CORPORATE GOVERNANCE OVERVIEW STATEMENT

"The Board of Directors ("the Board") of the Company recognizes the importance of upholding high standards of corporate governance to safeguard stakeholder interests and enhance shareholder value. The Board considers transparency, accountability, integrity and sustainability as the four fundamental pillars of good corporate governance. Accordingly, the Board embeds a strong governance culture throughout the Group, one that reflects the Group's value and commitment to sound governance practices, as key driver for sustainable strategic growth."

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 Malaysia") for the financial year ended 30 June 2025 and up to the date of this statement.

The detailed application of each Practice during the financial year under review are disclosed in the Corporate Governance Report 2025, which is available on the Company's website at www.jayatiasa.net

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS

I. BOARD

Roles and Responsibilities

The Board is ultimately responsible for the long-term success of the Group and the delivery of sustainable value to shareholders. It sets the Group's strategic direction, oversees the performance of the business, and ensures effective governance, risk management, and internal controls.

Directors are expected to act with integrity and exercise due care, skill, and diligence in all decision-making. In fulfilling their fiduciary duties, Directors stay informed on key developments affecting the Group, including material sustainability risks and opportunities. The Board has adopted a Conflict of Interest Policy to manage and mitigate any actual or potential conflicts that may arise in the course of its work.

The Board's authority and responsibilities are formalised in the Board Charter, which outlines matters reserved for Board approval, the roles of the Chairman and Chief Executive Officer ("CEO"), as well as the responsibilities of Executive and Non-Executive Directors. The Board Charter is available on the Company's website at www.jayatiasa.net.

The Board has also adopted a Directors' Fit and Proper Policy that outlines the criteria for the appointment and re-election of Directors, ensuring alignment with regulatory requirements and the Group's governance expectations.

Key responsibilities of the Board include:

- Setting strategic plans that incorporate environmental, social and governance priorities;
- Overseeing the operations of the Group;
- Ensuring effective internal controls and risk management;
- Approving key financial matters, including quarterly and annual financial results, investments, divestments, and capital expenditures; and
- Promoting transparent communication and engagement with stakeholders.

A schedule of matters reserved for Board deliberation is in place to ensure the Board retains control over significant decisions.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Board Committees

The Board is supported by four standing Committees:

- Audit Committee
- Nomination Committee
- Remuneration Committee
- Group Sustainability Committee

Each Committee operates under a clearly defined Terms of Reference approved by the Board. These Committees conduct meetings independently, with their respective Chairpersons reporting recommendations to the full Board. Decision-making authority, however, remains with the Board.

Separation of Roles: Chairman and CEO

The roles of the Chairman and CEO are clearly separated and held by different individuals to uphold effective governance.

- The Chairman provides leadership to the Board, ensures effective conduct of meetings, and fosters robust discussions without dominance by any single Director. He ensures meaningful shareholder engagement between the Board and senior management during general meetings. The Chairman is not a member of any Board Committee.

- The CEO is responsible for the execution of the Group's strategies and the day-to-day operations of the business.

Company Secretary

The Board is supported by a qualified and experienced Company Secretary, who is a Fellow of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). The Company Secretary plays an advisory role, providing guidance on statutory, regulatory, and governance matters relating to the Directors' duties and responsibilities. All Directors have unrestricted access to the services of the Company Secretary.

Ethical Governance

The Board has established a Code of Conduct and Ethics, applicable to all Directors and employees, which outlines expectations around integrity, anti-corruption, conflicts of interest, insider trading, asset protection, and regulatory compliance.

An Anti-Bribery and Corruption Policy reinforces the Group's zero-tolerance stance on bribery and provides clear guidance to employees. A Whistleblowing Policy is also in place to encourage the reporting of misconduct through confidential channels, without risk of reprisal.

The Code of Conduct and Ethics, Anti-Bribery and Corruption Policy and Whistleblowing Policy are publicly available at www.jayatiasa.net.

Meeting Attendance and Commitment

The Board and Board Committee meetings are scheduled annually in advance to ensure availability. Directors receive agenda and materials at least five (5) business days before the meetings.

During the financial year ended 30 June 2025, a total of four (4) Board meetings were held. The attendance was as follows:

Directors	Attendance
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	4/4
Dato' Jin Kee Mou	4/4
Datuk Wira Tiong Chiong Hee	4/4
Ms Clara Tiong Siew Ee	4/4
Dato' Sri Dr Tiong Ik King	4/4
Mdm Tiong Choon	3/4
Dato' Wong Lee Yun	4/4
Mr Yong Voon Kar	4/4
Tuan Haji Ikhwan Bin Zaidel	4/4

All Directors comply with the Listing Requirements of Bursa Malaysia which limit the number of listed company directorships to five (5) to prevent overcommitment.

The Company continues to leverage virtual and hybrid platforms for the Board and Board Committee meetings to ensure participation and effective engagement.

Directors' Training

All Directors had completed the Mandatory Accreditation Programmes (MAP I & II) and shall continue to enhance their knowledge in areas relevant to their duties and responsibilities through various courses and forums.

The training topics, 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	Navigating The New Tech Risk Frontier: Essential Guidelines For Director
Dato' Jin Kee Mou	ESG & Climate Action Workshop for SMEs
	Building Sustainable Credibility: Assurance, Greenwashing and The Rise of Green-Hushing by Bursa Malaysia
	The Sarawak Sustainability Insights (SSI) 2024
	ISP Central Sarawak Branch Seminar 2024-Oil Palm Replanting: Innovative Strategies and Sustainable Approaches to Overcome Challenges and Achieve Maximum Yield
	Environmental Awareness (in-house by NREB)
	36th Palm & Lauric Oils Price Outlook Conference & Exhibition (POC 2025)
	Critical Thinking with Coaching Elements for Leader
	Employment Contract Stamping Compliance - Legal Requirements & Employer Liabilities
	National Sustainability Reporting Framework ("NSRF") And IFRS Sustainability Disclosure Standards – IFRS S1 And IFRS S2 ("IFRS SDS")
	2025 Cyber Scams: What's New and How to Stay Ahead - Cybercriminals are evolving - are you ready?
Datuk Wira Tiong Chiong Hee	Sexual Harassment Awareness in the Workplace
	ISP Central Sarawak Branch Seminar 2024
	POC 2025, Shangri-La, Kuala Lumpur
Ms Clara Tiong Siew Ee	ESG/Impact Investing: What are Investors Looking For?
	Sexual Harassment Awareness in the Workplace
	Environmental Awareness (in-house by NREB)
	National Sustainability Reporting Framework ("NSRF") And IFRS Sustainability Disclosure Standards – IFRS S1 And IFRS S2 ("IFRS SDS")
Dato' Sri Dr Tiong Ik King	Regular reading of professional journals, industry publication and regulatory updates in areas such as the economy, corporate governance and directors' duties and responsibilities.
Mdm Tiong Choon	IFRS Sustainability Disclosure Standards
	International Academic Conference: Continuity and Integration: Media Globalization and Dissemination of Chinese Culture
	Global Views Leaders Forum: 2024 Vision Summit "AI·Net Zero·Consensus·Peace: New Ideas under Geopolitical Turmoil
	Cyber Security Awareness Training

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Director	Title of Programmes/Seminar/Courses/Forum
Mdm Tiong Choon	Refresher Course on Corporate Liability on Corruption under Section 17A of the Malaysian Anti-Corruption Commission Act 2009 (MACC Act 2009)
	Boao Forum for Asia Annual Conference 2025 - "Shaping Asia's Future Amidst a Changing World."
Dato’ Wong Lee Yun	EXIM in house- Messrs. Ernst & Young on Impact of Climate Risk to Expected Credit Loss Assessment
	IERP Global Conference 2024
	RSM Malaysia PLT- A Practical Overview of E-invoicing in Malaysia and GST Invoice Now in Singapore
	Bursa Malaysia Mandatory Accreditation Programme (MAP II: Leading For Impact)
	EY Tax Academy Flagship Series: Unlocking the latest Sales Tax and Service Tax (SST) developments in Malaysia – Key updates, business impact and future trends
	FIDE Forum- Breakfast Talk on E-Invoice & Service Tax Impact on Independent Director
	MICG - Tariffs, Contracts & Risk: What Every Malaysian Exporter & Supplier Must Know Now
	FIDE Forum- Breakfast Talk on “Facing the Future: Elevating Board Leadership in a time of Transformation”
Mr. Yong Voon Kar	2025 Budget and Tax Conference organized by Ernst & Young Tax Consultants Sdn Bhd
	Driving Strategy and Efficiency through Cost Allocation organized by EY Singapore and Chartered Accountants Australia & New Zealand
	Joint Ventures, Shareholders Agreement and Conflict of Interest Situations organized by the Malaysia Institute of Accountants
	Reserved Matters for Shareholders organized by the Malaysian Institute of Accountants
	Greenwashing: can your green claims stand up to scrutiny? Organised by Ernst & Young, Singapore
	EY Asean Tax Forum 2025: New trade and tax realities organized by Ernst & Young Asean
Tuan Haji Ikhwan Bin Zaidel	Bursa Malaysia Mandatory Accreditation Programme (MAP II: Leading For Impact)

II. BOARD COMPOSITION

Board Structure and Diversity

The Board comprises nine (9) members, including:

- Three (3) Executive Directors
- Six (6) Non-Executive Directors, of which three (3) or 33% are Independent Directors

While this structure complies with Bursa Malaysia’s MMLR, it is a departure from Practice 5.2 of the Malaysian Code on Corporate Governance (“MCCG”), which recommends that at least 50% of the Board be independent.

The Board values diversity in experience, age, gender, and industry knowledge. It currently has three (3) female Directors, exceeding the company’s Board Diversity Policy target of at least two (2), as well as the MMLR requirement of at least one (1) woman director.

The profile of the Directors are presented on pages 18 to 22 of this annual report.

Board Independence

Independent Directors contribute impartial perspectives and ensure checks and balances. They play an important role in protecting the interests of stakeholders, particularly the minority shareholders. The independence of these Directors is assessed annually in accordance with Bursa Malaysia's criteria.

Re-election of Directors

Re-election of Directors is governed by the Company's Constitution:

- One-third of Directors retire by rotation annually (Article 81)
- Newly appointed Directors must retire and seek re-election at the next Annual General Meeting ("AGM") (Article 85)

Nomination Committee

The Nomination Committee ("NC") recommends suitable candidates for Board appointment, oversees the Board composition, assesses effectiveness, reviews independence, and recommends the re-election of Directors. All evaluations are documented.

A summary of key activities of the NC during the financial year 2025 and up to the date of this Statement is as follows:

- reviewed the 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.

Board Evaluation

An annual evaluation conducted by the NC on 27 August 2025 confirmed that the Board, Board Committees and individual Directors possess the requisite competencies and continue to perform effectively.

The NC is satisfied that the retiring Directors, namely Tan Sri Dato' Sri Mohamad Fuzi Bin Harun, Dato' Wong Lee Yun and Mr Yong Voon Kar ("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 AGM.

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 Malaysia. They are able to continue to provide independent judgement and objective views to the Board.

III. REMUNERATION

The key responsibility of the Remuneration Committee ("RC") is to review and recommend to the Board the overall framework and remuneration packages, including performance-related pay scheme, for the Executive Directors. The objective is to attract, retain and motivate qualified leaders who can contribute to long-term value creation.

During the financial year and up to the date of this Statement, the RC reviewed and recommended the remuneration packages for the CEO and Executive Directors, aligned with individual and Company performance, as well as market rate in comparable companies.

Executive Directors receive salary, performance-based bonuses and other benefits.

Non-Executive Directors receive fees and allowances that commensurate with their roles and responsibilities.

Directors do not participate in deliberations regarding their own remuneration.

The Company's Policies and Procedures on Remuneration are available at www.jayatiasa.net.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Details of the Directors' Remuneration for the financial year ended 30 June 2025 distinguishing between executive and non-executive Directors are set out below:

Category	Salary RM	Fees RM	Bonus RM	Other Emoluments RM	Total RM
Executive Directors (ED)					
Dato' Jin Kee Mou	720,000	-	1,056,210	308,907	2,085,117
Datuk Wira Tiong Chiong Hee	630,000	-	837,661	218,796	1,686,457
Clara Tiong Siew Ee	504,000	-	689,839	169,407	1,363,246
Total ED's Remuneration	**1,854,000**	**-**	**2,583,710**	**697,110**	**5,134,820**
Non-Executive Directors (Non-ED)					
Tan Sri Dato' Sri Mohamad Fuzi Bin Harun	-	110,000	-	106,240	216,240
Dato' Sri Dr Tiong Ik King	-	110,000	-	6,400	116,400
Tiong Choon	-	115,000	-	4,800	119,800
Dato' Wong Lee Yun	-	130,000	-	169,900	299,900
Yong Voon Kar	-	145,000	-	6,400	151,400
Tuan Haji Ikhwan Bin Zaidel	-	130,000	-	6,400	136,400
Total Non-ED's Remuneration	-	**740,000**	**-**	**300,140**	**1,040,140**
Total for the year ended 30 June 2025	**1,854,000**	**740,000**	**2,583,710**	**997,250**	**6,174,960**

None of the Directors of the Company received remuneration from any subsidiary within the Group during the financial year.

PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT

I. AUDIT COMMITTEE

The Audit Committee ("AC") plays a critical role in supporting the Board in maintaining the integrity of the Company's financial reporting and internal controls. The AC comprises three (3) members: two (2) Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Director. The Committee is chaired by Mr Yong Voon Kar, an Independent Non-Executive Director who is not the Chairman of the Board, in line with best governance practices.

Details regarding AC's composition, terms of reference, meeting attendance, and activities undertaken during the financial year are disclosed in the Audit Committee Report of this Annual Report.

In accordance with Practice 9.2 of the MCCG, the AC's Terms of Reference include a policy that requires a three-year cooling-off period before any former key audit partner can be appointed to the Committee. This policy serves to uphold the independence and objectivity of the AC.

To further safeguard auditor independence, the Board, through the AC, has adopted an Auditor Independence Policy. This policy outlines the criteria for assessing the suitability and independence of external auditors and sets approval thresholds for the provision of non-audit services, which require prior approval from the AC.

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 proactive identification of emerging risks and opportunities, alongside the implementation of effective controls and risk treatment strategies to manage identified risks.

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 AC.

The primary function of IAD is to assist AC in discharging its oversight role in assuring the adequacy and effectiveness 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.

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 recognises the importance of transparent, timely, and effective communication with all stakeholders, including shareholders, institutional investors, analysts, and the general public.

The Company maintains an Investor Relations function to facilitate regular engagement with investors and the financial community. Material information, including financial performance and updates, is disclosed in a timely manner through announcements to Bursa Malaysia and the Company's website.

Key communication channels include:

- Quarterly financial result announcements to Bursa Malaysia;
- Monthly and quarterly production figure disclosures;
- Corporate announcements and circulars;
- Annual Reports and General Meetings;
- Ongoing dialogues with investors, analysts, and industry stakeholders;
- Company website: www.jayatiasa.net, which provides access to financial information, annual reports, stock prices and investor updates; and
- Dedicated email contact: inquiry@jayatiasa.net for stakeholder enquiries.

II. CONDUCT OF GENERAL MEETINGS

The AGM serves as the primary platform for shareholder engagement, allowing shareholders to review the Group's performance and raise questions directly with the Board and Senior Management.

The notice and agenda for the 2024 AGM, held on 28 November 2024, were issued 28 days in advance in compliance with regulatory requirements, allowing shareholders ample time to prepare and participate.

All Board members, the external auditors, and members of Senior Management were present and engaged with shareholders during the meeting.

Shareholders were invited to submit questions both prior to and during the AGM. The minutes of the meeting, along with responses to key questions, were uploaded to the Company's website within 30 days of the AGM.

All resolutions tabled at the AGM were put to vote by poll, in compliance with Bursa Malaysia's Listing Requirements. An independent Scrutineer was appointed to verify the results, ensuring transparency and accuracy of the voting process.

This Statement was approved by the Board on 24 October 2025.

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

"Pursuant to Paragraph 15.26 (b) of the Listing Requirements and the Malaysian Code on Corporate Governance 2021 ("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.

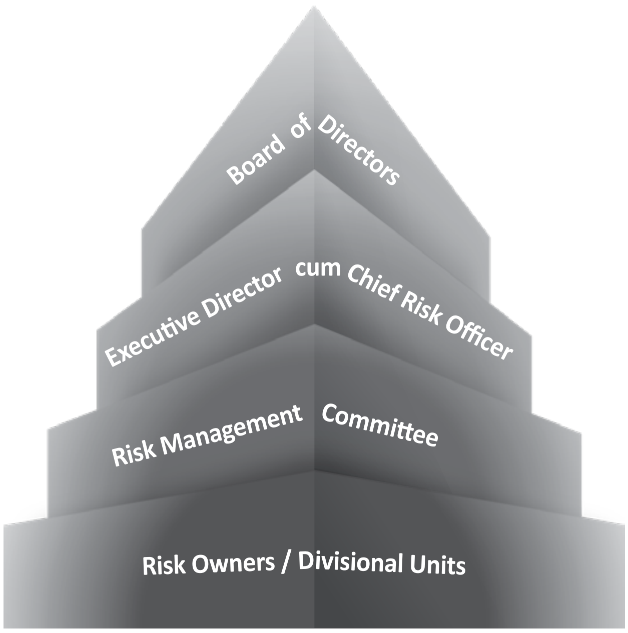
The system in place is designed to manage rather than eliminate the risk of failure to achieve the Group's business objectives by providing reasonable assurances against material misstatement or loss. The concept of reasonable assurance also recognises that the cost of control procedures should not exceed 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 dynamic business landscape, proactive risk management is crucial for the Group to achieve its business objectives, build resilience and ensure long term sustainability. 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.



STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

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.

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.

Identify and evaluate risks related to business objectives, sustainability initiatives or budgets against which performance is measured

Establish and maintain risk profiles during risk assessment sessions

Identify and implement risk treatment strategies covering management actions with target timeline

Timely update of risk profiles including emerging risks arising from changing business environment

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 monitoring of workers retention and productivity, intensifying field supervision and mechanisation on suitable field tasks and ongoing tracking of KPIs, 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 implementation of air pollution control technologies to comply with clean air regulation systems are being adopted. Besides, the Group has put in place a minimum of three quotes for material requests and a tender process for fertiliser purchases alongside the implementation of the Anti-Bribery and Corruption Policy and Whistleblowing Policy with related training programmes conducted to educate employees about bribery and corruption prevention.

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 in place and as follows:

Reporting structure incorporating checks and balances is aligned to the business requirements.

Authority limits for approving capital expenditure and matters on financial, treasury, operations and personnel, minimising potential risk exposures.

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

- Documented policies and procedures 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.
- Whistleblowing 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.
- Complaint and Grievance procedures 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.
- Annual budget preparation. 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 for the Board's deliberation and to facilitate decision making.
- Financial covenants and cash flow position are prepared and reported regularly to the management as a monitoring mechanism.
- The Chief Executive Officer and Executive Directors meet with the management and operations personnel monthly on key operational, financial, human resource and sustainability matters including the associated risks and controls to enhance the performance and profitability.
- A comprehensive information system that enables the production of timely, reliable and relevant data which is essential for effective decision-making by management.
- Guidelines on employment, performance appraisal, training and retention of employees to ensure the Group's ability to operate in an effective and efficient manner.
- Establishment of 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.
- A sustainability governance structure covering the development and formulation of sustainability strategies, policies and goals, address climate-related risks and opportunities, oversee the implementation of sustainability initiatives, and monitor and report the progress to the Board.
- Adequate insurance coverage on both its employees and assets against any untoward incidents that could result in material losses.

STATEMENT ON **RISK MANAGEMENT AND INTERNAL CONTROL**

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

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 operational visits to gather firsthand insights into the business activities, leading to more informed and effective decision-making.

Internal Audit

The Group has established an Internal Audit Department ("IAD"), which reports independently to the Audit Committee ("AC") to provide the Board with much of the assurance it requires regarding 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 the 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

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 included in the Annual Report* ("AAPG 3") issued by the Malaysian Institute of Accountants ("MIA") for inclusion in the annual report of the Group for the year ended 30 June 2025 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 24 October 2025.

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 2025 ("FY2025").

COMPOSITION AND MEETINGS

The AC was established on 1 June 1994. During the financial year, the AC comprised the following members, all of whom are Independent Non-Executive Directors:

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

All meetings were convened with proper notices and agendas, which were distributed to members at least five (5) business days prior to each meeting to facilitate informed decision making.

The Chief Financial Officer, Head of Internal Audit, and other members of the Board attended the meetings by invitation, as and when required, to provide insight and clarification on specific matters discussed.

The Head of the Internal Audit presented internal audit reports to the AC on a quarterly basis. Representatives of the External Auditors attended relevant meetings to discuss the audit plan, highlight key areas of audit emphasis, and provide updates on the audit status and findings.

Following each AC Meeting, the Chairman provided a summary of key deliberations and discussion to the Board to ensure that significant issues were appropriately addressed.

PERFORMANCE EVALUATION

During the year, the performance of each AC member was assessed through a self-evaluation exercise. The results were reviewed by the Nomination Committee, which subsequently made its recommendation to the Board.

Based on the evaluation and recommendation, the Board concluded that all AC members had effectively discharged their duties and responsibilities in line with the AC's Terms of Reference.

TERMS OF REFERENCE

The Terms of Reference of the AC outline its duties, responsibilities and authority. These are available for reference under the "Corporate Governance" section of the Company's website at www.jayatiasa.net.

SUMMARY OF ACTIVITIES CARRIED OUT BY THE AC

During FY2025, the AC diligently performed its oversight responsibilities in line with its Terms of Reference, engaging closely with the management, internal auditors and external auditors. Key areas of focus are summarized as follows:

Financial Reporting

(a) Reviewed all unaudited quarterly financial results, ensuring compliance with MFRS, IFRS, and Listing Requirements and focused on:

- Significant fluctuations in financial performance,
- Profit contributions by business segments,
- Variances in production costs and figures (oil palm and timber divisions).

(b) Reviewed the impact of changes in accounting policies, impairment assessments, and fair value changes of biological assets.

(c) Reviewed the annual audited financial statements before the Board 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 FY2025.

AUDIT COMMITTEE REPORT

External Audit

(a) Reviewed and discussed:

- External auditors' FY2025 audit plan, scope, and audit fees.
- Key audit emphasis areas before recommending the Q4 financials to the Board.

(b) Assessed and confirmed the external auditors' independence and suitability.

- External auditors provided formal confirmation of independence.
- Non-audit services were reviewed and deemed not to impair independence. Details of non-audit fees incurred by the Company and Group for the FY2025 are stated in the Additional Compliance Information on Page 89 of this Annual Report.
- Recommended re-appointment of Messrs. Ernst & Young PLT as external auditors.
- Held a private session with external auditors without management present.

Internal Audit

(a) Reviewed and approved the Annual Internal Audit Plan to ensure adequate scope and coverage of key auditable areas, particularly those with significant and high-risk exposures;

(b) Assessed internal audit reports covering operational controls, cost management, regulatory compliance and IT processes, in alignment with the approved Audit Plan; and

(c) Reviewed major internal audit findings and areas for improvement, together with Management's responses and corrective actions. Relevant business units were requested to implement necessary enhancements to internal controls and processes as recommended by the Internal Audit function.

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) Reviewed the interests of certain Directors in business that may be regarded as competing with the Group's operations. A summary of such interests is as follows:

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

The AC evaluated these interests and concluded that they are not detrimental to the Group based on the following considerations:

(i) CPO is sold in the open market at the prevailing Malaysian Palm Oil Board (MPOB) prices; and
(ii) With regards to logs sales, the interested Directors are non-executive, and the personnel managing the sales operations are independent and not related to the Directors concerned.

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 the methodology for determining RRPT transaction prices;
(b) The Audit Committee Report; and
(c) The Statement on Risk Management and Internal Control.

AUDIT COMMITTEE REPORT

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 AC, 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 34 audit reports. The Head of the IAD presented the key audit findings to the Audit Committee on a quarterly basis.

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

- Reviewed Estates and Crude Palm Oil ("CPO") Mills governance;
- Evaluated the adequacy of the system of internal controls;
- Recommended improvements in controls;
- Assessed compliance with the Group's policies and procedures;
- Assessed compliance with government obligations;
- Verified the existence of assets and recommend proper safeguards for their protection and usage;
- Reviewed and verified Common Sustainability Matters' indicators;
- Reviewed management action plans to ascertain whether the operations are being carried out as planned; and
- Investigated reported occurrences of irregularities and wastages.

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 11 auditors as at 30 June 2025. 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 RM 761,367.06 for the financial year ended 30 June 2025.

This report was approved by the Board on 24 October 2025.

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

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.

(ii) Utilisation of Proceeds Raised from Corporate Proposals

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

(iii) Audit and Non-Audit Fees

The amount of audit and non-audit fees incurred by the Company and the Group for services rendered by the external auditors and their affiliates during the financial year ended 30 June 2025 were as follows:

	Group FY 2025 RM	**Company FY 2025 RM**
Statutory audit fee		
- Ernst & Young PLT ("EY") Malaysia	912,000	261,000
- Crowe Malaysia PLT	4,000	-
	916,000	261,000
Non-audit fees*		
- EY Malaysia	17,000	17,000
- Affiliates of EY Malaysia	189,200	21,500
Total	206,200	38,500
% of non-audit fee	23%	15%

*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 28 November 2024, the Company obtained a shareholders' mandate for the Group to enter into recurrent related party transactions of a revenue or trading nature.

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 2025 (FY2025) 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 FY2025 RM'000
Borneo Edible Oils Sdn Bhd[1]	Sale of crude palm oil and palm kernel by the Group	472,567
Oriental Group[2 & 3]	Freight service charges payable by the Group	5,009
	Construction cost on quarter, storage building and other assets	611
	Sale of fuel, lubricant and spare parts by the Group	205
R.H. Forest Corporation Sdn Bhd[1]	Land premium payable by the Group	7,174
Rejang Height Sdn Bhd[1]	Land premium payable by the Group	3,085
Wealth Houses Development Sdn Bhd[1]	Land premium payable by the Group	1,085
Rimbunan Hijau Auto Services Sdn Bhd[1]	Purchase of motor vehicles by the Group for operational use	2,329
Rimbunan Hijau General Trading Group[1 & 4]	Purchase of fuel, lubricant and spare parts by the Group	5,257
Palm Biolab Sdn Bhd[5]	Biolab testing fees payable by the Group	253

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, 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 Datuk Wira 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 2025, 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 2025.

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 17 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 before tax	243,126	11,612
Income tax expense	(68,683)	(2,000)
Profit for the year	174,443	9,612
Attributable to:		
Owners of the parent	173,955	9,612
Non-controlling interests	488	-
	174,443	9,612

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.

Issue of share and debentures

The Company did not issue any new shares or debentures during the financial year.

Share options

No options were granted by the Company to any parties during the financial year to take up unissued shares in the Company. As at the end of the financial year, there were no unissued shares in the Company under options.

Treasury shares

During the financial year, the Company has not made any purchase of its own shares or re-sale of the treasury shares. As at 30 June 2025, 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.

DIRECTORS' REPORT

Dividends

Dividends paid by the Company since 30 June 2024 were as follows:

	RM'000
In respect of the financial year ended 30 June 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
In respect of the financial year ended 30 June 2025:	
Single tier first interim dividend of 3.0 sen on 967,990,797 ordinary shares, declared on 28 February 2025 and paid on 28 March 2025	29,039
Total dividend paid during the financial year ended 30 June 2025	62,919

The directors declared and approved on 28 August 2025:

Single tier second interim dividend of 3.5 sen on 967,990,797 ordinary shares, declared on 28 August 2025 and paid on 3 October 2025	33,880

The financial statements for the current financial year do not reflect the dividend paid on 3 October 2025. Such dividend will be accounted for in equity as an appropriation of retained earnings in the financial year ended 30 June 2026.

The directors do not recommend any final dividend to be paid in respect of the financial year ended 30 June 2025.

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
Datuk Wira 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:

Datuk Tiong Thai King
Dato' Wong Pack
Nayun Ak Sanup
Tan Yoke Seng
Drahman Bin Jaladin

Directors' benefits

Neither at the end of the financial year, nor at any time during that financial 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 29 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	4,437	4,437
Contributions to defined contribution plans	577	577
Total executive directors' remuneration (excluding benefits-in-kind)	5,014	5,014
Estimated money value of benefits-in-kind	120	120
Total executive directors' remuneration (including benefits-in-kind)	5,134	5,134
Non-executive:		
Fees	788	740
Other emoluments	300	300
Total non-executive directors' remuneration	1,088	1,040
Total directors' remuneration	6,222	6,174

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 RM14,000.

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 2024	**Acquired**	**Disposed**	**As at 30 June 2025**
Direct:				
Dato' Sri Dr. Tiong Ik King	341,790	-	-	341,790
Dato' Jin Kee Mou	73,825	50,000	-	123,825
Indirect:				
Tiong Choon*	1,432,428	-	-	1,432,428
Datuk Wira 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 all known bad debts have been written off and that adequate allowance 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 allowance 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.

Auditors' remunerations for the financial year ended 30 June 2025 were as follows:

	Group RM'000	**Company** RM'000
Ernst & Young PLT	912	261
Other firm	4	-
	916	261

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 2025.

Signed on behalf of the Board in accordance with a resolution of the directors dated 24 October 2025.

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

STATEMENT BY DIRECTORS
PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

We, **Dato' Jin Kee Mou** and **Datuk Wira 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 102 to 182 are drawn up in accordance with the MFRS Accounting Standards, IFRS Accounting 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 2025 and of their financial performances and their cash flows for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 24 October 2025.

Dato' Jin Kee Mou

Datuk Wira 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 102 to 182 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 24 October 2025

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 2025 of the Group and of the Company, and 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 policy information, as set out on pages 102 to 182.

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 2025, and of their financial performance and their cash flows for the year then ended in accordance with the MFRS Accounting Standards, IFRS Accounting 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:

Valuation of biological assets – Planted Forest

As at 30 June 2025, the Group's planted forest was carried at RM80,117,000 based on fair value less cost to sell ("FVLCTS"). The Group recorded a fair value loss of RM23,775,000 during the financial year.

The key assumptions used to determine FVLCTS included 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 the 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.

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

Key audit matters (contd.)

Valuation of biological assets – Planted Forest (contd.)

We have also considered the disclosures in Note 15 to the financial statements and other disclosures included in the material accounting policies in Note 2.8(b) to the financial statements, as well as in the significant accounting estimates in Note 3.2(c) to the financial statements.

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

As at 30 June 2025, the carrying amount of the Group's PPE associated with subsidiaries incurring operational losses was RM64,473,000. 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 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 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.

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.

Impairment review of investments in subsidiaries

As at 30 June 2025, the carrying amount of the Company's investments in subsidiaries which were subjected to impairment assessment amounted to RM274,042,000. Due to the existence of indicators of impairment, the Company has carried out impairment reviews on cash generating units ("CGU") to determine their recoverable amounts. The Company recorded an impairment loss of RM24,225,000 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.

Where the recoverable amount of the investments in subsidiaries is determined based on FVLCTS, we have evaluated the FVLCTS of the major components of assets held by the subsidiaries and comparing them to available published market prices or quotations from prospective buyers. Where the recoverable amount of the investments in subsidiaries is determined based on VIU, 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 17 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.

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.

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 (contd.)

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.

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 MFRS Accounting Standards, IFRS Accounting 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.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes 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 17 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. 02697/01/2027 J
Chartered Accountant

Kuching, Malaysia.
Date: 24 October 2025

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

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Revenue	4	1,166,748	1,015,867	152,639	162,574
Cost of sales	5	(816,128)	(709,314)	(55,898)	(55,874)
Gross profit		350,620	306,553	96,741	106,700
Other item of income					
Other income	6	17,196	17,369	26,175	133,418
Other items of expense					
Selling expenses		(33,630)	(30,087)	(5,441)	(5,327)
Administrative expenses		(48,552)	(34,388)	(34,779)	(29,831)
Other expenses		(36,924)	(40,759)	(55,585)	(129,627)
Finance costs	7	(5,584)	(18,432)	(15,499)	(22,999)
Profit before tax	8	243,126	200,256	11,612	52,334
Income tax expense	11	(68,683)	(71,290)	(2,000)	1,182
Profit net of tax		174,443	128,966	9,612	53,516
Other comprehensive income:					
Other comprehensive gain/(loss) that will not be reclassified to profit or loss in subsequent periods:					
Net (loss)/gain on equity instrument designated as fair value through other comprehensive income		(3,127)	5,560	-	-
Other comprehensive loss that will be reclassified to profit or loss in subsequent periods:					
Foreign currency translation, net of tax		(5)	(1)	-	-
Total comprehensive income for the year		171,311	134,525	9,612	53,516

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

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

		Group		Company	
	Note	**2025** RM'000	**2024** RM'000	**2025** RM'000	**2024** RM'000
Profit attributable to:					
Owners of the parent		173,955	128,867	9,612	53,516
Non-controlling interests		488	99	-	-
		174,443	128,966	9,612	53,516
Total comprehensive income attributable to:					
Owners of the parent		170,823	134,426	9,612	53,516
Non-controlling interests		488	99	-	-
		171,311	134,525	9,612	53,516

		2025	**2024**
Profit per share attributable to owners of the parent (sen per share):			
Basic, for profit for the year	12	17.97	13.31
Diluted, for profit for the year	12	17.97	13.31

STATEMENTS OF **FINANCIAL POSITION**
AS AT 30 JUNE 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	13	1,315,154	1,439,494	24,235	27,903
Land held for property development	14	100,000	-	-	-
Biological assets	15	80,117	93,421	-	-
Other intangible assets	16	395	377	264	261
Investments in subsidiaries	17	-	-	1,095,430	1,118,605
Deferred tax assets	18	20,469	34,182	-	2,000
Other receivables	20	-	-	139,968	41,755
Investment securities	22	12,163	15,290	-	-
		1,528,298	1,582,764	1,259,897	1,190,524
Current assets					
Biological assets	15	10,099	14,339	-	-
Inventories	19	58,245	48,662	10,138	6,877
Trade and other receivables	20	46,893	39,488	192,670	310,655
Other current assets	21	20,388	10,446	3,907	2,780
Cash and bank balances	23	289,642	283,207	284,345	279,171
		425,267	396,142	491,060	599,483
TOTAL ASSETS		1,953,565	1,978,906	1,750,957	1,790,007
EQUITY AND LIABILITIES					
Current liabilities					
Loans and borrowings	24	254	57,624	139	56,910
Trade and other payables	25	84,998	85,502	317,807	113,521
Income tax payable		4,051	2,986	-	-
		89,303	146,112	317,946	170,431
Non-current liabilities					
Loans and borrowings	24	3,254	136,612	437	133,695
Trade and other payables	25	34,000	-	-	-
Deferred tax liabilities	18	203,920	181,236	-	-
		241,174	317,848	437	133,695
TOTAL LIABILITIES		330,477	463,960	318,383	304,126

STATEMENTS OF **FINANCIAL POSITION**
AS AT 30 JUNE 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
EQUITY AND LIABILITIES (CONTD.)					
Equity attributable to owners of the parent					
Share capital	26	977,402	977,402	977,402	977,402
Treasury shares	26	(13,687)	(13,687)	(13,687)	(13,687)
Other reserves	27	(22,584)	(19,457)	-	-
Retained earnings		639,554	528,523	468,859	522,166
		1,580,685	1,472,781	1,432,574	1,485,881
Non-controlling interests		42,403	42,165	-	-
TOTAL EQUITY		1,623,088	1,514,946	1,432,574	1,485,881
TOTAL EQUITY AND LIABILITIES		1,953,565	1,978,906	1,750,957	1,790,007
Net current assets		335,964	250,030	173,114	429,052
Net assets		1,623,088	1,514,946	1,432,574	1,485,881

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 2025

			Attributable to owners of the parent					
	Note	**Total equity**	**Equity attributable to owners of the parent, total**	**Share capital (Note 26)**	**Treasury shares (Note 26)**	**Other reserves (Note 27)**	**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 2024		1,514,946	1,472,781	977,402	(13,687)	(19,457)	528,523	42,165
Profit for the year		174,443	173,955	-	-	-	173,955	488
Other comprehensive income		(3,132)	(3,132)	-	-	(3,132)	-	-
Total comprehensive income		171,311	170,823	-	-	(3,132)	173,955	488
Reclassification		-	-	-	-	5	(5)	-
Transactions with owners								
Dividend paid	34	(63,169)	(62,919)	-	-	-	(62,919)	(250)
Closing balance at 30 June 2025		1,623,088	1,580,685	977,402	(13,687)	(22,584)	639,554	42,403
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	17(b)	43,292	-	-	-	-	-	43,292
Transactions with owners								
Dividend paid	34	(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

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 2025

	Note	Total equity RM'000	Share capital (Note 26) RM'000	Treasury shares (Note 26) RM'000	Retained earnings RM'000
Company					
Opening balance at 1 July 2024		1,485,881	977,402	(13,687)	522,166
Total comprehensive income		9,612	-	-	9,612
Transaction with owners					
Dividends	34	(62,919)	-	-	(62,919)
Closing balance at 30 June 2025		1,432,574	977,402	(13,687)	468,859
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	34	(40,656)	-	-	(40,656)
Closing balance at 30 June 2024		1,485,881	977,402	(13,687)	522,166

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 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Operating activities					
Profit before tax		243,126	200,256	11,612	52,334
Adjustments for:					
Amortisation of other intangible assets	8	102	97	69	64
Bad debt written off	8	9	-	-	-
Depreciation of property, plant and equipment	8	154,465	138,284	2,830	2,844
Dividend income from subsidiaries	4	-	-	(65,305)	(85,160)
Net change in fair value of biological assets	8	28,015	33,120	-	-
Impairment loss, net of reversal, on:					
- investment in subsidiaries	8	-	-	23,175	118,962
- property, plant and equipment	8	8,909	2,508	459	-
- trade and other receivables	8	-	-	30,897	(97,090)
Gain on early termination of leased assets	8	-	(4)	-	(4)
Gain on modification of lease contract	8	(4)	-	-	-
Interest expense	8	5,073	17,907	15,138	22,620
Interest income	8	(10,193)	(9,033)	(23,281)	(23,345)
Net (gain)/loss on disposal of property, plant and equipment	8	(29)	4,880	(640)	(690)
Net unrealised foreign exchange loss/(gain)	8	202	(29)	82	(14)
Property, plant and equipment written off	8	544	5,317	3	660
Total adjustments		187,093	193,047	(16,573)	(61,153)
Operating cash flows before changes in working capital		430,219	393,303	(4,961)	(8,819)
Changes in working capital					
(Increase)/decrease in inventories		(9,583)	(1,922)	(3,261)	4,125
(Increase)/decrease in receivables		(7,414)	(6,715)	(11,195)	50,289
(Increase)/decrease in prepayments		(6,419)	(2,249)	49	31
(Decrease)/increase in payables		(504)	6,264	269,591	253,311
Total changes in working capital		(23,920)	(4,622)	255,184	307,756
Cash flows from operations		406,299	388,681	250,223	298,937
Interest received		10,193	9,033	23,281	23,345
Interest paid		(5,073)	(17,907)	(15,138)	(22,620)
Income taxes paid, net of refund		(34,744)	(18,449)	(1,176)	(417)
Net cash flows from operating activities		376,675	361,358	257,190	299,245

STATEMENTS OF **CASH FLOWS**

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
Investing activities					
Acquisition of property, plant and equipment	13(e)	(41,666)	(46,964)	(1,747)	(1,996)
Acquisition of intangible assets	16	(120)	(78)	(72)	(78)
Acquisition of biological assets (excluding depreciation)	15	(10,322)	(19,088)	-	-
Acquisition of land held for property development	14	(66,000)	-	-	-
Proceeds from disposal of property, plant and equipment		1,983	2,320	2,763	1,194
Acquisition of subsidiary	17	-	(52,209)	-	(52,250)
Net cash flows (used in)/from investing activities		(116,125)	(116,019)	944	(53,130)
Financing activities					
Dividend paid to equity holders of the parent		(62,919)	(40,656)	(62,919)	(40,656)
Dividend paid to non-controlling interests		(250)	-	-	-
Repayment of lease liabilities		(851)	(858)	(141)	(177)
Repayment of term loans		(189,888)	(153,164)	(189,888)	(153,164)
Net movement in Debt Service Reserve Accounts		38,924	(610)	38,924	(610)
Net cash flows used in financing activities		(214,984)	(195,288)	(214,024)	(194,607)
Net increase in cash and cash equivalents		45,566	50,051	44,110	51,508
Effects of exchange rate changes		(207)	28	(12)	2
Cash and cash equivalents at the beginning of the year		244,283	194,204	240,247	188,737
Cash and cash equivalents at the end of the year	23	289,642	244,283	284,345	240,247

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 2025

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

2. Basis of preparation and material accounting policy information

2.1 Basis of preparation

The financial statements of the Group and of the Company have been prepared in accordance with MFRS Accounting Standards ("MFRS"), IFRS Accounting Standards ("IFRS") 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.

The Group and the Company have prepared the financial statements on the basis that they will continue to operate as going concerns.

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 2024 as follows:

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: Non-current Liabilities with Covenants	1 January 2024
Amendments to MFRS 7 and MFRS 107: Supplier Finance Arrangements	1 January 2024

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.

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.

2. Basis of preparation and material accounting policy information (contd.)

2.3 Standards issued but not yet effective (contd.)

Description	**Effective for annual periods beginning on or after**
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
Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107: Annual Improvements - Volume 11	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
MFRS 18: Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19: Subsidiaries without Public Accountability: Disclosures	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 except for:

MFRS 18: Presentation and Disclosure in Financial Statements

In June 2024, Malaysian Accounting Standard Board issued MFRS 18, which replaces MFRS 101: Presentation of Financial Statements. MFRS 18 introduces new requirements for presentation within the statement of profit or loss, including specified totals and subtotals. Entities are now required to classify all income and expenses within the statement of profit or loss into one of five categories: operating, investing, financing, income taxes and discontinued operations, whereof the first three are new.

The standard also requires disclosure of newly defined management-defined performance measures, subtotals of income and expenses, and includes new requirements for aggregation and disaggregation of financial information based on the identified ‘roles’ of the primary financial statements (“PFS”) and the notes.

In addition, narrow-scope amendments have been made to MFRS 107: Statement of Cash Flows, which include changing the starting point for determining cash flows from operations under the indirect method, from ‘profit or loss’ to ‘operating profit or loss’ and removing the optionality around classification of cash flows from dividends and interest. In addition, there are consequential amendments to several other standards.

MFRS 18, and the amendments to the other standards, is effective for reporting periods beginning on or after 1 January 2027, but earlier application is permitted and must be disclosed. Retrospective application is required.

The Group and the Company are currently working to identify all the impacts the amendments will have on the primary financial statements and notes to the financial statements.

2.4 Basis of consolidation

The consolidated financial statements include the Company’s and its subsidiaries’ financial information as of 30 June 2025. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Group controls an investee if, and only if, the Group has:
- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee
- The ability to use its power over the investee to affect its returns

2. Basis of preparation and material accounting policy information (contd.)

2.4 Basis of consolidation (contd.)

Generally, there is a presumption that a majority of voting rights results in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement(s) with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

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.

2. Basis of preparation and material accounting policy information (contd.)

2.5 Current versus non-current classification (contd.)

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.

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.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

2. Basis of preparation and material accounting policy information (contd.)

2.7 Property, plant and equipment (contd.)

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

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.

2. Basis of preparation and material accounting policy information (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 based 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 projected 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 other comprehensive income ("FVTOCI"), or fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price.

In order for a financial asset to be classified and measured at amortised cost or FVTOCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at FVTOCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

2. Basis of preparation and material accounting policy information (contd.)

2.10 Financial instruments (contd.)

(a) Financial assets (contd.)

Initial recognition and measurement (contd.)

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

The Group and the Company have not designated any financial assets at fair value through profit or loss.

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 below:

(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.
- 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.

On derecognition of a financial asset in its entirety, the difference between the carrying amount and the consideration received is recognised in profit or loss.

2. Basis of preparation and material accounting policy information (contd.)

2.10 Financial instruments (contd.)

(a) Financial assets (contd.)

Derecognition (contd.)

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date, i.e. the date that the Group and the Company commit to purchase or sell the asset.

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. Financial liabilities include trade and other payables and loans and borrowings.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- Financial liabilities at amortised cost (loans and borrowings)
- Financial liabilities at fair value through profit or loss

2. Basis of preparation and material accounting policy information (contd.)

2.10 Financial instruments (contd.)

(b) Financial liabilities (contd.)

Subsequent measurement (contd.)

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.

(c) 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 bank balances 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.

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.
- General stores: purchase costs and expenses in bringing them into store on a weighted average cost method.

2. Basis of preparation and material accounting policy information (contd.)

2.12 Inventories (contd.)

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.

(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.

2. Basis of preparation and material accounting policy information (contd.)

2.14 Leases (contd.)

As a lessee (contd.)

(ii) Lease liabilities (contd.)

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.

As a lessor

Leases in which the Group and the Company do not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

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 performance obligations by transferring promised good and services 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 policy information (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 right to receive payment is established.
(iii) Management fees are recognised when services are rendered.

(d) Contract balances

Trade receivable is recognised when the amount of consideration that is unconditional is due from the customer (i.e. only the passage of time is required before payment of the consideration is due).

2.16 Employee benefits

(a) Short term benefits

Salaries, wages, allowances, 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.

2. Basis of preparation and material accounting policy information (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.

(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

2. Basis of preparation and material accounting policy information (contd.)

2.17 Taxes (contd.)

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

- 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.

2.21 Land held for property development

Land held for property development consists of land on which no significant development work has been undertaken other than earthwork, infrastructure work and professional fees incurred to put the land ready for development or where development activities are not expected to be completed within the normal operating cycle.

Land held for property development is classified as non-current asset and is stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and applicable variable selling expenses.

2. Basis of preparation and material accounting policy information (contd.)

2.22 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 33, 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

In the process of applying the Group's and the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the consolidated financial statements:

Deferred tax assets

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deferred tax assets can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies.

The Group's and the Company's unrecognised deferred tax assets are detailed in Note 18. These unrecognised deferred tax assets mainly relate to the Group's discontinued timber manufacturing activities and subsidiaries that have history of losses and may not be used to offset taxable income elsewhere in the Group. The Company and the subsidiaries have neither any taxable temporary difference nor any tax planning opportunities available that could partly support the recognition of these deferred tax assets. On this basis, the Group and the Company have determined that they cannot recognise these deferred tax assets.

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 ("PPE") (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 2025, the carrying amount of these PPE amounted to approximately RM64,473,000.

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.

Details on the impairment assessment of PPE are disclosed in Note 13(d).

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 15.

Details of key estimates used in the valuation of biological assets are discussed in Note 15.

(c) Planted forest (forestry assets)

Planted forest are stated at fair value less estimated cost to sell at the harvesting stage and are 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 15.

(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 these investments based on the higher of VIU and FVLCTS.

In estimating FVLCTS, management considered the fair value of assets held by the relevant subsidiaries, including quoted shares, helicopters, and land. The fair value of motor vehicles was also assessed using various sources, such as quotations from agents and potential buyers. Further impairment may be necessary if these quotations do not materialise into actual sales.

For VIU estimates, the Company relied on projected future cash flows, discounted at an appropriate rate. This rate reflects the weighted average cost of capital of each individual subsidiary and is adjusted for any risks associated with the projections.

Details on the impairment assessment of investment in subsidiaries are disclosed in Note 17(d).

3. Significant accounting judgements and estimates (contd.)

3.2 Key sources of estimation uncertainty (contd.)

(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.

(f) Useful lives of property, plant and equipment

Property, plant and equipment are depreciated on a straight-line basis over their estimated useful lives, as disclosed in Note 2.7.

The estimated useful lives and residual values of these assets are reviewed annually and adjusted if necessary, based on changes in expected usage, technological developments, and other relevant factors.

Climate-related factors, such as rising temperatures and changes in rainfall patterns, may affect crop productivity and could, in turn, impact the economic useful lives of these assets. Any revisions to useful lives arising from such assessments are accounted for prospectively.

During the financial year, the Group reviewed the useful lives of certain property, plant, and equipment related to its oil palm plantation, as part of the ongoing replanting programme scheduled for completion in 2029.

Following this review, the estimated useful lives of these assets were shortened, resulting in a higher depreciation expense. The change, which has been applied prospectively, led to an additional depreciation charge of RM13,585,000 for the financial year ended 30 June 2025. As at the reporting date, the net carrying amount of the affected assets was RM42,277,000.

The effect of this change would increase the depreciation expense, recognised in cost of sales, for the future years as follows:

	2026	2027	2028	2029
	RM'000	RM'000	RM'000	RM'000
Increase in depreciation expense	6,577	6,577	4,993	4,993

4. Revenue

	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
Revenue from contracts with customers	1,166,748	1,015,867	87,334	77,414
Dividend income from subsidiaries	-	-	65,305	85,160
Total revenue	1,166,748	1,015,867	152,639	162,574

4. Revenue (contd.)

Set out below is the disaggregation of revenue from contracts with customers:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Major product lines:				
Sale of crude palm oil, palm kernel and fresh fruit bunches	1,096,210	957,960	-	-
Sale of timber and related products	62,761	56,591	62,761	56,338
Management fee from subsidiaries	-	-	24,573	21,076
Others	7,777	1,316	-	-
Total revenue from contracts with customers	1,166,748	1,015,867	87,334	77,414
Revenue from contracts with customers:				
- recognised at a point in time	1,166,748	1,015,867	62,761	56,338
- recognised at a point over time	-	-	24,573	21,076
	1,166,748	1,015,867	87,334	77,414

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 (2024: 15 to 30 days) from invoicing date. No material warranty or refund obligation.

(ii) Timber and related products - Credit period of 15 days (2024: 15 days) from invoicing date. No material warranty or refund obligation.

Contract balances are primarily the trade receivables disclosed in Note 20.

5. Cost of sales

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Cost of crude palm oil, palm kernel and fresh fruit bunches	744,979	640,942	-	-
Cost of timber and related products	56,530	62,563	55,898	55,874
Others	14,619	5,809	-	-
	816,128	709,314	55,898	55,874

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6. Other income

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Freight and handling income	7	742	6	708
Foreign exchange gain:				
- unrealised	121	32	51	14
Commission income	22	23	22	23
Gain on early termination of leased assets	-	4	-	4
Gain on disposal of property, plant and equipment	693	841	640	690
Interest income (Note 8)	10,193	9,033	23,281	23,345
Rental income (Note 8)	257	266	223	220
Reversal of impairment loss on:				
- other receivables (Note 20(d))	-	-	3	100,974
- investment in subsidiaries (Note 17)	-	-	1,050	6,782
Sale of palm kernel shell	2,734	2,665	-	-
Others	3,169	3,763	899	658
	17,196	17,369	26,175	133,418

7. Finance costs

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Interest expense on:				
Bank loans and bank overdrafts	4,818	17,605	3,473	6,023
Lease liabilities (Note 24(b))	255	302	43	54
Amounts due to subsidiaries	-	-	11,622	16,543
Interest expense (Note 8)	5,073	17,907	15,138	22,620
Add: Other charges				
Bank charges	101	135	21	59
Commitment fee	410	390	340	320
	511	525	361	379
	5,584	18,432	15,499	22,999

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8. Profit before tax

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

	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
Amortisation of other intangible assets (Note 16)	102	97	69	64
Auditors' remunerations statutory audit	916	892	261	258
Bad debt written off	9	-	-	-
Depreciation of property, plant and equipment (Note 13)	154,465	138,284	2,830	2,844
Gain on early termination of leased assets	-	(4)	-	(4)
Gain on modification of lease contract	(4)	-	-	-
Hiring charges paid to a subsidiary	-	-	300	300
Impairment loss, net of reversal, on:				
- investment in subsidiaries (Note 17(d))	-	-	23,175	118,962
- property, plant and equipment (Note 13)	8,909	2,508	459	-
- trade and other receivables (Note 20)	-	-	30,897	(97,090)
Interest expense (Note 7)	5,073	17,907	15,138	22,620
Interest income (Note 6)	(10,193)	(9,033)	(23,281)	(23,345)
Net fair value changes in biological assets (Note 15)	28,015	33,120	-	-
Net (gain)/loss on disposal of property, plant and equipment	(29)	4,880	(640)	(690)
Net foreign exchange loss/(gain):				
- realised	2	3	-	1
- unrealised	202	(29)	82	(14)
Non-executive directors' remunerations (Note 10)	1,088	1,096	1,040	1,048
Property, plant and equipment written off	544	5,317	3	660
Rental income (Note 6)	(257)	(266)	(223)	(220)

9. Employee benefits expense

	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
Salaries, wages, allowances and bonus	109,479	99,445	25,754	24,761
Social security contributions	4,610	3,965	245	241
Contributions to defined contribution plan	8,581	7,773	2,947	2,682
Employment insurance scheme contributions	138	127	26	26
Other benefits	1,059	473	314	234
Total employee benefits expense (including executive directors)	123,867	111,783	29,286	27,944
Less: Employee benefits expense capitalised in biological assets (Note 15)	(2,156)	(1,650)	-	-
Total employee benefits expense	121,711	110,133	29,286	27,944
Included herein are:				
Executive directors' remunerations (Note 10)	5,014	4,099	5,014	4,099

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FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

10. Directors' remunerations

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

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Directors of the Company				
Executive:				
Salaries and other emoluments	4,437	3,627	4,437	3,627
Contributions to defined contribution plans	577	472	577	472
Total executive directors' remunerations (Note 9)	5,014	4,099	5,014	4,099
Total executive directors' remunerations	5,014	4,099	5,014	4,099
Estimated money value of benefits-in-kind	120	49	120	49
Total executive directors' remunerations including benefits-in-kind	5,134	4,148	5,134	4,148
Non-executive:				
Fees	740	740	740	740
Other emoluments	300	308	300	308
Total non-executive directors' remunerations	1,040	1,048	1,040	1,048
Directors of subsidiaries				
Non-executive:				
Fees	48	48	-	-
Total non-executive directors' remunerations excluding benefits-in-kind (Note 8)	1,088	1,096	1,040	1,048
Total directors' remunerations (Note 29)	6,222	5,244	6,174	5,196

11. Income tax expense

The major components of income tax expense for the year ended 30 June 2025 and 2024 are:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Income tax:				
Malaysian income tax	32,296	29,170	-	-
Over provision in respect of previous years	(10)	(75)	-	(45)
	32,286	29,095	-	(45)
Deferred income tax (Note 18):				
Origination and reversal of temporary differences	36,387	41,780	1,772	(1,144)
Under provision in respect of previous years	10	415	228	7
	36,397	42,195	2,000	(1,137)
Income tax expense for the year	68,683	71,290	2,000	(1,182)

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Accounting profit before tax	243,126	200,256	11,612	52,334
Tax at Malaysian statutory tax rate of 24% (2024: 24%)	58,350	48,061	2,787	12,560
Expenses not deductible for tax purposes	3,809	5,335	12,993	6,832
Income not subject to tax	(214)	-	(15,673)	(20,438)
Utilisation of previously unrecognised unabsorbed capital allowances, unused tax losses	(1,262)	-	(969)	-
Recognition of previously unrecognised unabsorbed capital allowances and unused tax losses	(5,722)	(98)	-	(98)
Deferred tax assets not recognised on capital allowances and unused tax losses	13,722	15,537	2,634	-
Unabsorbed capital allowances disregarded due to discontinuation of a business source	-	2,115	-	-
Over provision of income tax in respect of previous years	(10)	(75)	-	(45)
Under provision of deferred tax in respect of previous years	10	415	228	7
Income tax expense for the year	68,683	71,290	2,000	(1,182)

Current income tax is calculated at the Malaysian statutory tax rate of 24% (2024: 24%) of the estimated assessable profit for the year.

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	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
Unutilised tax losses	481,528	680,609	22,257	25,724
Unutilised export sales incentive	39,041	39,041	-	-
Unabsorbed capital allowances	168,142	226,344	48,992	47,716
Unabsorbed reinvestment allowance	6,701	6,701	-	-
Others	17,913	19,994	-	-
	713,325	972,689	71,249	73,440

In December 2021, the Organisation for Economic Co-operation and Development (OECD) released the Pillar Two model rules, commonly referred to as the Global Minimum Tax (GMT). In response, many governments have introduced or are in the process of introducing legislation to implement these rules. In Malaysia, the Finance (No. 2) Act 2023 was gazetted in December 2022, incorporating the legislative provisions of the OECD's Pillar Two model rules. This legislation will take effect in Malaysia for financial years beginning on or after 1 January 2025.

The Group does not fall within the scope of the OECD's Pillar Two rules as the Group does not meet the revenue threshold of EUR750 million (or an equivalent amount of RM3.4 billion).

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 2025 and 2024:

	Group	
	2025	2024
Profit net of tax attributable to owners of the parent (RM'000)	173,955	128,867
Weighted average number of ordinary shares in issue ('000)	967,991	967,991
Basic earnings per share (sen)	17.97	13.31

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 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 and 1 July 2024	12,409	201,630	1,471,276	682,512	1,236,637	243,062	58,277	13,083	3,918,886
Additions	-	-	340	2,321	18,436	-	4,927	15,642	41,666
Disposals	-	(174)	-	(458)	(11,055)	-	(333)	(192)	(12,212)
Modification of lease	-	15	-	-	-	-	-	-	15
Written off	-	(1,546)	(22,482)	(675)	(1,607)	-	(1,477)	-	(27,787)
Reclassifications	-	-	7	3,824	4,364	-	381	(8,576)	-
At 30 June 2025	12,409	199,925	1,449,141	687,524	1,246,775	243,062	61,775	19,957	3,920,568

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 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 15)	-	-	-	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	493,033	984,341	176,553	45,045	-	2,380,028
Accumulated impairment	-	380	960	15,537	64,249	18,064	174	-	99,364
	1,511	36,085	644,800	508,570	1,048,590	194,617	45,219	-	2,479,392

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 2024									
Depreciation charge for the year	67	5,045	73,793	31,264	32,579	9,095	2,771	-	154,614
Recognised in profit or loss (Note 8)	67	5,045	73,793	31,147	32,557	9,095	2,761	-	154,465
Capitalised in biological assets (Note 15)	-	-	-	117	22	-	10	-	149
Disposals	-	(174)	-	(480)	(9,287)	-	(317)	-	(10,258)
Written off	-	(1,545)	(22,482)	(635)	(1,325)	-	(1,256)	-	(27,243)
Impairment loss (Note 8)	-	-	1,018	-	7,891	-	-	-	8,909
Reclassifications	-	-	-	-	(30)	-	30	-	-
At 30 June 2025									
Accumulated depreciation	1,578	39,031	695,151	523,182	1,006,278	185,648	46,273	-	2,497,141
Accumulated impairment	-	380	1,978	15,537	72,140	18,064	174	-	108,273
	1,578	39,411	697,129	538,719	1,078,418	203,712	46,447	-	2,605,414
Net carrying amount									
At 30 June 2024	10,898	165,545	826,476	173,942	188,047	48,445	13,058	13,083	1,439,494
At 30 June 2025	10,831	160,514	752,012	148,805	168,357	39,350	15,328	19,957	1,315,154

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 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 and 1 July 2024	7,885	1,460	13,075	136,691	48,712	16,846	159	224,828
Additions	-	-	904	141	-	248	454	1,747
Disposals	-	(174)	-	(7,147)	-	(3)	(168)	(7,492)
Written off	-	-	-	(13)	-	(168)	-	(181)
Reclassifications	-	-	-	-	-	91	(91)	-
At 30 June 2025	7,885	1,286	13,979	129,672	48,712	17,014	354	218,902

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								
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	8,065	92,732	32,870	15,861	-	151,854
Accumulated impairment	-	-	217	30,032	14,822	-	-	45,071
	1,511	815	8,282	122,764	47,692	15,861	-	196,925

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 2024	1,511	815	8,282	122,764	47,692	15,861	-	196,925
Depreciation charge for the year (Note 8)	67	140	349	1,716	357	201	-	2,830
Disposals	-	(174)	-	(5,192)	-	(3)	-	(5,369)
Written off	-	-	-	(13)	-	(165)	-	(178)
Impairment loss (Note 8)	-	-	-	459	-	-	-	459
At 30 June 2025								
Accumulated depreciation	1,578	781	8,414	89,243	33,227	15,894	-	149,137
Accumulated impairment	-	-	217	30,491	14,822	-	-	45,530
	1,578	781	8,631	119,734	48,049	15,894	-	194,667
Net carrying amount								
At 30 June 2024	6,374	645	4,793	13,927	1,020	985	159	27,903
At 30 June 2025	6,307	505	5,348	9,938	663	1,120	354	24,235

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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 2023	-	75,388	75,388
Additions during the year	-	6	6
Depreciation charge for the year (Note 24(b))	-	(2,746)	(2,746)
Derecognition upon settlement during the year	-	(112)	(112)
At 30 June 2024	-	72,536	72,536
Depreciation charge for the year (Note 24(b))	-	(2,711)	(2,711)
Modification of lease	-	15	15
At 30 June 2025	-	69,840	69,840
Company			
At 1 July 2023	-	928	928
Additions during the year	-	6	6
Depreciation charge for the year (Note 24(b))	-	(180)	(180)
Derecognition upon settlement during the year	-	(112)	(112)
At 30 June 2024 and 1 July 2024	-	642	642
Depreciation charge for the year (Note 24(b))	-	(138)	(138)
At 30 June 2025	-	504	504

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.

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	
	2025 RM'000	**2024** RM'000	**2025** RM'000	**2024** RM'000
No. of right-of-use asset leased	90	91	16	18

13. Property, plant and equipment (contd.)

(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 RM1,034,804,567 (2024: RM1,007,828,062) and RM176,352,627 (2024: RM178,555,925), 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 RM89,982,933 (2024: RM101,558,737) were pledged as securities for banking facilities granted to the Group and to the Company as disclosed in Note 24.

(d) Impairment of property, plant and equipment

During the financial year, the Group recognised total impairment losses amounting to RM8,908,000, arising from the following:

- The Group revised its timber harvesting plan from a licensed Forest Management Unit (FMU) which led to a downward revision in the forecasted harvestable timber volume from the FMU. As a result, the recoverable amount of the related cash-generating unit (CGU), assessed based on fair value less costs to sell (FVLCTS), was reduced to RM27,851,000. Consequently, an impairment loss of RM7,135,000 was recognised during the year.

  A reasonably possible change to one of the key assumptions, while keeping the others unchanged, could have impacted the valuation by the amounts shown below.

CGU	Carrying amount of CGU (RM'000)	Key assumptions	Sensitivity – further impairment (RM'000)
Timber	28,353	Quoted selling price decrease by 10%	1,250

- The Group also recognised an impairment loss of RM1,774,000 on assets belonging to the others segment (as defined in Note 33), primarily due to continued operational losses. The recoverable amount of the affected CGU, determined using FVLCTS and VIU, was reduced to RM1,854,000 and RM611,000 respectively.

In the previous financial year, the Group recognised an impairment loss of RM2,508,000 on property, plant and equipment related to certain cash-generating units (CGUs) within the timber and others segments. Of this, RM858,000 was attributed to a subsidiary with no viable future cash flows based on its business plan, while RM1,650,000 was due to the deterioration of certain motor vehicles. The expected recoverable amount of these assets was RM6,880,000.

13. Property, plant and equipment (contd.)

(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	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Additions for the financial year	41,666	46,970	1,747	2,002
Less: Leasing arrangements (Note 24(b))	-	(6)	-	(6)
Total cash payments during the financial year	41,666	46,964	1,747	1,996

(f) Changes in estimates

In 2025, the Group approved replanting plans for two of its subsidiaries. This led to changes in the estimated useful lives of their existing bearer plants. As a result, depreciation expense increased by RM13,600,000 for the year, which was recorded under cost of sales.

(g) Bearer plants

As at the reporting date, bearer plants with carrying amounts of RM325,586,000 (2024: RM349,536,000) and RM166,908,000 (2024: RM179,909,000) were planted on land leased from related parties and third parties, respectively. Details of the lease payments are disclosed in Note 24(b).

In the previous financial year, the Group acquired a majority stake in a subsidiary company that owns land on which certain bearer plants are cultivated. Further details of this acquisition are provided in Note 17(b).

14. Land held for property development

	Group	
	2025	**2024**
	RM'000	RM'000
Land held for property development	100,000	-

During the financial year, the Group completed the acquisition of four parcels of land from a third party, with the intent of undertaking property development. The acquisition was fully financed through internally generated funds as disclosed in Note 25(b).

15. Biological assets

	FFB and coconut prior to harvest		Planted forest (forestry assets)		Total	
	2025	**2024**	**2025**	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group						
Fair value						
At beginning of year	14,339	16,174	93,421	105,383	107,760	121,557
Development expenditure	-	-	10,471	19,323	10,471	19,323
Changes in fair value (Note 8)	(4,240)	(1,835)	(23,775)	(31,285)	(28,015)	(33,120)
At end of year	10,099	14,339	80,117	93,421	90,216	107,760
Classified as:						
Non-current	-	-	80,117	93,421	80,117	93,421
Current	10,099	14,339	-	-	10,099	14,339
	10,099	14,339	80,117	93,421	90,216	107,760

15. Biological assets (contd.)

	FFB prior to harvest		Planted forest (forestry assets)	
	MT'000	**MT'000**	**M3'000**	**M3'000**
	2025	**2024**	**2025**	**2024**
Group				
Physical quantities:				
At 30 June	31	41	787	731
Production/sold during the year	1,056	1,155	-	-

(a) Expenditure capitalised

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

	Group	
	2025	**2024**
	RM'000	RM'000
Depreciation of property, plant and equipment (Note 13)	149	235
Employee benefits expense (Note 9)	2,156	1,650

(b) 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).

If the tonnage of unripen FFB vary by 5%, the fair value of the Group's biological assets would increase or decrease by RM498,594 (2024: RM713,679).

15. Biological assets (contd.)

(c) 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, 28,910 ha (2024: 24,329 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 minimum 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 verified by the 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) For mature mature plantation is estimated 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) Planted timber harvested will be 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 Company has not obtained a 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	
	2025	**2024**
	RM'000	RM'000
Harvestable volume (5% movement)	4,005	4,671
Harvestable area (5% movement)	4,005	4,671
Selling price (5% movement)	11,020	16,413
Cost to sell (5% movement)	7,015	11,743

The change in the fair value of the planted forest is mainly driven by the decline in the selling price during the financial year.

15. Biological assets (contd.)

(c) 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).

16. Other intangible assets

	Computer software RM'000
Group	
Cost	
At 1 July 2023	5,298
Additions	78
At 30 June 2024 and 1 July 2024	5,376
Additions	120
At 30 June 2025	5,496
Accumulated amortisation	
At 1 July 2023	4,902
Amortisation for the year (Note 8)	97
At 30 June 2024 and 1 July 2024	4,999
Amortisation for the year (Note 8)	102
At 30 June 2025	5,101
Net carrying amount	
At 30 June 2024	377
At 30 June 2025	395

16. Other intangible assets (contd.)

	Computer software RM'000
Company	
Cost	
At 1 July 2023 and 30 June 2024 and 1 July 2024	5,042
Addition	72
At 30 June 2025	5,114
Accumulated amortisation	
At 1 July 2023	4,717
Amortisation for the year (Note 8)	64
At 30 June 2024 and 1 July 2024	4,781
Amortisation for the year (Note 8)	69
At 30 June 2025	4,850
Net carrying amount	
At 30 June 2024	261
At 30 June 2025	264

17. Investments in subsidiaries

	Company	
	2025 RM'000	**2024** RM'000
Unquoted shares, at cost	1,688,890	1,688,890
Less: Accumulated impairment losses	(593,460)	(570,285)
	1,095,430	1,118,605

	Company	
	RM'000	RM'000
At 1 July 2024/2023	570,285	451,323
Impairment loss	24,225	125,744
Reversal of impairment loss (Note 6)	(1,050)	(6,782)
At 30 June 2025/2024	593,460	570,285

17. Investments in subsidiaries (contd.)

Details of the subsidiaries are as follows:

Name of subsidiaries	Country of incorporation/ principal place of business	Principal activities	Proportion of ownership interest 2025 %	2024 %
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

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17. Investments in subsidiaries (contd.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Proportion of ownership interest 2025 %	2024 %
Direct subsidiaries of the Company (contd.)				
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
Jaya Tiasa Timber Products Sdn. Bhd.	Malaysia	Sale of plywood but ceased operations in 2021	100	100
Jaya Tiasa Agriculture 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.	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	55

17. Investments in subsidiaries (contd.)

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

Name of subsidiaries	Country of incorporation	Principal activities	Proportion of ownership interest 2025 %	2024 %
Direct subsidiaries of the Company (contd.)				
Jaya Tiasa Property Sdn. Bhd. @	Malaysia	Property development	100	-
Atlantic Evergreen Holdings	Cayman Islands	Dormant	100	100
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
@ Incorporated during the year on 17 March 2025

(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 2025 %	2024 %
Wealth Houses Development Sdn. Bhd. ("WHD")	Malaysia	45	45

	WHD 2025 RM'000	2024 RM'000
Accumulated balances of material NCI	42,152	42,133
Profit allocated to material NCI	180	161

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17. 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	
	2025 RM'000	**2024** RM'000
Loss for the year/period	(1,677)	(2,575)
Loss attributable to:		
Owners of the Company	(1,945)	(2,438)
Non-controlling interests	268	(137)

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	
	2025 RM'000	**2024** RM'000
Non-current assets	90,666	93,008
Current assets	759	654
Total assets	91,425	93,662
Current liabilities	28	33
Total liabilities	28	33
Total equity	91,397	93,629
Attributable to:		
Equity holders of parent	49,246	51,496
Non-controlling interests	42,151	42,133

(iii) Summarised cash flows information

	WHD	
	2025 RM'000	**2024** RM'000
Cash flows from operating activities	572	549
Cash flows (used in)/from financing activities	(553)	3
Net increase in cash and cash equivalents	19	552
Dividends paid to:		
Equity holders of parent	305	-
Non-controlling interest	250	-

17. Investments in subsidiaries (contd.)

(b) Acquisition of a subsidiary

In the previous financial year, the Group acquired 825,000 ordinary shares representing 55% equity interest in Wealth Houses Development Sdn. Bhd. ("WHD") for a cash consideration of RM52,250,000, 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 2024, 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)

17. Investments in subsidiaries (contd.)

(c) Internal restructuring

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

(i) capitalised RM163,950,000 of debts owed by certain subsidiaries as part of its investment in those subsidiaries. Of this amount, RM100,974,000 had previously been impaired as doubtful debts. As a result, the Company reversed the impairment of doubtful debts totaling RM100,974,000 during the year; and

(ii) reduced its investment costs in other subsidiaries by RM395,580,000 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

During the financial year, the Company recognised total impairment losses amounting to RM24,225,000, arising from the following:

- an impairment loss of impaired RM10,555,000 in respect of its investment in a subsidiary involved in planted forestry, due to the decline in timber price and continued sustained losses. The recoverable amount was based on FVLCTS and the investment was fully impaired during the year.

- total impairment losses of RM10,527,000 on other subsidiaries belonging to timber and others segments, primarily due to continued sustained operational losses. The recoverable amount of the affected CGU, determined using FVLCTS, was reduced to RM19,071,000.

- an impairment loss of RM3,143,000 on another subsidiary belonging to others segments, primarily due to decline in quoted price of the investment held by the subsidiary. The recoverable amount of the affected CGU, determined using FVLCTS, was reduced to RM12,224,000.

In the previous financial year, as disclosed in Note 17(c)(i) above, the Company capitalised RM163,950,000 of debts owed by certain subsidiaries during the financial year. The Company also impaired RM125,744,000 of its investment in these subsidiaries, of which RM85,118,000 corresponds to the amount due previously impaired as doubtful debts. The additional impairment of RM40,625,000 is primarily due to the impairment recognised on a subsidiary involved in reforestation of RM39,445,000 caused by decrease in timber prices and operating costs escalation. The recoverable amount based on FVLCTS of the investment is approximately RM10,555,000.

(e) Reversal of impairment of investment in subsidiaries

During the financial year, the Company recognised a reversal of impairment loss amounting to approximately RM1,050,000 which solely relates to a subsidiary has returned to profitability during the financial year after strategically shifting to the grocery business.

In the previous financial year, the Company recognised a reversal of impairment loss amounting to approximately RM6,782,000. This reversal mainly relates to a subsidiary whose recoverable amount improved due to share price increased in its quoted investments. The recoverable amount of the investment is approximately RM15,367,000.

18. Deferred tax assets/(liabilities)

	Group		Company	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2024/2023	(147,054)	(104,859)	2,000	863
Recognised in statements of profit or loss and other comprehensive income (Note 11)	(36,397)	(42,195)	(2,000)	1,137
At 30 June 2025/2024	(183,451)	(147,054)	-	2,000

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.

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Deferred tax assets	20,469	34,182	-	2,000
Deferred tax liabilities	(203,920)	(181,236)	-	-
	(183,451)	(147,054)	-	2,000

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Deferred tax assets	55,549	124,279	2,061	4,511
Deferred tax liabilities	(239,000)	(271,333)	(2,061)	(2,511)
	(183,451)	(147,054)	-	2,000

18. 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 2023 RM'000	Recognised in profit or loss (Note 11) RM'000	As at 30 June 2024 RM'000	Recognised in profit or loss (Note 11) RM'000	As at 30 June 2025 RM'000
Group					
Deferred tax liabilities:					
Property, plant and equipment	(274,163)	23,724	(250,439)	28,949	(221,490)
Biological assets	(23,764)	2,870	(20,894)	3,384	(17,510)
	(297,927)	26,594	(271,333)	32,333	(239,000)
Deferred tax assets:					
Unused tax losses and unabsorbed capital allowances	192,763	(68,669)	124,094	(68,734)	55,360
Property, plant and equipment	305	(120)	185	4	189
	193,068	(68,789)	124,279	(68,730)	55,549
Company					
Deferred tax liabilities:					
Property, plant and equipment	(2,808)	297	(2,511)	450	(2,061)
Deferred tax assets:					
Unabsorbed capital allowance	3,671	840	4,511	(2,450)	2,061

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

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Unutilised tax losses	330,811	321,118	22,257	25,724
Unabsorbed capital allowances	94,891	73,642	40,404	30,001
Unutilised export sales incentive	39,041	39,041	-	-
Other deductible temporary differences	17,126	19,994	-	-
	481,869	453,795	62,661	55,725
Deferred tax asset @ 24%, if recognised	115,649	108,911	15,039	13,374
Expiry of unutilised tax losses is as follows:				
- Year of assessment 2028	71,760	73,051	-	-
- Year of assessment 2029	48,935	71,719	-	-
- Year of assessment 2030	40,651	44,690	13,361	17,400
- Year of assessment 2031	18,575	18,730	-	-
- Year of assessment 2032	55,724	43,599	-	-
- Year of assessment 2033	27,785	27,786	-	-
- Year of assessment 2034	41,543	41,543	8,324	8,324
- Year of assessment 2035	25,838	-	572	-
	330,811	321,118	22,257	25,724

At the reporting date, deferred tax assets were not recognised on the above items due to uncertainty of their recoverability and they may not be used to offset taxable profits elsewhere in the Group.

19. Inventories

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
At cost				
Crude palm oil	20,474	15,309	-	-
Fresh fruit bunches	267	624	-	-
General stores	25,028	25,492	483	859
Logs	9,655	6,018	9,655	6,018
Palm kernel	1,546	1,035	-	-
Raw nests	20	12	-	-
Groceries and sundry goods	879	-	-	-
Work-in-progress	376	172	-	-
	58,245	48,662	10,138	6,877

During the financial year, inventories recognised as an expense in the cost of sales of the Group and of the Company amounted to RM428,233,000 (2024: RM350,927,000) and RM35,566,000 (2024: RM34,188,000), respectively.

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20. Trade and other receivables

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Current				
Trade receivables				
Third parties	28,304	13,806	1,176	3,799
Related parties	10,641	19,149	-	-
Amounts due from subsidiaries	-	-	7	381
	38,945	32,955	1,183	4,180
Other receivables				
Sundry receivables	7,197	5,671	4,138	1,709
Amounts due from subsidiaries				
- Current account	-	-	187,868	258,299
- Group treasury account	-	-	-	53,071
	-	-	187,868	311,370
	7,197	5,671	192,006	313,079
Less: Allowance for impairment				
Sundry receivables	(750)	(750)	-	-
Amounts due from subsidiaries	-	-	(582)	(6,667)
	(750)	(750)	(582)	(6,667)
Other receivables, net	6,447	4,921	191,424	306,412
Refundable deposits	1,501	1,612	63	63
	7,948	6,533	191,487	306,475
Total trade and other receivables	46,893	39,488	192,670	310,655
Non-current				
Other receivables				
Amounts due from subsidiaries	-	-	176,950	41,755
Less: Allowance for impairment	-	-	(36,982)	-
	-	-	139,968	41,755
Total trade and other receivables (current and non-current)	46,893	39,488	332,638	352,410

20. 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 (2024: 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. Further details on credit risk are disclosed in Note 31(a).

Ageing analysis of trade receivables

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

	Group		Company	
	2025 RM'000	**2024** RM'000	**2025** RM'000	**2024** RM'000
Neither past due nor impaired	38,562	31,055	877	2,280
1 to 30 days past due not impaired	60	800	-	800
31 to 60 days past due not impaired	4	301	-	301
61 to 90 days past due not impaired	9	36	-	36
91 to 120 days past due not impaired	200	427	200	427
more than 121 days past due not impaired	110	336	106	336
Past due but not impaired	383	1,900	306	1,900
	38,945	32,955	1,183	4,180

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.

(b) Amounts due from subsidiaries

The amounts due from subsidiaries bore interest at the rate 4.25% (2024: 4.25%) per annum whilst the Group treasury account bears interest at rates ranging from 6.15% to 6.34% (2024: 6.15% to 6.34%) 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.

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20. Trade and other receivables (contd.)

(d) Impairment of other receivables

Movement in allowance accounts:

	Group		Company	
	RM'000	RM'000	RM'000	RM'000
At 1 July 2024/2023	750	750	6,667	103,757
Charge for the year	-	-	30,900	3,884
Reversal of impairment loss (Note 6)	-	-	(3)	(100,974)
At 30 June 2025/2024	750	750	37,564	6,667

During the financial year, the Company has recognised impairment loss of RM30,900,000 due to the following:

(i) RM16,700,000 relates to the amount due from a subsidiary involved in planted forest as disclosed in Note 17(d). With the decline in the fair value of the planted forest; the Company anticipates that it may not recover the full amount due from the said subsidiary; and

(ii) RM14,200,000 due from subsidiaries from the timber and others segments. These subsidiaries are recording recurring operational losses and accordingly, the Company anticipates that it may not recover the amounts due from these subsidiaries.

In the previous financial year, as disclosed in Note 17(c), the Company increased its investment in certain subsidiaries by way of capitalising RM163,950,000 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 29.

21. Other current assets

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Prepayments	13,290	6,871	126	175
Tax recoverable	7,098	3,575	3,781	2,605
	20,388	10,446	3,907	2,780

Prepayment mainly consists of advance payments to suppliers for acquisition of plant and equipment.

22. Investment securities

	Group	
	2025	**2024**
	RM'000	RM'000
Non-current		
Financial assets through other comprehensive income without re-cycling		
Equity instruments (quoted in Malaysia)	12,163	15,290

The Group designated the investment in investment securities as fair value through other comprehensive income as the Group intends to hold for long-term strategic purposes. This investment relates to equity securities of a listed entity in Bursa Malaysia where certain directors of the Company have financial interests.

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23. Cash and bank balances

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Cash at banks and on hand	29,642	83,207	24,345	79,171
Short-term deposits with licensed bank	260,000	200,000	260,000	200,000
Cash and bank balances	289,642	283,207	284,345	279,171

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Cash and bank balances	289,642	283,207	284,345	279,171
Less: Debt Service Reserve Accounts	-	(38,924)	-	(38,924)
Cash and cash equivalents	289,642	244,283	284,345	240,247

At the reporting date, short term deposits placed with licensed bank have an average maturity of 90 days (2024: 90 days) and earn interests at the rates ranging from 3.65% to 3.8% (2024: 3.7%) at the reporting date.

In the previous financial year, the Group and the Company were required to maintain the Debt Service Reserve Accounts throughout the tenure of a term loan equivalent to next six months principal and interest repayment amounting to RM189,888,000. The Group has fully repaid its term loan as at the reporting date.

24. Loans and borrowings

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Current				
Secured:				
Lease liabilities	254	854	139	140
Term loans	-	56,770	-	56,770
	254	57,624	139	56,910
Non-current				
Secured:				
Lease liabilities	3,254	3,494	437	577
Term loans	-	133,118	-	133,118
	3,254	136,612	437	133,695
Total loans and borrowings	3,508	194,236	576	190,605
Total loans and borrowings (excluding lease liabilities)				
Term loans	-	189,888	-	189,888

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24. Loans and borrowings (contd.)

The remaining maturities of loans and borrowings (excluding lease liabilities) as at the end of the previous financial year were as follows:

	Group		Company	
	2025	2024	2025	2024
	RM'000	RM'000	RM'000	RM'000
On demand or within 1 year	-	56,770	-	56,770
More than 1 year or less than 2 years	-	125,042	-	125,042
More than 2 years or less than 5 years	-	8,076	-	8,076
	-	189,888	-	189,888

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

	Group		Company	
	2025	2024	2025	2024
	%	%	%	%
Term loans	6.15 - 6.34	6.15 - 6.34	6.15 - 6.34	6.15 - 6.34
Lease liabilities	5.00 - 6.00	5.00 - 6.00	6.00	6.00

(a) Term loans

As at the reporting date, the Group and the Company had fully repaid their term loan, which had been secured by certain assets as disclosed in Note 13(c). However, the legal discharge of the charge over these assets had not yet been completed by the lending bank as at the reporting date.

(b) Lease liabilities

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 2024/2023	4,348	5,316	717	1,004
Acquisition of new lease (Note 13(e))	-	6	-	6
Modification of lease	11	-	-	-
Accretion of interest charged (Note 7)	255	302	43	54
Early termination during the year	-	(116)	-	(116)
Payment of:				
- principal	(851)	(858)	(141)	(177)
- interest	(255)	(302)	(43)	(54)
Total cash outflow	(1,106)	(1,160)	(184)	(231)
At 30 June 2025/2024	3,508	4,348	576	717

24. Loans and borrowings (contd.)

(b) Lease liabilities (contd.)

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Analysed as follows:				
Current	254	854	139	140
Non-current	3,254	3,494	437	577
	3,508	4,348	576	717

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

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Depreciation of right-of-use assets (Note 13(a))	2,711	2,746	138	180
Interest expense on finance leases (Note 7)	255	302	43	54
Expenses relating to short-term leases	10	10	310	310
Gain on modification of lease contract	(4)	-	-	-
Gain on early termination of leased assets	-	(4)	-	(4)

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

Variable lease payments based on FFB produced

Certain leases within the Group's plantation segment include variable lease payments that are contingent upon the volume of Fresh Fruit Bunches (FFB) produced on the leased land.

The variable lease payments incurred for the financial year ended 30 June 2025 and 2024 are as follows:

	Variable lease payments		Estimated annual impact of a 5% increase on FFB produced	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Group				
Leases with lease payment based on FFB produced	10,260	9,748	513	487

24. Loans and borrowings (contd.)

(b) Lease liabilities (contd.)

Change in liabilities arising from financing activities

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
At 1 July 2024/2023	194,236	348,368	190,605	344,056
Addition of new lease (Note 13(e))	-	6	-	6
Modification of lease	11	-	-	-
Early termination during the year	-	(116)	-	(116)
Repayment of lease liabilities	(851)	(858)	(141)	(177)
Repayment of term loan	(189,888)	(153,164)	(189,888)	(153,164)
At 30 June 2025/2024	3,508	194,236	576	190,605

Other information on financial risks of loans and borrowings are disclosed in Note 31.

25. Trade and other payables

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Current				
Trade payables				
Third parties	53,220	53,653	406	1,531
Related parties	2,882	3,325	407	495
	56,102	56,978	813	2,026
Other payables				
Accruals	9,856	9,397	4,025	3,183
Sundry payables	19,022	19,127	1,688	1,189
Related parties	18	-	-	-
Amounts due to subsidiaries	-	-	311,281	107,123
	28,896	28,524	316,994	111,495
Total trade and other payables	84,998	85,502	317,807	113,521

25. Trade and other payables (contd.)

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Non-current				
Trade payables				
Third parties	34,000	-	-	-
	34,000	-	-	-
Total trade and other payables (current and non-current)	**118,998**	**85,502**	**317,807**	**113,521**

(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 (2024: 30 to 180 days).

Trade payables amounting to RM34,000,000 classified under non-current liabilities, relate to the acquisition of land held for development as disclosed in Note 14 and the amount due is guaranteed by the Company. As all conditions precedent under the Sale and Purchase Agreement ("SPA") have been fulfilled, the amount is contractually payable to the seller within two years from the SPA date. The Group does not anticipate settlement of this amount within the next 12 months.

(b) Amounts due to subsidiaries

The amounts due to subsidiaries bore interest at the rate of 4.25% (2024: 4.25%) per annum during the financial year. These amounts are unsecured and payable on demand. The increase in amount due is primarily attributable to internal funding from subsidiaries used for the acquisition of land held for property development as mentioned in Note 14.

(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 29.

26. Share capital and treasury shares

	Group and Company			
	Number of Ordinary Shares		Amount	
	Share capital (Issued and fully paid)	**Treasury shares**	**Share capital (Issued and fully paid)**	**Treasury shares**
	'000	'000	RM'000	RM'000
At 1 July and 30 June 2023, 2024 and 2025	973,718	(5,727)	977,402	(13,687)

Treasury shares

Treasury shares represent ordinary shares of the Company that are held by the Company itself. The carrying amount reflects the acquisition cost of these shares, net of any proceeds received from their subsequent sale or reissuance.

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26. Share capital and treasury shares (contd.)

As at 30 June 2025, the Company held 5,727,000 (2024: 5,727,000) treasury shares out of a total of 973,717,797 (2024: 973,717,797) issued and fully paid ordinary shares. Accordingly, the number of outstanding ordinary shares in circulation after offsetting treasury shares was 967,990,797 (2024: 967,990,797).

The Board remains committed to enhance shareholders' value and believes that the share repurchase programme serves the best interests of both the Company and its shareholders. These repurchases were funded through internally generated resources, and the repurchased shares are held as treasury shares in accordance with Section 127 of the Companies Act 2016.

27. Other reserves

	Fair value adjustment reserve RM'000	Foreign currency translation reserve RM'000	Total RM'000
Group			
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	-	5,560
Exchange differences on translation of foreign operations	-	(1)	(1)
Reclassified to statement of profit or loss	-	3	3
At 30 June 2024	(19,460)	3	(19,457)
At 30 June 2024	(19,460)	3	(19,457)
Fair value changes for investment securities held under fair value through other comprehensive income	(3,127)	-	(3,127)
Exchange differences on translation of foreign operations	-	(5)	(5)
Reclassified to statement of profit or loss	-	5	5
At 30 June 2025	(22,587)	3	(22,584)

(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 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.

28. Commitments

Capital commitments as at the reporting date are as follows:

	Group 2025 RM'000	Group 2024 RM'000
Capital expenditure		
Approved and contracted for:		
Property, plant and equipment	6,555	12,623
Approved but not contracted for:		
Plantation development expenditure	12,051	17,973

29. 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	
	2025 RM'000	**2024** RM'000	**2025** RM'000	**2024** RM'000
Subsidiaries				
Interest income	-	-	(13,164)	(15,248)
Interest expense	-	-	11,622	16,543
Commission paid	-	-	559	383
Contract fees paid to subsidiary	-	-	6,953	8,510
Hiring charges paid to a subsidiary	-	-	300	300
Fabrication and repair expenses	-	-	69	25
Sale of timber products	-	-	(42,557)	(28,880)
Purchase of timber products	-	-	37,992	28,668
Dividend income	-	-	(65,305)	(85,160)
Management fee income	-	-	(24,573)	(21,076)
Sale of motor vehicles	-	-	(1,955)	(50)
Purchase of a building	-	-	900	-
Other related parties				
Sale of crude palm oil and palm kernel to:				
- Borneo Edible Oils Sdn. Bhd. (ii)	(471,265)	(421,052)	-	-
Sale of spare parts, fuel and lubricants, chemicals and servicing of machineries:				
- Oriental Evermore Group (i)	(205)	(394)	(204)	(393)
- Rimbunan Hijau General Trading Sdn. Bhd. (v)	-	(1)	-	-
- Jobenar Raya Sdn. Bhd. (vi)	-	(17)	-	-
Equipment/logpond/office rental (income) from/expenses paid to:				
- Rimbunan Hijau Sdn. Bhd. (iv)	19	19	-	-
Electricity and water charges received from:				
- Oriental Evermore Group (i)	(43)	(44)	(43)	(44)
Security contract charges received from:				
- Oriental Evermore Group (i)	-	(5)	-	-
Towage and freight charges paid to:				
- Oriental Evermore Group (i)	5,009	4,962	4,806	4,838
Purchase of motor vehicles from:				
- Rimbunan Hijau Auto Services Sdn. Bhd. (vii)	2,329	726	141	-
Purchase of spare parts, fuel and lubricants, chemicals and servicing of machineries:				
- Rimbunan Hijau General Trading Sdn. Bhd. (v)	4,238	3,961	133	103
- Oriental Evermore Group (i)	22	18	6	3
- Perindustrian Jaya Tiasa Sdn. Bhd. (viii)	34	42	-	-
- Kejuruteraan Utama Sentiasa Sdn. Bhd. (ix)	1,019	532	7	2
- Krah Grande Borneo Sdn. Bhd. (xvi)	101	-	-	-

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29. 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	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Other related parties (contd.)				
Hotel accommodation and purchase of food and beverages paid to:				
- Regalia Ritz Enterprise Sdn. Bhd. (iii)	172	83	133	67
- Rimbunan Sawit Management Services Sdn. Bhd. (xiv)	-	16	-	16
- RH Tours & Travel Agency Sdn. Bhd. (xv)	18	16	13	16
Land rental paid to:				
- Rejang Heights Sdn. Bhd. (x)	3,085	2,831	-	
- R.H. Forest Corporation Sdn. Bhd. (xi)	7,174	6,689	-	-
- Wealth Houses Development Sdn. Bhd. (xii)	-	228	-	-
Technical and advisory fee paid to:				
- Palm Biolab Sdn. Bhd. (xiii)	253	144	-	-
Construction fee paid to:				
- Oriental Evermore Group (i)	581	156	-	-
Purchase of air tickets from:				
- RH Tours & Travel Agency Sdn. Bhd. (xv)	11	18	-	18
Key management personnel				
Directors' remunerations (Note 10)	6,222	5,244	6,174	5,196
Other key management personnel				
Short-term employee benefits	1,165	1,263	1,165	1,215
Post-employment benefits:				
Defined contribution plan	94	110	94	110
	1,259	1,373	1,259	1,325
Total key management personnel	7,481	6,617	7,433	6,521

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

29. Related party transactions (contd.)

(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 75.9% 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 a subsidiary, 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 a subsidiary, 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 Wira Tiong Chiong Hee ("Datuk Wira TCH"), a director of the Company, has indirect interest of 6.20% in RHSB.

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

(vi) Jobenar Raya Sdn. Bhd. ("JRSB")

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

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

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29. 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.

Datuk Wira TCH, a director of the Company, has indirect interest of 30% in RHAS.

Datuk TTK, a director of a subsidiary, 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 a subsidiary, 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.

Datuk TTK, a director of a subsidiary, is also a director of KUSSB. He is the brother 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 a subsidiary, 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")

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

Datuk TTK, a director of a subsidiary, 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.

29. 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 a subsidiary, is also a director of RHTTASB. He is the brother of Tan Sri THK.

(xvi) Krah Grande Borneo Sdn. Bhd. ("KGBSB")

Tan Sri THK, a major shareholder of the Company, has direct interest of 0.59% and indirect interest of 37.84% in Subur Tiasa Holdings Berhad ("STHB"). KGBSB is a wholly-owned subsidiary of STHB.

Information regarding outstanding balances arising from related party transactions as at 30 June 2025 are disclosed in Notes 20 and 25.

30. 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.

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30. 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				
2025				
Investment securities				
- Equity investments quoted in Malaysia	12,163	-	-	12,163
2024				
Investment securities				
- Equity investments quoted in Malaysia	15,290	-	-	15,290

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	20
Cash and bank balances	23
Loans and borrowings	24
Trade and other payables	25

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.

30. 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 2025			
Trade and other receivables	46,893	46,893	-
Cash and bank balances	289,642	289,642	-
Investment securities	12,163	-	12,163
	348,698	336,535	12,163
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
Financial liabilities			
At 30 June 2025			
Trade and other payables	118,998	118,998	-
Loans and borrowings	3,508	3,508	-
	122,506	122,506	-
At 30 June 2024			
Trade and other payables	85,502	85,502	-
Loans and borrowings	194,236	194,236	-
	279,738	279,738	-

30. 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	2025 Carrying amount RM'000	2025 Amortised cost RM'000	2024 Carrying amount RM'000	2024 Amortised cost RM'000
Financial assets				
Trade and other receivables	332,638	332,638	352,410	352,410
Cash and bank balances	284,345	284,345	279,171	279,171
	616,983	616,983	631,581	631,581
Financial liabilities				
Trade and other payables	317,807	317,807	113,521	113,521
Loans and borrowings	576	576	190,605	190,605
	318,383	318,383	304,126	304,126

31. 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.

31. Financial risk management objectives and policies (contd.)

(a) Credit risk (contd.)

Impairment 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.

The Group applies the simplified approach under MFRS 9 to measure ECL on trade receivables, which requires lifetime ECL to be recognised from initial recognition of the receivables.

Trade receivables are generally short-term, with credit terms of up to 30 days. The Group's customer base primarily comprises established palm oil refiners with whom the Group has maintained long-term trading relationships. The top two customers account for approximately 91% (2024: 78%) of total trade receivables.

Historical credit loss experience has been negligible, and there has been no evidence of default in recent financial periods. Given the short settlement period, the long-standing business relationships, and the absence of past losses, the Group has assessed that the expected credit loss rate to be immaterial as at the reporting date.

Accordingly, no loss allowance has been recognised for trade receivables as at the reporting date.

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 (2024: RM71,000,000) and RM4,500,000 (2024: RM4,500,000) 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:

	2025		**2024**	
	RM'000	% of total	RM'000	% of total
Group				
By country:				
India	-	-	1,273	4
Malaysia	38,945	100	31,682	96
	38,945	100	32,955	100
Company				
By country:				
Malaysia	1,183	100	4,180	100

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31. Financial risk management objectives and policies (contd.)

(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.

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 2025					
Group					
Financial liabilities:					
Trade and other payables	118,998	84,998	34,000	-	118,998
Loans and borrowings	3,508	470	1,618	3,205	5,293
	122,506	85,468	35,618	3,205	124,291
Company					
Financial liabilities:					
Trade and other payables*	317,807	317,807	-	-	317,807
Loans and borrowings	576	173	431	79	683
	318,383	317,980	431	79	318,490

31. Financial risk management objectives and policies (contd.)

(b) Liquidity risk (contd.)

Analysis of financial instruments by remaining contractual maturities (contd.)

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. (contd.)

* At the reporting date, the counter parties to the financial guarantees do not have a right to demand cash as the defaults has not occurred. Accordingly, financial guarantees under the scope of MRFS 9 are not included in the above maturity profile analysis.

		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

31. Financial risk management objectives and policies (contd.)

(c) Interest rate risk

The Group's interest-bearing borrowings are expose to a risk of change in cash flows due to changes in interest rates. Short-term deposits with licensed banks, amount due from/to subsidiaries and lease liabilities are not significantly exposed to interest rate risk.

The interest rate profiles of the Group's and the Company's interest-bearing financial instruments, based on carrying amounts as at the end of the reporting date are as follows:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	RM'000	RM'000	RM'000	RM'000
Fixed rate instruments				
Short-term deposits	260,000	200,000	260,000	200,000
Amount due from subsidiaries	-	-	364,818	353,125
Amount due to subsidiaries	-	-	(311,281)	(107,123)
Lease liabilities	(3,508)	(4,348)	(576)	(717)
	256,492	195,652	312,961	445,285
Interest-bearing instruments				
Loans and borrowings	-	(189,888)	-	(189,888)

Sensitivity analysis for interest rate risk

The Group does not account for any fixed rate financial instruments at fair value though profit or loss and therefore, a change in interest rates at the end of the reporting date would not affect profit or loss.

There were no interest-bearing loans and borrowings at the reporting date. In the previous financial year, it was estimated that a hundred basis points increased in interest rate, with all other variables held constant, would decrease the Group's and the Company's profit net of tax by approximately RM2,156,000, 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 are exposed 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.

31. Financial risk management objectives and policies (contd.)

(d) Foreign currency risk (contd.)

Exposure to foreign currency risk

The Group's exposure to foreign currency risk (other than the functional currency of the Group entities), based on carrying amounts as at the end of the reporting period are mainly derived from the following:

	Denominated in USD	
	2025	**2024**
	RM'000	RM'000
Group		
Balances recognised in the statements of financial position		
Trade and other receivables	-	1,272
Cash and bank balances	1,468	1,616
	1,468	2,888

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	
	2025	**2024**
	RM'000	RM'000
USD - Strengthen 5% (2024: 5%)	56	109
USD - Weaken 5% (2024: 5%)	(56)	(109)

(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 RM12,163,000 (2024: RM15,290,000). A decrease of 5% on the FTSE Bursa Malaysia KLCI could have an impact of approximately RM608,000 (2024: RM765,000) on the equity attributable to the Group.

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32. 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 2025 and 2024.

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	**2025** RM'000	**2024** RM'000	**2025** RM'000	**2024** RM'000
Loans and borrowings	24	(3,508)	(194,236)	(576)	(190,605)
Less: Cash and bank balances	23	289,642	283,207	284,345	279,171
Net cash		286,134	88,971	283,769	88,566
Equity attributable to owners of the Company		1,580,685	1,472,781	1,432,574	1,485,881
Capital and net debt		1,294,551	1,383,810	1,148,805	1,397,315
Gearing ratio		N/A*	N/A*	N/A*	N/A*

* Not applicable as it is in net cash position.

33. Segment information

The Group operates in multiple segments, which are reported to the Chief Operating Decision Maker (CODM) for the purpose of resource allocation and performance assessment. The CODM is the Chief Executive Officer, who evaluates segment performance based on profit or loss measured consistently with the consolidated financial statements.

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. Timber - 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, groceries trading, property development and investment holding.

Except as indicated above, no operating segment has been aggregated to form the above reportable operating segments.

33. Segment information (contd.)

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.

The Group has reassessed the material items included in the profit before tax measure reviewed by the CODM. In determining the additional items of income and expense to be disclosed, the Group has applied the materiality and aggregation principles as outlined in MFRS 101 Presentation of Financial Statements in accordance with the IFRIC agenda decision on MFRS 8. The employee benefits expenses have been identified as material and are included in the segment disclosures.

Comparative information for the prior financial year has been restated to reflect the inclusion of the above material expense item in the segment disclosures.

33. Segment information (contd.)

	Oil palm		Oil mill		Timber		Others		Adjustments and eliminations		Notes	Per consolidated financial statements	
	2025	2024	2025	2024	2025	2024	2025	2024	2025	2024		2025	2024
	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	34,465	41,082	1,061,744	916,878	62,761	56,591	7,778	1,316	-	-		1,166,748	1,015,867
Inter-segment	642,069	575,849	-	-	-	-	91,397	109,555	(733,466)	(685,404)	A	-	-
Total revenue	676,534	616,931	1,061,744	916,878	62,761	56,591	99,175	110,871	(733,466)	(685,404)		1,166,748	1,015,867
Results:													
Depreciation and amortisation	107,809	91,116	34,837	33,980	6,547	7,798	2,301	2,095	3,073	3,392		154,567	138,381
Impairment	-	-	-	-	4,542	2,456	1,314	52	3,053	-		8,909	2,508
Employee benefit expenses	46,570	41,955	34,134	30,016	37,234	34,742	3,773	3,420	-	-		121,711	110,133
Interest income	7,382	10,444	4,080	3,305	23,300	19,579	216	697	(24,785)	(24,992)		10,193	9,033
Interest expense	3,467	8,431	5,128	8,822	16,997	22,316	962	1,110	(21,481)	(22,772)		5,073	17,907
Change in fair value	2,955	2,089	1,347	(222)	23,775	31,285	(62)	(32)	-	-		28,015	33,120
Segment profit/(loss) before tax	191,572	156,912	109,518	109,038	(38,422)	(58,256)	53,185	82,190	(72,727)	(89,628)		243,126	200,256
Income tax expense	(40,941)	(44,614)	(29,146)	(29,387)	1,400	3,885	4	(1,174)	-	-		(68,683)	(71,290)
Assets:													
Additions to non-current assets	30,635	34,731	10,886	10,149	21,124	21,813	100,866	1,895	(11,254)	(2,217)	B	152,257	66,371
Segment assets	878,710	960,598	376,019	392,731	431,778	445,807	139,557	48,690	127,501	131,080		1,953,565	1,978,906
Segment liabilities	211,361	181,103	55,547	61,065	24,973	216,848	39,088	5,608	(492)	(664)		330,477	463,960

33. 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 and reflected in the 'adjustments and eliminations' column.

Revenue from two major customers amounted to RM1,062,931,951 (2024: RM917,866,585), arising from sales by the oil mill segment.

B Additions to non-current assets consist of:

	2025 RM'000	**2024** RM'000
Property, plant and equipment	41,666	46,970
Land held for property development	100,000	-
Intangible assets	120	78
Biological assets	10,471	19,323
	152,257	66,371

34. Dividends

	Group/Company	
	2025 RM'000	**2024** RM'000
Recognised during the financial year		
Dividends on ordinary shares		
In respect of the financial year ended 30 June 2023:		
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
Single tier second interim dividend on 967,990,797 ordinary shares, declared on 30 August 2024 and paid on 30 September 2024: 3.5 sen per share	33,880	-
In respect of the financial year ended 30 June 2025:		
Single tier first interim dividend on 967,990,797 ordinary shares, declared on 28 February 2025 and paid on 28 March 2025: 3.0 sen per share	29,039	-
Total dividend paid	62,919	40,656

NOTES TO THE FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2024

34. Dividends (contd.)

Subsequent to the end of the current financial year, the directors declared a second interim dividend of 3.5 sen per share amounting to RM33,879,680 in respect of the financial year ended 30 June 2025. 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 2026.

The directors do not recommend the payment of any final dividend for the current financial year.

35. 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 24 October 2025.

TOP 10 PROPERTIES OF THE GROUP
AS AT 30 JUNE 2025

Description	Tenure	Existing use	Area	Approximate age of building	Net Book Value (RM'000)	Date of Acquisition
Sibu Town Sibu Town District Block 4 Lot 1369	Leasehold land expiring on 26.05.2081	Land held for development	92,543 sq metres	-	100,000	16/Jun/2025
Sibu Town District Block 4 Lot 1830	Leasehold land expiring on 26.05.2081					
Sibu Town District Block 4 Lot 2954	Leasehold land expiring on 07.01.2074					
Sibu Town District Lot 693	Leasehold land expiring on 24.07.2121					
Kabang, Lassa, Sawai, Daro & Lepah LPF 29 & LPF 31	Rented land	Oil Palm Estate, CPO Mill, Building & Quarter	46,572 hectares	17 years	76,588	-
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	18 years	43,293	28/Aug/2003
Pulau Bruit Lot 5, 6, 14, 17 Block 11 Bruit Land District	Leasehold land expiring on 18.05.2064	Oil Palm Estate, Building & Quarter	10,041.87 hectares	13 years	13,029	09/Dec/2004
Sibu Town Sibu Town District Blk 10, Lots 790-802	Leasehold land expiring on 06.09.2071	Building	2,260.8 sq metres	22 years	12,361	30/Apr/2005
Pulau Bruit Lot 317 & 318 Block 15 Bruit Land District	Leasehold land expiring on 18.05.2064	CPO Mill, Building & Quarter	74.84 hectares	15 years	8,398	01/Jan/2014
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	17 years	6,227	28/Aug/2003
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	15 years	5,791	09/Dec/2004
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	17 years	5,365	29/Aug/2023
Sibu Lot 920 & 1373, Block 16, Seduan Land District	Leasehold land expiring on 31.12.2915	Warehouse	1.35 hectares	13 years	2,794	14/Mar/2008

STATISTICS ON SHAREHOLDINGS
AS AT 30 SEPTEMBER 2025

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 2025*

DISTRIBUTION OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
Less than 100	174	2.19	5,500	-[1]
100 – 1,000	955	12.01	591,838	0.06
1,001 – 10,000	4,032	50.70	21,326,245	2.20
10,001 – 100,000	2,210	27.79	75,790,502	7.83
100,001 to less than 5% of issued shares	578	7.27	570,950,969	58.99
5% and above of issued shares	3	0.04	299,325,743	30.92
TOTAL	**7,952**	**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	-	-
Datuk Wira 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 2025

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	58,146,264	6.01			
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			58,146,264	(d)	6.01
Chang Meng			58,146,264	(d)	6.01

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	58,146,264	6.01
3	Tiong Toh Siong Enterprises Sdn Bhd	50,449,008	5.21
4	Amanas Sdn. Bhd.	40,199,661	4.15
5	Asanas Sdn Bhd	25,917,643	2.68
6	Citigroup Nominees (Asing) Sdn Bhd UBS AG	22,605,356	2.33
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	RHB Capital Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Fong Siling (CEB)	14,000,000	1.45
11	Diong Hiew King @ Tiong Hiew King	8,871,408	0.92
12	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Al-Fauzan	8,662,400	0.89
13	Guangqiang Chen	8,512,200	0.88

STATISTICS ON SHAREHOLDINGS
AS AT 30 SEPTEMBER 2025

Top 30 Securities Account Holders (cont'd)

No.	Name	No. of Shares	%
14	Cartaban Nominees (Asing) Sdn Bhd The Bank of New York Mellon For Acadian Emerging Markets Small Cap Equity Fund, LLC	8,341,600	0.86
15	Fong Siling	8,000,000	0.83
16	Olive Lim Swee Lian	8,000,000	0.83
17	HSBC Nominees (Asing) Sdn Bhd Exempt AN For Morgan Stanley & Co. LLC (Client)	7,573,082	0.78
18	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Progress Fund	7,514,800	0.78
19	HSBC Nominees (Asing) Sdn Bhd Morgan Stanley & Co. International PLC (Firm A/C)	6,968,185	0.72
20	Amanahraya Trustees Berhad PMB Shariah Growth Fund	6,929,500	0.72
21	Ooi Chin Hock	6,929,415	0.72
22	HSBC Nominees (Asing) Sdn Bhd J.P. Morgan Securities PLC	6,734,754	0.70
23	Citigroup Nominees (Tempatan) Sdn. Bhd. Exempt AN For OCBC Securities Private Limited (Client A/C-R ES)	6,495,995	0.67
24	DB (Malaysia) Nominee (Asing) Sdn Bhd State Street Lndon Fund 2G5G For St. James's Place Global Smaller Companies Unit Trust (NW TDS LTD TST)	6,157,600	0.64
25	Roseate Garland Sdn Bhd	6,114,131	0.63
26	IFAST Nominees (Tempatan) Sdn Bhd Global Success Network Sdn Bhd	6,026,400	0.62
27	HSBC Nominees (Tempatan) Sdn Bhd HSBC (M) Trustee Bhd For Manulife Investment Shariah Progress Plus Fund	5,172,000	0.53
28	Citigroup Nominees (Asing) Sdn Bhd CBNY For Emerging Markets Core Equity 2 Portfolio of DFA Investment Dimensions Group INC.	5,027,338	0.52
29	HSBC Nominees (Asing) Sdn Bhd JPMSE Lux For Buma-Universal-Fonds I	4,343,900	0.45
30	Cartaban Nominees (Tempatan) Sdn Bhd PAMB For Prulink Equity Fund	4,200,400	0.43
	Total	**595,277,806**	**61.50**

NOTICE OF **ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the 65th Annual General Meeting of the Company will be held at the Auditorium, Ground Floor, No.62, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak on Friday, 28 November 2025 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 2025 together with the Reports of the Directors and Auditors thereon. **(Please refer to Explanatory Note 1)**

2 To re-elect the following Directors retiring pursuant to Article 81 of the Company's Constitution:

i. Tan Sri Dato' Sri Mohamad Fuzi Bin Harun **Ordinary Resolution 1**
ii. Dato' Wong Lee Yun **Ordinary Resolution 2**
iii. Mr Yong Voon Kar **Ordinary Resolution 3**

3 To approve the payment of Directors' fees amounting to RM740,000 for the financial year ended 30 June 2025. **Ordinary Resolution 4**

4 To approve the payment of Directors' benefits not exceeding RM400,000 in aggregate during the period from 29 November 2025 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 Resolutions:-

6 <u>Proposed Renewal of the Existing Shareholders' 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 2025 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;

THAT such mandate shall take effect immediately upon the passing of this Ordinary Resolution and shall continue in force until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company following the passing of this resolution, at which time the mandate shall lapse unless renewed by ordinary resolution;

(ii) the date by which the next AGM of the Company is required by law to be held; or

(iii) the date on which the authority is revoked or varied by an ordinary resolution passed by the shareholders in a general meeting;

whichever occurs first.

AND THAT the Directors of the Company be authorised to do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Shareholders' Mandate."

7 <u>Proposed Authority for the Company to Purchase Its Own Shares</u> **Ordinary Resolution 8**

"THAT subject to the provisions of the Companies Act 2016 (the "Act"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and all other applicable laws, regulations and guidelines issued by any relevant authorities from time to time, the Company be and is hereby authorised to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Malaysia, provided that:

NOTICE OF ANNUAL GENERAL MEETING

(i) the aggregate number of shares purchased and/or retained as treasury shares shall not exceed 10% of the total number of issued shares of the Company at the time of purchase; and
(ii) the total funds to be utilised for the Proposed Share Buy-Back shall not exceed the retained profits of the Company based on the latest audited financial statements.

THAT the Directors of the Company be and are hereby authorised to deal with the shares so purchased at their discretion in the following manner in accordance with the provisions of the Act and/or any prevailing laws, regulations and guidelines issued by the relevant authorities:

(i) to cancel the shares so purchased; or
(ii) to retain the purchased shares as treasury shares, which may subsequently be
- distributed as share dividends to shareholders; and/or
- resold on Bursa Malaysia; and/or
- transferred for purposes permitted under the Listing Requirements of Bursa Malaysia and/or applicable laws; and/or
- cancelled, whether wholly or in part; or

(iii) to retain a portion of the purchased shares as treasury shares and cancel the remainder.

THAT the authority conferred by this resolution shall be effective immediately upon the passing of this Ordinary Resolution and shall continue in force until:

(i) the conclusion of the next AGM of the Company following the passing of this resolution, at which time the authority shall lapse unless renewed by ordinary resolution;
(ii) the date by which the next AGM of the Company is required by law to be held; or
(iii) the date on which the authority is revoked or varied by an ordinary resolution passed by the shareholders in a general meeting;

whichever occurs first.

AND THAT the Directors be and are hereby authorised to take all such steps and to do all acts and things as may be necessary or expedient to give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments as may be required by any relevant authorities or deemed necessary by the Directors in the best interest of the Company."

8 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 2025

Notes:

PROXY AND VOTING

1. In respect of deposited securities, only members whose names appear in the Record of Depositors on **21 November 2025** shall be entitled to attend the meeting or appoint proxy(ies) to attend, vote and speak on his/her behalf.

2. (i) 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.

NOTICE OF ANNUAL GENERAL MEETING

(ii) 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/she specifies the proportions of his/her shareholdings to be represented by each proxy.

(iii) 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.

3. 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.

4. 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 **Wednesday 26 November 2025 at 10.00 a.m.**

5. 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.

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 (1/3) of the Directors shall retire from office at each AGM and an election of directors shall take place. Each director shall retire from office at least once in every three (3) years but shall be eligible for re-election.

Accordingly, Tan Sri Dato' Sri Mohamad Fuzi Bin Harun, Dato' Wong Lee Yun and Mr Yong Voon Kar ("Retiring Directors") will retire by rotation at the 65th AGM and, being eligible, have offered themselves for re-election.

The Board, through the Nomination Committee ("NC"), has evaluated the performance of the Retiring Directors and conducted a fit and proper assessment. Based on the results of the evaluation, the NC concluded that the Retiring Directors have effectively discharged their roles as Directors. The Board has endorsed the NC's recommendation and supports the re-election of the Retiring Directors.

The profiles of the Retiring Directors are set out in the Company's 2025 Annual Report which is available on the Company's website and through Bursa Malaysia.

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 respective contracts 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 include meeting allowances payable as and when incurred as well as fixed monthly allowances.

NOTICE OF **ANNUAL GENERAL MEETING**

4. Proposed Shareholders' Mandate for the Recurrent Related Party Transactions ("RRPT")

Ordinary Resolution No. 7

Please refer to the Circular to Shareholders dated 30 October 2025 for further details on Ordinary Resolution No. 7 pertaining to the Proposed Shareholders' Mandate for RRPT.

5. Proposed Authority for the Company to Purchase Its Own Shares

Ordinary Resolution No. 8

Further details on Ordinary Resolution No.8 relating to the Proposed Authority for the Company to Purchase Its Own Shares are provided in the Circular to Shareholders dated 30 October 2025.

STATEMENT ACCOMPANYING NOTICE OF THE 65TH 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 65th AGM.

PERSONAL DATA PRIVACY:

By submitting an instrument appointing a proxy(ies) and/or other documents appointing representative(s) to attend, participate, speak and vote at the 65th 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 65th AGM (including any adjournment thereof), and the preparation and compilation of the attendance lists and other documents relating to the 65th 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 65th Annual General Meeting of the Company to be held at the Auditorium, Ground Floor, No.62, Lorong Upper Lanang 10A, 96000 Sibu, Sarawak on Friday, 28 November 2025 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 Tan Sri Dato' Sri Mohamad Fuzi Bin Harun as Director.				
2.	Re-election of Dato' Wong Lee Yun as Director.				
3.	Re-election of Mr Yong Voon Kar as Director.				
4.	Approval of payment of Directors' Fees.				
5.	Approval of payment of Directors' Benefits.				
6.	Re-appointment of Auditors.				
7.	Proposed Shareholders' Mandate for the Recurrent Related Party Transactions.				
8.	Proposed Authority for the Company to purchase its own shares.				

Dated this ___________ day of _______________________ 2025

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 2025** shall be entitled to attend the meeting or appoint proxy(ies) to attend, vote and speak on his/her behalf.
2. (i) 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.
   (ii) 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/she specifies the proportions of his/her shareholdings to be represented by each proxy.
   (iii) 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.
3. 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.
4. 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 **Wednesday 26 November 2025 at 10.00 a.m.**
5. 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 HOLDINGS BERHAD
[Registration No. 196001000095 (3751-V)]

No. 1-9, Pusat Suria Permata,
Lorong Upper Lanang 10A,
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