interest rate risk

At the reporting date, it is estimated that a hundred basis points increase in interest rate, with all other variables held constant, would decrease the Group's profit net of tax by approximately RM2,156,242 (2023: RM3,065,511) and decrease the Company's profit net of tax by RM969,285 (2023: RM637,213) respectively, arising mainly as a result of higher interest expense on net floating borrowing position. A decrease in interest rate would have had the equal but opposite effect on the aforesaid amount, on the basis that all other variables remain constant.

(d) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Group and the Company have exposure to foreign exchange risk as a result of transactions denominated in foreign currencies, arising from normal trading activities. It is the Group's policy to hedge these risks where the exposures are certain and cost-efficient.

The currency giving rise to this risk is primarily United States Dollars (USD). Exposure to foreign currency risk is monitored on an on-going basis to ensure that the exposure is at an acceptable level.

The Group and the Company use forward currency contracts to minimise the currency exposures arising from sales and purchases after a firm commitment has been entered. It is the Group's policy not to enter into forward contracts until firm commitment is in place.

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity of the Group's profit net of tax to a reasonably possible strengthening/weakening of the United States Dollars ("USD") exchange rates against the Malaysian Ringgit ("RM"), with all other variables held constant.

	Group Profit net of tax	
	2024	**2023**
	RM'000	RM'000
USD - Strengthen 5% (2023: 5%)	84	161
USD - Weaken 5% (2023: 5%)	(84)	(161)

30. Financial risk management objectives and policies (contd.)

(e) Market price risk

The Group is exposed to market price risk from its operations. The market price of logs, wood processing products, plantation produce, crude palm oil and palm kernel is determined by the supply, pricing and demand. These factors can result in fluctuations in the market price.

(f) Equity price risk

The Group's listed equity securities are susceptible to market price risk arising from uncertainties about future values of the investment securities. The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's senior management on a regular basis. The Board of Directors reviews and approves all equity investment decisions.

At the reporting date, the exposure to listed equity securities at fair value was RM15,290,000 (2023: RM9,730,000). A decrease of 5% on the FTSE Bursa Malaysia KLCI could have an impact of approximately RM765,000 (2023: RM487,000) on the equity attributable to the Group.

31. Capital management

The primary objective of the Group's and the Company's capital management is to ensure that they maintain healthy capital ratios to support their businesses and maximise shareholder value. No changes were made in the objective, policies and processes during the year ended 30 June 2024 and 2023.

The Group reviews its capital structure and makes adjustments to reflect economic conditions, business strategies and future commitments on a continuous basis.

The Group monitors capital using a gearing ratio which is net debt divided by total equity attributable to owners of the parent plus net debt. The Group includes within net debt, loans and borrowings, less cash and bank balances.

		Group		Company	
	Note	**2024**	**2023**	**2024**	**2023**
		RM'000	RM'000	RM'000	RM'000
Loans and borrowings	23	194,236	348,368	190,605	344,056
Less: Cash and bank balances	22	(283,207)	(232,518)	(279,171)	(227,051)
Net (cash)/debt		(88,971)	115,850	(88,566)	117,005
Equity attributable to owners of the Company		1,472,781	1,379,011	1,485,881	1,473,021
Capital and net debt		1,383,810	1,494,861	1,397,315	1,590,026
Gearing ratio		N/A*	8%	N/A*	7%

* Not applicable as it is in net cash position.

32. Segment information

For management purposes, the Group is organised into business units based on their products and services, and has four reportable operating segments as follows:

i. Oil Palm - development of oil palm plantations;

ii. Oil Mill - palm oil processing;

iii. Logs Trading - extraction and sales of logs and development of planted forests; and

iv. Others - mainly comprises the provision of air transportation services, fabrication and workshop services, and investment holding.

Except as indicated above, no operating segment has been aggregated to form the above reportable operating segments.

Segmental operating results are reviewed on a regular basis by the Group's key management personnel in order to make decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss before tax.

Transactions between operating segments are on a mutually agreed basis.

Segment analysis by geographical locations has not been presented as the Group's operations are predominantly conducted in Malaysia.

32. Segment information (contd.)

	Oil palm		Oil mill		Logs trading		Others		Adjustments and eliminations		Notes	Per consolidated financial statements	
	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023		2024	2023
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000		RM'000	RM'000
Revenue:													
External customers	41,082	44,857	916,878	747,476	56,591	62,038	1,316	581	-	-		1,015,867	854,952
Inter-segment	575,849	483,857	-	-	-	-	109,555	29,097	(685,404)	(512,954)	A	-	-
Total revenue	616,931	528,714	916,878	747,476	56,591	62,038	110,871	29,678	(685,404)	(512,954)		1,015,867	854,952
Results:													
Depreciation and amortisation	91,116	90,534	33,980	34,206	7,798	8,565	2,095	1,642	3,392	(230)		138,381	134,717
Impairment	-	-	-	-	2,456	1,429	52	960	-	-		2,508	2,389
Interest income	10,444	9,572	3,305	3,792	19,579	20,062	697	827	(24,992)	(29,418)		9,033	4,835
Interest expense	8,431	14,421	8,822	12,326	22,316	25,663	1,110	1,324	(22,772)	(29,231)		17,907	24,503
Change in fair value	2,089	1,388	(222)	539	31,285	8,549	(32)	(33)	-	-		33,120	10,443
Segment profit/(loss) before tax	156,912	111,699	109,038	69,236	(58,256)	(2,690)	82,190	4,562	(89,628)	(16,010)		200,256	166,797
Income tax expense	(44,614)	(27,581)	(29,387)	14,219	3,885	(1,424)	(1,174)	(209)	-	-		(71,290)	(14,995)
Assets:													
Additions to non-current assets	34,731	23,521	10,149	4,777	21,735	24,855	1,895	6,062	(2,217)	(7,442)	B	66,293	51,773
Segment assets	1,332,195	1,202,345	427,662	441,213	1,816,763	2,250,780	22,960	50,652	(1,620,674)	(1,990,490)	C	1,978,906	1,954,500
Segment liabilities	198,115	180,563	122,778	215,980	328,836	794,740	17,547	39,997	(203,316)	(654,565)	D	463,960	576,715

32. Segment information (contd.)

Notes: Nature of adjustments and eliminations to arrive at amounts reported in the consolidated financial statements.

A Inter-segment revenues are eliminated on consolidation.

B Additions to non-current assets consist of:

	2024 RM'000	2023 RM'000
Property, plant and equipment	46,970	35,974
Biological assets	19,323	15,799
	66,293	51,773

C The following items are added to/(deducted from) segment assets to arrive at total assets reported in the consolidated statement of financial position:

	2024 RM'000	2023 RM'000
Deferred tax assets	34,182	44,207
Tax recoverable	3,575	11,284
Inter-segment assets	(1,658,431)	(2,045,981)
	(1,620,674)	(1,990,490)

D The following items are added to/(deducted from) segment liabilities to arrive at total liabilities reported in the consolidated statement of financial position:

	2024 RM'000	2023 RM'000
Deferred tax liabilities	181,236	149,066
Income tax payable	2,986	49
Loans and borrowings	194,236	348,368
Inter-segment liabilities	(581,774)	(1,152,048)
	(203,316)	(654,565)

Revenue from two major customers amounted to RM917,866,585 (2023: RM735,593,518), arising from sales by the oil mill segment.

33. Dividends

	Group/Company	
	2024	**2023**
	RM'000	RM'000
Recognised during the financial year		
Dividends on ordinary shares		
In respect of the financial year ended 30 June 2022:		
Single tier final dividend on 967,990,797 ordinary shares, declared on 29 August 2022 and paid on 18 October 2022: 2.8 sen per share	-	27,104
In respect of the financial year ended 30 June 2023:		
Single tier first interim dividend on 967,990,797 ordinary shares, declared on 28 February 2023 and paid on 30 March 2023: 1.5 sen per share	-	14,520
Single tier second interim dividend on 967,990,797 ordinary shares, declared on 24 August 2023 and paid on 29 September 2023: 1.7 sen per share	16,456	-
In respect of the financial year ended 30 June 2024:		
Single tier first interim dividend of 967,990,797 ordinary shares, declared on 29 February 2024 and paid on 2 April 2024: 2.5 sen per share	24,200	-
Total dividend paid during the financial year ended 30 June 2024	40,656	41,624

Subsequent to the end of the current financial year, the directors declared second interim dividend of 3.5 sen per share amounting to RM33,879,680 in respect of the financial year ended 30 June 2024. The financial statements for the current financial year do not reflect the dividend paid. Such dividend will be accounted for in equity as an appropriation of retained earnings in the financial year ended 30 June 2025.

The directors do not recommend the payment of any final dividend for the current financial year.

34. Authorisation of financial statements for issue

The financial statements were authorised for issue by the Board in accordance with a resolution of the directors on 28 October 2024.

TOP 10 PROPERTIES OF THE GROUP
AS AT 30 JUNE 2024

Description	Tenure	Existing use	Area	Approximate age of building	Net Book Value (RM'000)	Date of Acquisition
Pulau Bruit Bruit Land District	Rented land	Oil Palm Estate, CPO Mill, Building & Quarter	46,880 hectares	16 years	93,763	-
Retus, Mukah Lot 1, Block 6 Retus Land District	Leasehold land expiring on 23.02.2063	Oil Palm Estate, CPO Mill, Building & Quarter	7,233.4 hectares	17 years	47,770	28/Aug/2003
Sibu Town Sibu Town District Blk 10, Lots 790-802	Leasehold land expiring on 06.09.2071	Building	2,260.8 sq metres	21 years	12,644	30/Apr/2005
Pulau Bruit Lot 5, 6, 14, 17 Block 11 Bruit Land District	Leasehold land expiring on 18.05.2064	Oil Palm Estate, Building & Quarter	10,042.87 hectares	12 years	12,376	09/Dec/2004
Pulau Bruit Lot 317 & 318 Block 15 Bruit Land District	Leasehold land expiring on 18.05.2064	CPO Mill, Building & Quarter	74.84 hectares	14 years	9,845	01/Jan/2014
Pulau Bruit Lot 92, 93, 96, 168 Block 6, Bruit Land District	Leasehold land expiring on 18.05.2064	Oil Palm Estate, Building & Quarter	4,176.58 hectares	14 years	7,092	09/Dec/2004
Oya-Dalat District Lot 9, Block 362 Oya-Dalat District	Leasehold land expiring on 23.02.2063	Oil Palm Estate, Building & Quarter	3,454.9 hectares	16 years	6,861	28/Aug/2003
Pulau Bruit Lot 108, Block 14 Bruit Land District	Leasehold land expiring on 18.05.2064	Oil Palm Estate, Building & Quarter	5,967.1 hectares	16 years	5,998	29/Aug/2023
Suai & Niah Land District Lot 1 Block 1 Suai Land District & Lot 2 Block 2 Niah Land District	Leasehold land expiring on 06.12.2060	Oil Palm Estate, Building & Quarter	5,000.7 hectares	19 years	3,046	30/Apr/2001
Sibu Lot 920 & 1373, Block 16, Seduan Land District	Leasehold land expiring on 31.12.2915	Warehouse	1.35 hectares	12 years	2,880	14/Mar/2008

STATISTICS ON SHAREHOLDINGS
AS AT 30 SEPTEMBER 2024

Number of Issued Shares : 973,717,797*
Class of shares : Ordinary shares
Voting Right : One vote for each share held

**inclusive of 5,727,000 shares bought-back by the Company and retained as treasury shares as at 30 September 2024*

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
Less than 100	171	1.95	5,449	-[(1)]
100 – 1,000	877	9.99	538,058	0.05
1,001 – 10,000	4,450	50.71	24,068,578	2.49
10,001 – 100,000	2,647	30.16	90,999,423	9.40
100,001 to less than 5% of issued shares	628	7.16	551,053,546	56.93
5% and above of issued shares	3	0.03	301,325,743	31.13
TOTAL	**8,776**	**100.00**	**967,990,797**[(2)]	**100.00**

[(1)] *less than 0.01%*
[(2)] *excluding 5,727,000 treasury shares*

DIRECTORS' SHAREHOLDINGS
(As per Register of Directors' Shareholdings)

Shares held in the Company

	No. of Shares Held			
Name	**Direct**	**%**	**Indirect**	**%**
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	-	-	-	-
Dato' Jin Kee Mou	123,825	0.01	-	-
Mr Tiong Chiong Hee	-	-	130,000+	0.01
Ms Clara Tiong Siew Ee	-	-	795,936#	0.08
Dato' Sri Dr Tiong Ik King	341,790	0.04	-	-
Mdm Tiong Choon	-	-	1,432,428*	0.15
Dato' Wong Lee Yun	-	-	-	-
Mr Yong Voon Kar	-	-	-	-
Tuan Haji Ikhwan Bin Zaidel	-	-	-	-

Notes:

\+ *Deemed interested in shares held by Fatherland Enterprise Sdn Bhd by virtue of Section 8(4) of the Companies Act 2016 ("Act").*
\# *Deemed interested in shares held by the late Tiong Chiong Hoo and Hoojin Holding Sdn Bhd by virtue of Section 8(6) of the Act.*
* *Deemed interested in shares held by her spouse by virtue of Section 59(11)(c) of the Act.*

Shares held in Subsidiary Company

None of the Directors holds any shares in subsidiary company.

STATISTICS ON SHAREHOLDINGS
AS AT 30 SEPTEMBER 2024

SUBSTANTIAL SHAREHOLDERS
(As per Register of Substantial Shareholders)

	No. of Shares Held				
Name	**Direct**	**%**	**Indirect**		**%**
Tiong Toh Siong Holdings Sdn Bhd	208,730,471	21.56	943,545	(a)	0.10
Genine Chain Limited	60,146,264	6.21			
Tiong Toh Siong Enterprises Sdn Bhd	50,449,008	5.21			
Tan Sri Datuk Sir Tiong Hiew King	8,871,408	0.92	283,257,149	(b)	29.26
Teck Sing Lik Enterprise Sdn Bhd	1,270,080	0.13	50,449,008	(c)	5.21
Ho Cheung Choi			60,146,264	(d)	6.21
Chang Meng			60,146,264	(d)	6.21

Notes: -

(a) Deemed interested in shares held by Tiong Toh Siong & Sons Sdn Bhd by virtue of Section 8(4) of the Act.
(b) Deemed interested in shares held by Tiong Toh Siong Holdings Sdn Bhd, Tiong Toh Siong & Sons Sdn Bhd, Tiong Toh Siong Enterprises Sdn Bhd, Teck Sing Lik Enterprise Sdn Bhd and Pertumbuhan Abadi Asia Sdn Bhd by virtue of Section 8(4) of the Act.
(c) Deemed interested in shares held by Tiong Toh Siong Enterprises Sdn Bhd by virtue of Section 8(4) of the Act.
(d) Deemed interested in shares held by Genine Chain Limited by virtue of Section 8(4) of the Act.

TOP 30 SECURITIES ACCOUNT HOLDERS
(Without aggregating the securities from different securities accounts belonging to the same Depositor)

No.	Name	No. of Shares	%
1	Tiong Toh Siong Holdings Sdn Bhd	190,730,471	19.70
2	AMSEC Nominees (Asing) Sdn Bhd KGI Securities (Singapore) Pte. Ltd. for Genine Chain Limited	60,146,264	6.21
3	Tiong Toh Siong Enterprises Sdn Bhd	50,449,008	5.21
4	Amanas Sdn. Bhd.	40,994,961	4.23
5	Asanas Sdn Bhd	33,959,343	3.51
6	Nustinas Sdn. Bhd.	26,583,654	2.75
7	Pertumbuhan Abadi Asia Sdn. Bhd.	21,864,045	2.26
8	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tiong Toh Siong Holdings Sdn Bhd	18,000,000	1.86
9	CIMB Group Nominees (Asing) Sdn. Bhd. Exempt AN For DBS Bank Ltd (SFS-PB)	16,790,250	1.73
10	Roseate Garland Sdn Bhd	15,682,331	1.62
11	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Fong Siling (CEB)	12,000,000	1.24
12	Diong Hiew King @ Tiong Hiew King	8,871,408	0.92
13	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Al-Fauzan	8,662,400	0.90
14	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Shanmugam A/L Thoppalan	8,588,800	0.89

STATISTICS ON SHAREHOLDINGS
AS AT 30 SEPTEMBER 2024

Top 30 Securities Account Holders (cont'd)

No.	Name	No. of Shares	%
15	Chan Keng Chung	8,240,000	0.85
16	Olive Lim Swee Lian	8,000,000	0.83
17	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Progress Fund	7,514,800	0.78
18	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Al-Faid	7,180,400	0.74
19	Ooi Chin Hock	6,871,415	0.71
20	Tan Aik Choon	5,863,400	0.61
21	Inter-Pacific Equity Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account For Tan Heng Loon	5,574,000	0.58
22	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Shariah Progress Plus Fund	5,172,000	0.53
23	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Kong Kok Choy	4,800,000	0.50
24	Citigroup Nominees (Tempatan) Sdn Bhd Exempt An For OCBC Securities Private Limited (Client A/C-R ES)	4,636,460	0.48
25	Cartaban Nominees (Asing) Sdn Bhd The Bank of New York Mellon For Acadian Emerging Markets Small Cap Equity Fund, LLC	4,466,800	0.46
26	IFAST Nominees (Tempatan) Sdn Bhd Global Success Network Sdn Bhd	3,880,000	0.40
27	Citigroup Nominees (Asing) Sdn Bhd CBNY For Emerging Market Core Equity Portfolio DFA Investment Dimensions Group INC	3,800,238	0.39
28	Loh Siew Hooi	3,680,000	0.38
29	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Insurance Berhad (Dana EKUI DINMK)	3,604,900	0.37
30	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Tiong Thai King	3,600,135	0.37
	Total	**600,207,483**	**62.01**

NOTICE OF
ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 64th Annual General Meeting of the Company will be held at the Auditorium, Ground Floor, No.62, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak on Thursday, 28 November 2024 at 10.00 a.m. for the following purposes:-

A G E N D A

AS ORDINARY BUSINESS

1 To receive the Audited Financial Statements for the financial year ended 30 June 2024 together with the Reports of the Directors and Auditors thereon. **(Please refer to Note B 1)**

2 To re-elect the following Directors retiring pursuant to Article 81 of the Company's Constitution:-

i. Dato' Jin Kee Mou **Ordinary Resolution 1**
ii. Tiong Chiong Hee **Ordinary Resolution 2**
iii. Clara Tiong Siew Ee **Ordinary Resolution 3**

3 To approve the payment of Directors' fees amounting to RM740,000 for the financial year ended 30 June 2024. **Ordinary Resolution 4**

4 To approve the payment of Directors' benefits not exceeding RM400,000 in aggregate during the period from 29 November 2024 until the next Annual General Meeting of the Company. **Ordinary Resolution 5**

5 To re-appoint Ernst & Young PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **Ordinary Resolution 6**

AS SPECIAL BUSINESS

To consider and if thought fit, pass the following Ordinary Resolution:-

6 <u>Proposed Renewal of the Existing Shareholder Mandate for Recurrent Related Party Transactions of A Revenue or Trading Nature</u> **Ordinary Resolution 7**

"THAT approval be and is hereby given to the Company and/or its subsidiary companies to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3 of the Circular to Shareholders dated 30 October 2024 with specific classes of Related Parties which are necessary for the day-to-day operations and in the ordinary course of business on terms not more favourable to the Related Parties than those generally available to the public and are not to the detriment of the minority shareholders of the Company;

AND THAT such mandate shall commence upon the passing of this resolution until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time such authority will lapse, unless by an ordinary resolution passed at a general meeting of the Company, the authority of the Shareholder Mandate is renewed; or
(ii) the expiration of the period within which the next AGM of the Company is required by laws to be held; or
(iii) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting,

whichever occurs first.

THAT the Directors of the Company be authorised to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Shareholder Mandate."

7 To transact any other business of the Company of which due notice shall have been received.

By Order of the Board

NGU UNG HUONG
SSM PC No.: 201908002438 (MAICSA 7010077)
Company Secretary

Sibu, Sarawak
30 October 2024

NOTICE OF ANNUAL GENERAL MEETING

Notes:

(A) PROXY AND VOTING

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on **21 November 2024** shall be entitled to attend the meeting or appoint proxy(ies) to attend, vote and speak on his/her behalf.

2. A member of the Company entitled to attend and vote at the meeting is also entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same right as the member to speak at the meeting.

   Where a member is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.

   Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.

3. Where a member of the Company is an exempt authorised nominee who holds ordinary share in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.

4. The instrument appointing a proxy shall be signed by the appointor or by his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney of the corporation duly authorised.

5. The proxy form must be deposited at the Company's Registered Office at No. 1-9, Pusat Suria Permata, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak not less than forty-eight (48) hours before the time for holding the meeting, i.e. latest by **Tuesday 26 November 2024 at 10.00 a.m.**

6. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by poll.

(B) EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS

1. Audited Financial Statements

Agenda 1 on the Audited Financial Statements ("AFS") is for the purpose of presenting the AFS to the shareholders in accordance with Section 340(1)(a) of the Companies Act, 2016 and does not require shareholders' approval.

2. Re-election of Directors

Ordinary Resolutions No. 1, 2 and 3

Article 81 of the Constitution states that one-third of the Directors shall retire from office and an election of directors shall take place. Each director shall retire from office once at least in every three years but shall be eligible for re-election.

Dato' Jin Kee Mou, Mr Tiong Chiong Hee and Ms Clara Tiong Siew Ee ("Retiring Directors") are retiring pursuant to Article 81 and being eligible, have offered themselves for re-election at the 64th AGM.

The Board, through the Nomination Committee ("NC"), evaluated the performance of the Retiring Directors and conducted a fit and proper assessment. They concluded that the Retiring Directors had effectively discharged their roles as Directors and could continue to act in the best interest of the Company. The Board endorsed the NC's recommendation on the re-election of the Retiring Directors.

The profiles of the Retiring Directors are set out in the Company's 2024 Annual Report.

NOTICE OF
ANNUAL GENERAL MEETING

3. **Directors' Fees and Benefits**

   Ordinary Resolutions No. 4 and 5

   The Company pays fees and benefits to the Non-Executive Directors. The Executive Directors do not receive fees and benefits as Directors but they are remunerated with salaries, bonuses and other emoluments by virtue of their contract of service which do not require approval by the shareholders.

   The Company is therefore seeking shareholders' approval on fees and benefits payable to the Non-Executive Directors under the proposed Ordinary Resolutions No. 4 and 5 respectively. The directors' benefits comprise meeting allowance payable as and when incurred and fixed allowances payable monthly.

4. **Proposed Shareholder Mandate for the Recurrent Related Party Transactions ("RRPT")**

   Ordinary Resolution No. 7

   Please refer to the Circular to Shareholders dated 30 October 2024 for information on the Ordinary Resolution No. 7 for the Proposed Shareholder Mandate on RRPT.

STATEMENT ACCOMPANYING NOTICE OF THE 64TH AGM
(pursuant to Paragraph 8.27(2) of the Main Market Listing Requirement of Bursa Malaysia Securities Berhad)

Details of Individuals who are standing for election as Directors

No individual is standing for election as Directors at the 64th AGM.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies), the Proxy Authorisation Documents, a Power of Attorney and/or other documents appointing representative(s) to attend, participate, speak and vote at the 64th AGM and/or any adjournment thereof, a shareholder of the Company:

(i) consents to the collection, use and disclosure of the shareholder's and such individual's personal data by the Company (or its agents or service providers) for the purpose of processing, administration and analysis by the Company (or its agents or service providers) of proxies, attorneys and representatives appointed for the 64th AGM (including any adjournment thereof), and the preparation and compilation of the attendance lists and other documents relating to the 64th AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing requirements, regulations and/or guidelines (collectively, the "Purposes");

(ii) warrants that where any of the aforesaid document discloses the personal data of the shareholder's proxy(ies), attorney(ies) and/or representative(s) to the Company (or its agents or service providers), the shareholder has obtained the prior consent of such proxy(ies), attorney(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or service providers) of the personal data of such proxy(ies), attorney(ies) and/or representative(s) for the Purposes; and

(iii) agrees that the shareholder will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

JAYA TIASA

JAYA TIASA HOLDINGS BERHAD
[Registration No. 196001000095 (3751-V)]
Incorporated in Malaysia

PROXY FORM

*I/We ____ NRIC/ Passport/ Company No. ________________________________
(Full name in block and as per NRIC / Passport)

Tel/Hp No. ___________________________ of ____

being a member of Jaya Tiasa Holdings Berhad, hereby appoint:-

Full Name *(in Block)*	NRIC/ Passport No./ Company No.	Proportion of Shareholdings	
		No. of Shares	%
Mobile No.	Email Address		

and / or failing him

Full Name *(in Block)*	NRIC/ Passport No./ Company No.	Proportion of Shareholdings	
		No. of Shares	%
Mobile No.	Email Address		

or failing him, the Chairman of the meeting as my/our proxy/proxies to vote for me/us and on my/our behalf at the 64th Annual General Meeting of the Company to be held at the Auditorium, Ground Floor, No.62, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak on Thursday, 28 November 2024 at 10.00 a.m. and at any adjournment thereof.

My/our proxy is to vote as indicated below. If there is no specific indication given as to voting, the proxy will vote or abstain at his discretion.

		First Proxy "A"		**Second Proxy "B"**	
Ordinary Resolutions		**For**	**Against**	**For**	**Against**
1.	Re-election of Dato' Jin Kee Mou as Director.				
2.	Re-election of Mr Tiong Chiong Hee as Director.				
3.	Re-election of Ms Clara Tiong Siew Ee as Director.				
4.	Approval of payment of Directors' Fees.				
5.	Approval of payment of Directors' Benefits.				
6.	Re-appointment of Auditors.				
7.	Proposed Shareholder Mandate for the Recurrent Related Party Transactions.				

Dated this ___________ day of ______________________ 2024

No. of Shares held : ____________________________

____
Signature of Shareholder/Common Seal

CDS Account No. :____________________________

Notes:

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on **21 November 2024** shall be entitled to attend the meeting or appoint proxy(ies) to attend, vote and speak on his/her behalf.
2. A member of the Company entitled to attend and vote at the meeting is also entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy may but need not be a member of the Company. A proxy appointed to attend and vote at a meeting of the Company shall have the same right as the member to speak at the meeting.
   Where a member is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.
   Where a member appoints two (2) proxies, the appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.
3. Where a member of the Company is an exempt authorised nominee who holds ordinary share in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.
4. The instrument appointing a proxy shall be signed by the appointor or by his attorney duly authorised in writing or if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney of the corporation duly authorised.
5. The proxy form must be deposited at the Company's Registered Office at No. 1-9, Pusat Suria Permata, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak not less than forty-eight (48) hours before the time for holding the meeting, i.e. latest by **Tuesday 26 November 2024** at **10.00 a.m.**
6. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by poll.

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AFFIX
STAMP

The Company Secretary
Jaya Tiasa Holdings Berhad

No.1-9, Pusat Suria Permata
Lorong Upper Lanang 10A
96000 Sibu, Sarawak
Malaysia

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JAYA TIASA

JAYA TIASA HOLDINGS BERHAD
[Registration No. 196001000095 (3751-V)]

No. 1-9, Pusat Suria Permata,
Lorong Upper Lanang 10A,
96000 Sibu, Sarawak, Malaysia.

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Email : inquiry@jayatiasa.net

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