KENCANA

KENCANA AGRI LIMITED

ANNUAL REPORT 2025

Contents

Corporate Profile

Listed on the Singapore Exchange on 25 July 2008, Kencana Agri Limited ("Kencana" or the "Group") is a plantation company engaged mainly in the cultivation of oil palms; processing of Fresh Fruit Bunches ("FFB") into Crude Palm Oil ("CPO") and Palm Kernel ("PK") and provision of bulking services.

Kencana's oil palm plantations are located mainly in Sumatra, Kalimantan and Sulawesi regions of Indonesia. Since its inception in 1996, the Group's planted area has grown to about 67,885 Ha in FY2025 including plasma. The Group currently has seven palm oil mills with total processing capacity of 335 tonnes per hour and two kernel crushing plants with capacity of 435 tonnes per day.

The Group's plantations are progressively moving toward prime mature stage with significant potential for production growth in the coming years as its palms continue to mature and reach peak production.

Kencana is committed to growing its plantation business in a sustainable, ecologically and socially acceptable manner. It has adopted environmentally friendly practices in its plantation development such as zero-burning and zero-waste management. Furthermore, we commit and strive to adopt sustainable agricultural practices through certification with Indonesian Sustainable Palm Oil ("ISPO") as required by the Indonesian government.

Kencana is also committed to working with and improving the social and economic welfare of the local communities through its plasma and corporate social responsibility programmes.

OUR VISION

To be a leading sustainable palm oil producer and supplier of choice for both local and global markets.

OUR MISSION

To expand our plantation business through sustainable and environmentally-friendly best management practices whilst reinforcing our responsibility as a good corporate citizen.

Corporate Structure

KENCANA

PLANTATION

Sawindo Agri Pte. Ltd. 100% — PT Sawit Permai Lestari 100%

Kencana Plantations Pte. Ltd. 100% — PT Wira Palm Mandiri 100%

BULKING

Kencana Logistics Pte. Ltd. 100% — PT Bumi Permai Sentosa 100%

Business and Operations

Kencana's integrated value chain comprises plantations, palm oil mills, kernel crushing plants and bulking facilities to support and complement our plantation operations.

PLANTATION

Our oil palm plantations are strategically located in Sumatra, Kalimantan and Sulawesi.

PLANTATION

Total Planted Area	:	67,885 ha
• Nucleus	:	51,215 ha
• Plasma	:	16,670 ha

PROCESSING

We have seven palm oil mills and two kernel crushing plants in Sumatra, Kalimantan and Sulawesi.

PALM OIL MILLS

No. of Mills	:	7
Processing Capacity	:	335 MT/hour

KERNEL CRUSHING PLANTS

No. of Plants	:	2
Processing Capacity	:	435 MT/day

PRODUCTS

Our main products are CPO, CPKO, PKC and PK which are derived from the fresh fruit bunches harvested from our plantations, our plasma farmers, and purchased from third parties.

Our products are typically sold to reputable trading companies, refineries, and oleochemical companies, among others, in Indonesia, Malaysia and other countries.

MAIN PRODUCTS

Crude Palm Oil ("CPO")
Palm Kernel ("PK")

RENEWABLE BY-PRODUCTS

Empty Fruit Bunches, Liquid Waste, Kernel Shells, Fibre.

SUPPORTING BUSINESS

Our bulking facilities complement and support our plantation operations by providing storage facilities for our products.

Message from our Chairman and CEO

Dear Shareholders,

On behalf of the Board of Directors, we are pleased to present Kencana Agri's Annual Report for the fiscal year ending 31 December 2025 ("FY2025").

Building on the positive momentum achieved in prior years, the Group delivered a solid performance in FY2025, continuing the profitable trajectory established in FY2024. This outcome reflects the resilience of our operations, disciplined management, and commitment to sustainable growth.

PERFORMANCE

In FY2025, the Group achieved a profit after tax of US$18.4 million, primarily driven by higher revenue from favourable pricing conditions and increased sales volumes.

Our CPO production rose by 14.6%, from 163,489 MT in FY2024 to 187,295 MT in FY2025. This improvement was mainly supported by higher yields from Fresh Fruit Bunches ("FFB") production. Correspondingly, our CPO sales volume increased from 173,323 MT in FY2024 to 203,314 MT in FY2025. The average selling price ("ASP") of CPO increased from US$785/MT in FY2024 to US$832/MT in FY2025, which combined with higher sales volume, contributed significantly to our strong financial results.

STRATEGY

The Group will continue to prioritize operational efficiency and cost discipline, focusing on optimized maintenance and harvesting practices to enhance production yields. We will remain attentive to global market dynamics, ensuring that we are able to capitalise on opportunities while safeguarding the resilience of our core operations, and continue to drive long-term profitability and deliver sustainable value to our stakeholders.

SUSTAINABILITY

Sustainability remains central to the Group's operation. The Group is committed to advancing its plantation operations through best management practices that are both sustainable and environmentally responsible, reinforcing our role as a responsible corporate citizen. We fully adhere to the principles of Indonesian Sustainable Palm Oil (ISPO) certification and are actively working to certify all our estates and CPO mills, ensuring our operations meet the highest standards of sustainable palm oil production.

We recognize that, while economic performance is crucial to business sustainability, other factors such as environmental, social, and governance (ESG) considerations also play a vital role in enhancing business value. Our 9th Sustainability Report, published in April 2025, is available on our website. The report outlines our commitment to preventing deforestation of high carbon stock areas, preserving high conservation value areas, and eliminating burning and new planting on peatlands of any depth. Additionally, it highlights our commitment to human rights and our climate strategy, which supports global efforts to mitigate the impacts of climate change.

This report represents our dedication to exceeding regulatory requirements and progressing toward a more sustainable palm oil business by balancing our business goals with social and environmental responsibility.

PROSPECTS AND OUTLOOK

The Indonesian oil palm industry continues to operate in a challenging yet supportive market environment. Indonesia remains the world's largest producer and exporter of CPO with demand underpinned by food consumption and domestic biodiesel mandates. Nevertheless, competitive conditions remain subject to regulatory developments, export levies, sustainability requirements and cost inflation across the supply chain.

Geopolitical developments are expected to remain a key source of uncertainty over the next 12 months. Ongoing tensions in the Middle East and recent geopolitical events involving major oil-producing regions, have contributed to heightened volatility in global energy markets. Although such events do not have a direct impact on palm oil production, fluctuations in crude oil prices may influence biofuel economics, logistics costs and broader commodity market sentiment, which could in turn affect CPO pricing dynamics and demand conditions. Prolonged geopolitical uncertainty may also weigh on global economic growth and trade flows, potentially impacting purchasing behaviour in key export markets.

> "The Group will maintain a disciplined and adaptive approach in overseeing its procurement activities, inventory management and overall risk profile."

The Group will maintain a disciplined and adaptive approach to overseeing its procurement activities, inventory management, and overall risk profile. Although the operating outlook for 2026 remains generally constructive, the Group acknowledges that heightened external uncertainties could result in near-term market fluctuations. Accordingly, the Group will continue to closely monitor these developments and factor them into its operational planning and risk management strategies.

DIVIDEND

In recognition of the Group's solid performance and to reward our shareholders, the Board has proposed a dividend of SGD 0.015 per ordinary share, subject to approval by shareholders at the upcoming Annual General Meeting. This proposal reflects our confidence in the Group's ongoing profitability and strong cash flow.

APPRECIATION

On behalf of the Board and Management, we thank our employees, partners, and communities for their unwavering support. Together, we remain committed to delivering profitable, responsible, and sustainable growth for all stakeholders.

HENRY MAKNAWI
Executive Chairman

ALBERT MAKNAWI
Executive Director and CEO

Financial and Operational Review

FINANCIAL REVIEW

SUMMARY OF RESULTS FOR FY2025

US$'000	FY2025	FY2024	% Change
Revenue	**198,652**	153,734	29.2%
Gross profit	**55,654**	43,337	28.4%
EBITDA[*]	**56,620**	47,539	19.1%
Profit before tax	**24,776**	22,725	9.0%
Profit after tax	**18,442**	11,942	54.4%

[*] *Earnings before interest, tax, depreciation and amortization (EBITDA) is calculated as follows: profit before tax + interest expense – interest income + depreciation and amortisation expenses +/- fair value changes in biological assets and other receivables*

Revenues, Cost of Sales and Gross Profit

The Group recorded an increase in revenue of 29.2% in FY2025 compared to FY2024. The higher revenue was attributable to a combination of increased sales volumes and higher average selling prices ("ASP") for both crude palm oil ("CPO") and palm kernel ("PK").

The ASP of CPO increased moderately by 6.0%, from US$785/MT in FY2024 to US$832/MT in FY2025, while the ASP of PK increased by 44.1%, from US$491/MT to US$708/MT, reflecting improved market pricing conditions during the year. Sales volume of CPO increased by 17.3%, from 173,323 MT in FY2024 to 203,314 MT in FY2025, and PK sales volume increased by 18.1%, from 33,833 MT to 39,964 MT. The increase in sales volumes was mainly due to higher output and improved operational performance.

Cost of sales increased by 29.5%, from US$110.4 million in FY2024 to US$143.0 million in FY2025. The increase was mainly attributable to more intensive manuring and upkeep activities carried out during the year to maintain plantation condition and support yield potential. In addition, the improvement in CPO market prices resulted in a corresponding increase in the cost of fresh fruit bunches ("FFB") procured from plasma cooperatives and third-party suppliers. Cost of sales was further impacted by higher purchases volume of third-party CPO, which were combined with the Group's own production primarily to meet minimum cargo requirements and optimise delivery arrangements.

As a result, the increase in cost of sales broadly corresponded with the increase in revenue, and the Group's gross profit margin remained stable at 28.0% in FY2025 compared to 28.2% in FY2024.

Net Profit for the year

Profit before tax increased to US$24.8 million in FY2025, from US$22.7 million in FY2024, mainly due to higher gross profit arising from increased revenue, as explained above. This was partially offset by losses from changes in the fair value of biological assets and plasma receivables, with the fair value loss on biological assets primarily attributable to the moderation of CPO prices from the elevated levels recorded at the end of 2024.

After accounting for lower income tax expenses, the Group recorded a net profit of US$18.4 million in FY2025, representing an increase of 54.4% compared to US$11.9 million in FY2024.

Financial and Operational Review (Cont'd)

FINANCIAL POSITION

BALANCE SHEET

US$'000	As at 31 Dec 2025	As at 31 Dec 2024	As at 31 Dec 2023
Current assets	76,173	91,324	82,421
Non-current assets	187,385	196,987	210,836
Total assets	**263,558**	**288,311**	**293,257**
Current liabilities	79,169	93,903	104,383
Non-current liabilities	127,512	153,483	158,296
Total liabilities	**206,681**	**247,386**	**262,679**
Shareholders' equity	**56,877**	**40,925**	**30,578**
Net debt/Equity ratio (x)	2.3	4.1	5.6
Net debt/Total assets (x)	0.5	0.6	0.6
Net debt/EBITDA (x)	2.3	3.5	5.0
EBITDA/Interest expense (x)	4.3	3.1	2.3

As at 31 December 2025, the Group's total current assets decreased by US$15.1 million, from US$91.3 million in FY2024 to US$76.2 million in FY2025. The decrease was primarily driven by :

- US$3.5 million reduction in the fair value of biological assets, reflecting the moderation of CPO price as explained above;
- US$2.9 million foreign exchange translation loss arising from the depreciation of the Indonesian Rupiah ("IDR") against the United States Dollar ("USD"). During the year, the IDR weakened by 620 points, or 3.8%, from IDR16,162 per USD to IDR16,782 per USD, which reduced the USD-equivalent value of IDR-denominated current assets; and
- US$10.9 million reduction in trade and other receivables mainly due to reimbursements received from banks under new plasma loan facilities for advances previously funded by the Group under the plasma programme, as well as refunds of excess input VAT recovered from the tax authority.

Total non-current assets decreased by US$9.6 million to US$187.4 million as at 31 December 2025, from US$197.0 million as at 31 December 2024. The decrease was mainly attributable to (i) foreign exchange translation loss of US$6.8 million on land use rights, property, plant and equipment, and bearer plants, arising from the depreciation of IDR; and (ii) US$4.2 million net reduction in mature bearer plants, mainly due to depreciation and write-off.

The Group's total liabilities decreased by US$40.7 million from US$247.4 million as of 31 December 2024 to US$206.7 million as of 31 December 2025. This decrease was mainly due to (i) US$7.2 million foreign exchange translation gain from IDR-denominated trade payables and bank borrowings, and (ii) net repayment of bank borrowings amounting to US$30.2 million during FY2025.

CASH FLOW

US$'000	FY2025	FY2024	FY2023
Cash at the beginning of year	9,393	3,491	2,871
Net cash from operating activities	58,499	28,791	40,352
Net cash used in investing activities	(11,164)	(14,156)	(12,470)
Net cash used in financing activities	(39,321)	(8,474)	(27,217)
Net increase in cash	8,014	6,161	665
Net effect of exchange rate changes on cash and cash equivalents	(480)	(259)	(45)
Cash at end of year	**16,927**	**9,393**	**3,491**

The Group generated net cash flows from operating activities of US$58.5 million in FY2025, compared to US$28.8 million in FY2024, reflecting improved operating performance and stronger cash conversion. Operating cash flows before working capital changes increased to US$57.9 million, driven mainly by higher profitability and non-cash adjustments, including depreciation, amortisation and bearer plants write-offs. Working capital movements also contributed positively, particularly from a reduction in trade and other receivables, partially offset by an increase in trade and other payables.

Net cash flows used in investing activities amounted to US$11.2 million, largely attributable to capital expenditure on property, plant and equipment and continued investments in bearer plants. Net cash flows used in financing activities were US$39.3 million, reflecting the Group's continued deleveraging efforts, with loan repayments exceeding new borrowings during the year. As a result, the Group recorded a net increase in cash and cash equivalents of US$8.0 million, bringing the closing cash and cash equivalents balance to US$16.9 million as at 31 December 2025, compared to US$9.4 million at the end of FY2024.

Financial and Operational Review (Cont'd)

REVIEW OF OPERATIONAL PERFORMANCE

SNAPSHOT OF OUR PLANTATION PROFILE

Age Profile	Immature	%	Young Mature	%	Prime Mature	%	Old Mature	%	Total	%
Nucleus	4,194	8%	8,913	17%	24,932	49%	13,176	26%	**51,215**	**100%**
Plasma	2,506	15%	565	3%	9,140	55%	4,459	27%	**16,670**	**100%**
Total	6,700	10%	9,478	14%	34,072	50%	17,635	26%	**67,885**	**100%**

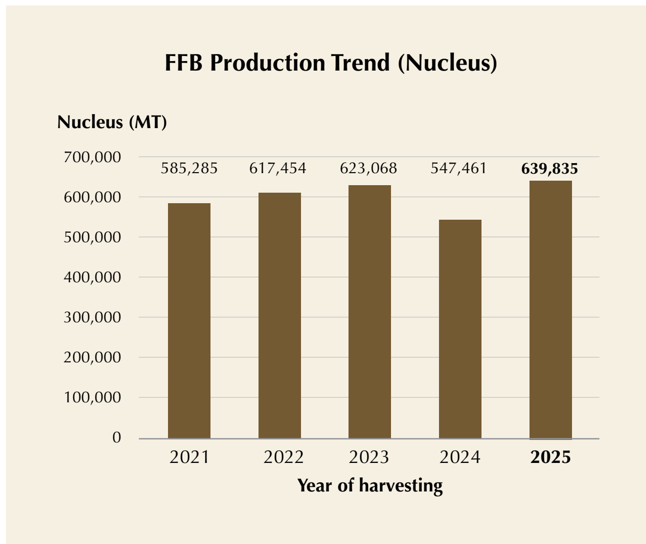
The Group maintained a stable total planted area, including plasma, of 67,885 hectares in FY2025, unchanged from FY2024.

Total FFB production increased by 15.5%, from 680,478 MT to 785,833 MT, while CPO production rose by 14.6%, from 163,489 MT to 187,295 MT. The improvement was driven by higher yields across the Group's estates, particularly at the Sulawesi plantation, which continued to deliver year-on-year yield improvements and an increasing contribution to overall output.

FFB Production Trend (2025)

639,835

Nucleus (MT)



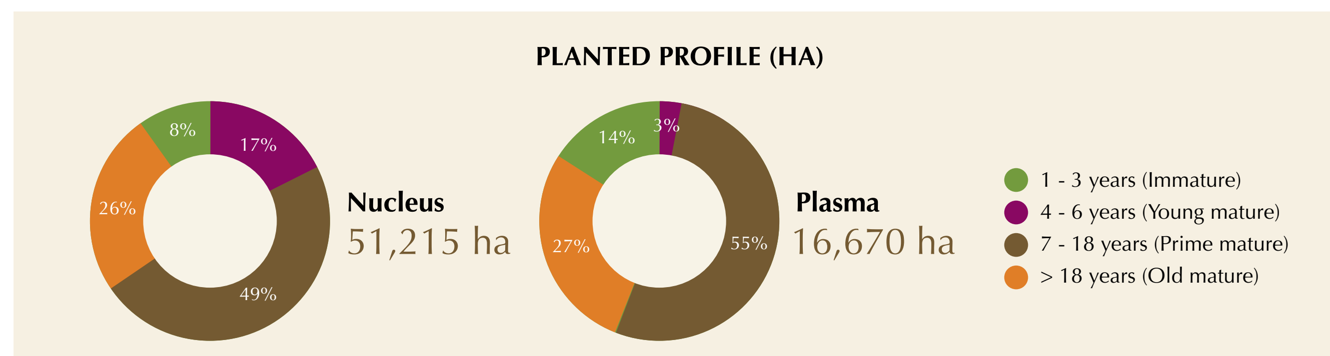
In general, oil palm trees start bearing fruit at 3 years and gradually increase until they reach the peak production phase between 7 to 18 years before starting to fall.

OIL PALM AGE PARAMETERS

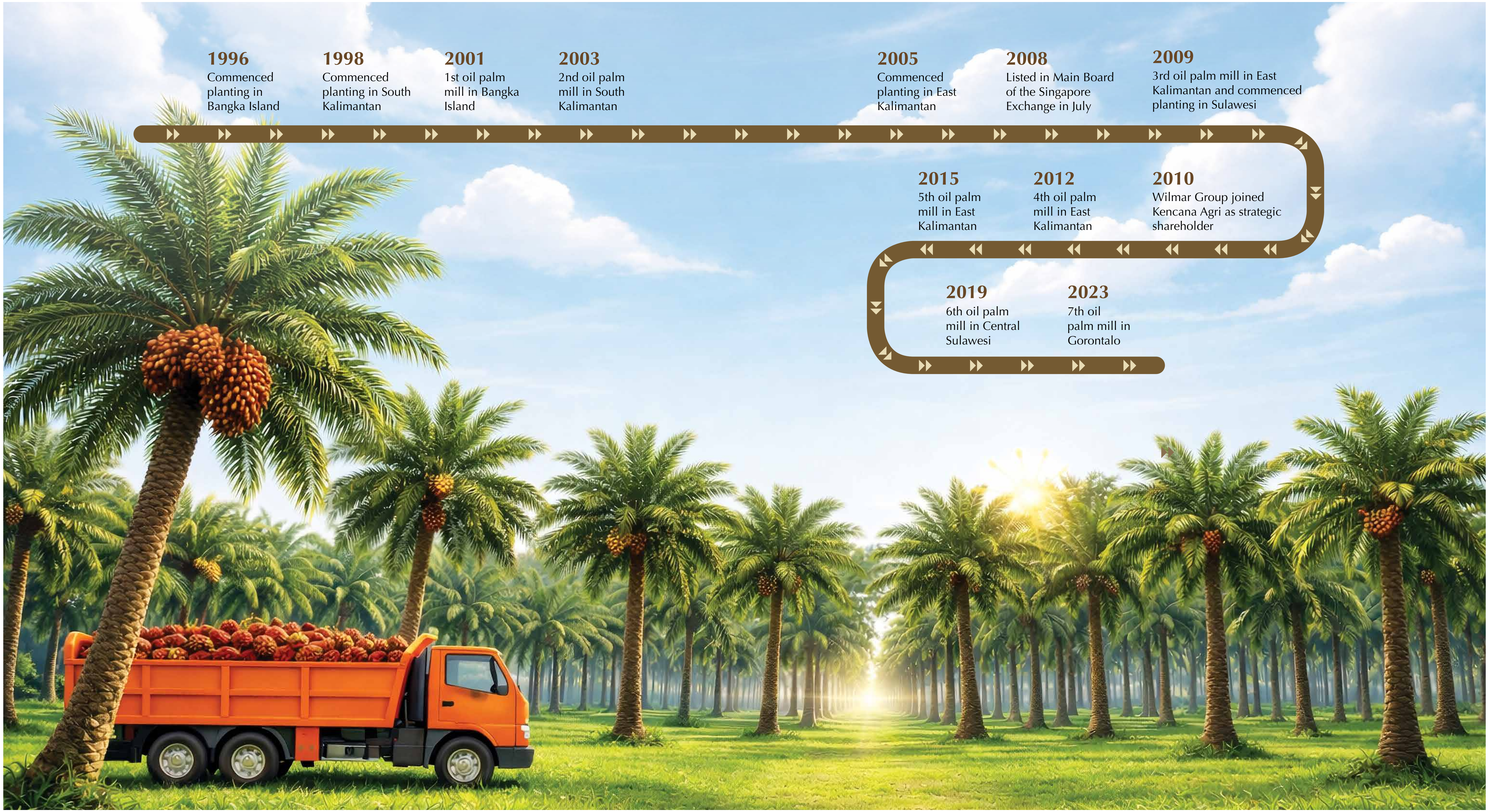
- IMMATURE: 1 - 3 years
- YOUNG MATURE: 4 - 6 years
- PRIME MATURE: 7 - 18 years
- OLD MATURE: > 18 years

OPERATIONAL HIGHLIGHTS

	2025		2024		2023	
PLANTED AREA (HA)	**67,885**		**67,885**		**66,846**	
Nucleus	51,215	75%	51,283	76%	50,436	75%
Plasma	16,670	25%	16,602	24%	16,410	25%
PLANTED PROFILE (HA)						
Nucleus	51,215		51,283		50,436	
1 - 3 years (Immature)	4,194	8%	3,665	7%	2,783	6%
4 - 6 years (Young mature)	8,913	17%	8,833	17%	8,717	17%
7 - 18 years (Prime mature)	24,932	49%	28,715	56%	32,224	64%
> 18 years (Old mature)	13,176	26%	10,070	20%	6,712	13%
Plasma	16,670		16,602		16,410	
1 - 3 years (Immature)	2,506	15%	2,202	14%	2,258	14%
4 - 6 years (Young mature)	565	3%	1,401	8%	1,207	7%
7 - 18 years (Prime mature)	9,140	55%	9,505	57%	10,362	63%
> 18 years (Old mature)	4,459	27%	3,494	21%	2,583	16%
PRODUCTION VOLUME (MT)						
FFB Production	785,833		680,478		775,280	
Nucleus	639,835	81%	547,461	80%	623,068	80%
Plasma	145,998	19%	133,017	20%	152,212	20%
FFB Processed	898,505		767,321		818,624	
Oil Production						
CPO	187,295		163,489		171,467	
AVERAGE FFB YIELD (MT/HA)						
Nucleus	13.6		11.5		13.1	
Plasma	10.3		9.2		10.8	
OIL EXTRACTION RATES						
CPO	20.8%		21.3%		20.9%	
SALES VOLUME (MT)						
CPO	203,314		173,323		174,598	
AVERAGE SELLING PRICE (US$/MT)						
CPO	832		785		698	



Key Milestones



Sustainability and Corporate Responsibility

Kencana Agri is committed to advancing its plantation business by adhering to sustainable and environmentally responsible management practices. We continuously strive to ensure compliance with all relevant government regulations in the regions where we operate, while prioritizing sustainability in every aspect of our operations.

Kencana Agri actively implements and promotes sustainable palm oil practices through certification and stringent Environment, Social, and Governance (“ESG”) monitoring across all operations, from our estates to our mills. Our sustainability commitments and initiatives align with both national and international best practices for sustainable palm oil production. We remain dedicated to upholding these commitments through our Sustainability Strategy, promoting sustainable palm oil production and trade by adhering to environmental and social standards such as No Deforestation, No Peat Development, and Respect for Human Rights, while also mitigating the impact of climate change. As part of this commitment, we implement key standards such as the International Sustainability and Carbon Certification (“ISCC”), Indonesia Sustainable Palm Oil (“ISPO”), and the Public Disclosure Program for Environmental Compliance (“PROPER”) across all our activities. Independent third-party organizations conduct audits to evaluate our mills and estates, ensuring that our operations meet the required standards. Since 2015, our Environmental Sustainability Policy has provided the framework for identifying, managing, monitoring, and addressing environmental concerns. We ensure the policy is applied across all Group operations and is in full compliance with relevant laws, regulations, and environmental obligations.

ENVIRONMENTAL MANAGEMENT

By implementing an environmental management system across all our operational activities and preserving conservation efforts, we ensure that we actively contribute to safeguarding the environment, wildlife, and surrounding communities. We are committed to continuous progress in mitigating our environmental impact by monitoring and introducing efficient methods to reduce energy and water consumption, minimize waste generation, and adopt best industry practices.

Our Environmental Management sustainable commitments are as follows:

- No deforestation of high carbon stock (“HCS”) forest areas and no further land clearing of potential HCS areas until the results of the proposed HCS study have been adopted.
- No deforestation of high conservation value (“HCV”) areas.
- Apply a zero-burning policy in respect of new planting and replanting.
- Refrain from undertaking new development on peat land of any depth.
- Endeavour to align ourselves with the industry practices and standards generally adopted by the market in relation to sustainable palm oil production.

CLIMATE CHANGE

We are committed to develop our strategies in capitalising on the climate-related risks and opportunities as part of our support for the global efforts to mitigate the impact of climate change. Following our commitment, we have established our actions to be implemented in the long term to support a sustainable future, such as, continuously conducting meticulous risk assessments, establishing ambitious emissions reduction targets and actively engaging with stakeholders on pertinent climate-related issues.

COMMUNITY DEVELOPMENT AND SOCIAL IMPACT

Our commitment is to provide positive impact to the community both economically and socially, through our Social Community Development Program (“SCDP”). We form partnerships with local communities, empowering and positively developing them, through Plasma Partnership. Furthermore, we also develop programs to foster engagement and good relationship, respecting the rights of indigenous people, supporting better welfare, and other suitable SCDP to better fulfil the needs of the communities.

Our Community Development and Social Impact sustainable commitments are as follows:

- Continually develop our plasma program based on applicable Indonesian laws and regulations.
- Facilitate the inclusion of qualified smallholders into the supply chain.
- Implement corporate social responsibility programs.
- Respect the rights of indigenous and local communities to give or withhold their Free, Prior and Informed Consent (“FPIC”) on lands to which they hold legal, communal or customary rights in line with applicable government regulations.
- Endeavour to resolve complaints and conflicts through an open, transparent and consultative process.
- Respect land tenure rights.

HUMAN RIGHTS AND WORKPLACE

We acknowledge that our workers contribute significantly to the Group’s success, to continue growing and building a high-performing company, we are therefore committed to creating a safe, fair, and empowering work environment for our employees, while respecting their rights. Accordingly, we place our highest priority on the welfare of all our staff, including their families, and the opportunities for personal and career development. Also, Kencana gives high priority for a safe working environment that results in a workforce that is healthy, motivated, and productive. Moreover, we strive to ensure a diversity and inclusivity workplace by respecting and empowering all employees and workers.

Our Human Rights and Workplace sustainable commitments are as follows:

- Respect and support the Universal Declaration of Human Rights.
- Respect and recognise the rights of all workers, including contract, temporary and migrant workers.
- Comply with minimum wage policies.
- Prohibit child labour and forced labour at every stage of our operations.
- Promote a healthy and safe working environment.

Board of Directors

MR HENRY MAKNAWI, 71
Executive Chairman

Mr Henry Maknawi is responsible for the overall business strategies and policies of the Group. He has developed his expertise in business operations and development based on his knowledge and experience gained in the plantation industry over 20 years. In November 1994, he was conferred the Primaniyarta award for outstanding export from 1989 to 1993 by the late President Soeharto, the second President of the Republic of Indonesia who held office from 1967 to 1998. The Primaniyarta award is the highest award from the Indonesian Government issued by the Menteri Perdagangan Republik Indonesia (Trade Minister of the Republic of Indonesia) and National Agency for Export Development given to exporters at the national and provincial levels for their achievements in increasing non-oil and gas exports. He is also a director of PT Kencana Energi Lestari Tbk, a public listed company in Indonesia engaged in the renewable energy business.

MS RATNA MAKNAWI, 55
Executive Vice-Chairman

Ms Ratna Maknawi was appointed as the Group's Executive Vice-Chairman on 1 January 2018. Prior to this, she served as Deputy CEO, managing the Group's overall business operations and development from 2008 until end of 2017. She started as Finance Manager in 1993 and had played pivotal senior management roles in the growth and development of the Group's diverse businesses before advancing to her present position. Ms Ratna Maknawi graduated cum laude from the University of Wisconsin-Whitewater, USA with a Bachelor of Business Administration (Accounting major).

MR ALBERT MAKNAWI, 45
Executive Director and Chief Executive Officer

Mr Albert Maknawi was appointed as Executive Director in October 2020 and has served as Chief Executive Officer of the Group since January 2018. He first joined the Group in 2004 as Technical Manager of PT Sawindo Kencana, where he oversaw daily mill operations and the procurement of plant and equipment. He also serves as President Commissioner of PT Kencana Energi Lestari Tbk, a publicly listed company in Indonesia engaged in the renewable energy sector.

Mr Albert holds a Bachelor of Engineering (Honours) and a Bachelor of Commerce from the University of Melbourne, Australia, both obtained in 2004.

MR KUAN CHENG TUCK, 54
Lead Independent Director

Mr. Kuan Cheng Tuck was appointed as an Independent Director of the Company on April 26, 2024. He has over 25 years of experience in accounting, auditing, and business/financial advisory. He spent a decade with several international accounting firms in Singapore and Malaysia, and subsequently founded his own consulting firm. Mr. Kuan has also served as an independent director for several other SGX-ST-listed companies.

Mr. Kuan holds a Bachelor of Accountancy degree from the Nanyang Technological University of Singapore, a Bachelor of Laws (Honours) degree from the University of London and a Master of Laws (Corporate and Financial Services Law) degree from the National University of Singapore. He is a fellow member of the Association of Chartered Certified Accountants (United Kingdom), a member of the Institute of Singapore Chartered Accountants, and has been admitted to the Singapore Bar.

MR KENT SURYA, 69
Independent Director

Mr. Kent Surya was appointed as an Independent Director on April 26, 2024. He brings extensive experience in commerce, banking, consumer finance, and the plantation industry. From 2008 until his retirement in 2017, he served as the Finance Director of the company. Additionally, he is an Independent Commissioner of PT JTO Multifinance (J Trust Group) from 2017 to 2023.

Mr. Surya holds a Civil Engineering degree from the University of Tarumanagara and a Master in Business Administration with a focus on International/Strategic Management from the Institute Management Prasetya Mulya.

MR CHARLES LOO CHEAU LEONG, 52
Non-Executive and Non-Independent Director

Mr. Charles Loo Cheau Leong was appointed as a Non-Executive Director of Kencana with effect from 1 January 2026. He is currently the Deputy Chief Operating Officer and Chief Financial Officer of Wilmar International Limited. He is responsible for group operations, including accounts, tax, finance, treasury and risk management functions of the Wilmar group of companies.

Mr. Loo joined the Wilmar Group in 2010. Prior to joining Wilmar, he was the Group Financial Controller at Allied Technologies Limited, Assistant Financial Controller at Nippecraft Limited, and Senior Manager (Assurance) at Ernst & Young.

He graduated from Nanyang Technological University with a Bachelor of Accountancy and is a Chartered Accountant with the Institute of Singapore Chartered Accountants.

MR DARWIN INDIGO*, 44
Non-Executive and Non-Independent Director

Mr Darwin Indigo has been appointed as Non-Executive Director since 2013. He is currently the Country Head – Indonesia of Wilmar International Limited. Mr Darwin graduated from Curtin University with a Bachelor of Commerce (Finance) degree in 2002 and was on the Vice Chancellor's list. He also holds a Master of Business Administration degree from the University of Technology, Sydney.

** Resigned on 1 January 2026.*

Key Management

MR ADALIN ALI
Chief Financial Officer

Mr Adalin Ali joined our Group in 2020 as Chief Financial Officer, and is responsible for finance and accounting, corporate finance, treasury, tax, information technology, compliance and financial reporting at our Group.

He started his career at Public Accountant Firm Drs. Johan, Malonda, & Rekan (Baker Tilly Indonesia) in 1994 and later moved to Dutapalma Nusantara (Darmex) Group for 8 years with last position as GM Financial Administration. He then joined PT Sampoerna Agro Tbk, and it was a career that spanned from 2006 to 2012 with his last position as Deputy Managing Director for Sumatra Region. He then moved to Delta Plantations in 2012, appointed as Chief Financial Officer and worked there until 2018 before stepping down and continuing as Consultant.

Mr Adalin Ali graduated from Tarumanagara University with a Bachelor of Science in Accounting degree in 1996 and he is a Chartered Accountant Indonesia. He also holds a Master of Commerce in Information Systems degree from Curtin University of Technology and Master of Management degree from Bina Nusantara University.

MR MUKHLIS AMIRUDIN
Head of Operations

Mr Mukhlis Amirudin joined our Group in 2025 as Head of Operations, and is responsible for overseeing plantation operations and agricultural management across our Group. He started his career at PT. Astra Agro Lestari Tbk in 1990 and later moved to PT. Duta Palma Nusantara Group as Estate Manager, before joining PT. Gunung Sawit Bina Lestari where his last position was General Manager overseeing approximately 13,000 hectares of plantation. He then joined PT. Dharma Satya Nusantara Tbk in 2008, a career that spanned until 2021, with his last position as Operations Director overseeing plantation operations across West, Central, and North Kalimantan.

Mr Mukhlis Amirudin graduated from Universitas Sumatera Utara with a Bachelor of Science in Agronomy degree in 1989. He also holds professional certifications in ISPO and RSPO sustainability standards.

Corporate Information

BOARD OF DIRECTORS

Mr Henry Maknawi
Executive Chairman

Mr Kuan Cheng Tuck
Lead Independent Director

Ms Ratna Maknawi
Executive Vice-Chairman

Mr Albert Maknawi
Chief Executive Officer and Executive Director

Mr Kent Surya
Independent Director

Mr Charles Loo Cheau Leong
Non-Executive and Non-Independent Director

AUDIT & RISK MANAGEMENT COMMITTEE

Mr Kuan Cheng Tuck
Chairman

Mr Kent Surya

Mr Charles Loo Cheau Leong

REMUNERATION COMMITTEE

Mr Kent Surya
Chairman

Mr Kuan Cheng Tuck

Mr Charles Loo Cheau Leong

NOMINATING COMMITTEE

Mr Kent Surya
Chairman

Mr Kuan Cheng Tuck

Mr Henry Maknawi

COMPANY REGISTRATION NUMBER

Kencana Agri Limited
Registration Number:
200717793E
Incorporated in the
Republic of Singapore

REGISTERED OFFICE

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PRINCIPAL OFFICE

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COMPANY SECRETARY

Ms Lee Ying Ying

SHARE REGISTRAR AND SHARE TRANSFER AGENT

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AUDITORS

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PRINCIPAL BANKERS

PT Bank Mandiri (Persero) Tbk

Corporate Governance Report

The Board of Kencana Agri Limited (the "Company") and its subsidiaries (the "Group") as well as its Management are committed to ensuring high standards of corporate governance so as to ensure transparency, to protect shareholders' interests and promote investors' confidence.

This report describes the Group's corporate governance structures and practices that were in place throughout the financial year ended 31 December 2025, with specific reference made to the principles of the revised Code of Corporate Governance 2018 (the "Code") issued in August 2018 which is effective from financial year commencing from 1 January 2019.

The Board is pleased to confirm that for the financial year ended 31 December 2025, the Group has adhered to the principles and provisions as set out in the Code. In so far as any provision has not been complied with, the reason has been provided.

BOARD MATTERS

The Board's Conduct of Affairs

Principle 1: The Company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the Company.

The Board is entrusted with the responsibility of the overall management of the Company. The principal function of the Board is to protect and enhance long-term value and returns for its shareholders. Besides carrying out its statutory responsibilities, the Board's role is to:

a) provide entrepreneurial leadership, and set strategic objectives, plans, policies and financial objectives of the Group and monitoring the performance of Management;

b) ensure that the necessary resources are in place for the Company to meet its strategic objectives;

c) establish and maintain a sound risk management framework to effectively monitor and manage risks, and to achieve an appropriate balance between risks and company performance;

d) approve nominations and appointments of Board directors, committee members and key personnel;

e) review and approve annual budgets, investments, capital expenditures, major acquisitions and divestments;

f) instill an ethical corporate culture and ensure that the Company's values, standards, policies and practices are consistent with the culture;

g) consider sustainability issues, e.g. environmental and social factors, as part of its strategic formulation and ensure transparency and accountability to key stakeholder groups; and

h) assume responsibility for corporate governance.

Corporate Governance Report (Cont'd)

When a new director is appointed, the Company will conduct a comprehensive orientation program. This is to provide the new Director with background information about the Group's structure and core values, its strategic direction and corporate governance practices as well as industry-specific knowledge. The orientation program gives the new Director an understanding of the Group's businesses to enable him to assimilate into his new role. It also allows the new Director to get acquainted with the Management, thereby facilitating interaction and independent access to the Management. The Company will also provide the newly appointed directors with a formal letter setting out the duties and obligations of a director.

The Directors are provided with continuous briefings and updates in areas such as changes in company law, changes in SGX listing rules, corporate governance practices and changes in financial reporting standards, so as to enable them to make well-informed decisions. Where possible and when opportunity arises, the Directors will be invited to locations within the Group's operating businesses to enable them to obtain a better perspective of the business and enhance their understanding of the Group's operations. New releases issued by the Singapore Exchange Securities Trading Limited ("SGX-ST") and Accounting Corporate Regulatory Authority Limited ("ACRA") which are relevant to the Directors are also circulated to the Board.

The Board as a whole is updated regularly on corporate governance, industry specific knowledge and the key changes in the relevant regulatory requirements and financial reporting standards, so as to enable them to properly discharge their duties.

The Directors may also attend other appropriate courses, conferences and seminars, at the Company's expense. They can also request for further explanations, briefings or information on any aspect of the Company's operations or business issues from Management.

For FY2025, the external auditors, RSM SG ASSURANCE LLP, briefed the Audit & Risk Management Committee and the Board on the developments in financial reporting and governance standards. The Chief Executive Officer also updated the Board at each meeting on business and strategic developments pertaining to the Group's business. In addition, all the Directors, except Mr Charles Loo Cheau Leong, have completed the mandated sustainability training course organised by SID and the Institute of Singapore Chartered Accountants (ISCA) as required by the enhanced SGX sustainability reporting rules announced in December 2021. The Company will arrange for Mr Charles Loo Cheau Leong to attend training and courses relevant for first-time directors of a listed company in Singapore, including the training course required by the enhanced SGX sustainability reporting rules.

The Group has adopted internal guidelines governing matters that require the Board's approval.

The matters requiring the Board's approval include:

- Overseeing the processes for evaluating the adequacy of internal controls, risk management, financial reporting and compliance;
- Annual Budgets/Forecasts;
- Announcement of half-year and full year results, and release of annual report;
- Issuance of shares and dividend payout;
- Declaration of interim dividends and proposed final dividends;
- Convening of shareholders' meetings;
- Material acquisition/investment, divestment or capital expenditure;
- Considering sustainability issues such as environmental and social factors as part of its strategic formulation; and
- Corporate or financial restructuring.

The Board reviews these internal guidelines to ensure their relevance to the operations of the Group.

To assist the Board in the execution of its duties, the Board has established various Board Committees, namely the Nominating Committee ("NC"), the Remuneration Committee ("RC") and the Audit & Risk Management Committee ("ARC"). Each of these committees is empowered to make decisions on matters within its terms of reference. The composition of each Board Committee, the key terms of reference and a summary of each Board Committee's activities can be found in this report.

All the Board Committees are actively engaged and play an important role in ensuring good corporate governance in the Company. Minutes of all Board Committee meetings held are made available to the Board members. The Board acknowledges that while these Board Committees have the authority to examine specific issues and reports back to the Board with their decisions and recommendations, the ultimate responsibility on all matters lies with the Board.

A schedule of all Board and Board Committee meetings as well as the Annual General Meeting for the next calendar year is planned in advance. Board papers for Board meetings were sent to the Board in advance in order for the Directors to be adequately prepared for meetings, including all relevant documents, materials, background or explanatory information relating to the matters to be brought before the Board. The Board meets at least three times a year. In addition to the scheduled meetings, ad-hoc board briefings, conference calls and physical meetings are held as warranted by particular circumstances or as deemed appropriate by the Board members. To ensure maximum Board participation, the Company's Constitution permits meetings of the Directors to be conducted by telephone or other methods of simultaneous communication by electronic means. When a physical Board meeting is not possible, timely communication with members of the Board can be achieved through electronic means or via circulation of written resolutions for approval by the relevant members of the Board or Board committees. The Board and Board Committees may also make decisions through circulating resolutions.

The attendances of the Directors at meetings of the Board, Board Committees and Annual General Meeting, as well as the frequency of such meetings held during FY2025 are as follows:

	Board	**Audit & Risk Management Committee**	**Nominating Committee**	**Remuneration Committee**	**Annual General Meeting**
No. of meetings held	3	4	2	2	1
No. of meetings attended by the Directors					
Henry Maknawi	2	N.A.	2	N.A.	1
Ratna Maknawi	2	N.A.	N.A.	N.A.	1
Kent Surya	3	4	2	2	1
Kuan Cheng Tuck	3	4	2	2	1
Albert Maknawi	3	N.A.	N.A.	N.A.	1
Darwin Indigo[1]	3	4	N.A.	2	1
Charles Loo Cheau Leong[2]	N.A.	N.A.	N.A.	N.A.	N.A.

[1] *Resigned on 1 January 2026*
[2] *Appointed on 1 January 2026*

If a Director is unable to attend a Board or Board Committee meeting, he/she will still receive all the papers and materials for discussion at that meeting. He/She will review them and advise the Chairman of the Board or the Board Committee of his/her views and comments on the matters to be discussed so that they can be conveyed to other members at the meeting.

All Directors are required to declare their board representations. The Board is of the view that the effectiveness of each director is best assessed by a qualitative assessment of the director's contribution and his ability to devote sufficient time and attention to the Company's affairs. Hence, the Board has decided not to set a numerical limit on the number of listed company board representations as it does not wish to omit from its consideration outstanding individuals who, despite the demands on their time, have the capacity to participate and contribute as new members of the Board.

The Board is furnished with Board papers prior to any Board meeting. These papers are issued in sufficient time to enable the Directors to obtain additional information or explanations from the Management, if necessary. The Board papers include minutes of the previous meeting, reports relating to investment proposals, budgets, financial results announcements and reports from committees, internal and external auditors. Any additional material or information requested by the Directors is promptly furnished.

Corporate Governance Report (Cont'd)

The Directors may communicate directly with the Management team on all matters whenever they deem necessary. All directors have unrestricted access to the Group's records and information. The Directors also have separate and independent access to the Company Secretary, the Company's external auditors, internal auditors and other professional advisors, where relevant. The Company Secretary attends Board and Board Committee meetings and is responsible for ensuring that Board procedures are followed and minutes of all meetings are recorded and circulated to the Board and the Committees. The Company Secretary also assists the Chairman and CEO, the Chairman of each committee and Management in the development of the agendas for the various Board and Board Committee meetings. The appointment and removal of the Company Secretary are subject to the approval of the Board.

The Company currently does not have a formal procedure for directors to seek independent professional advice for the furtherance of their duties. However, directors may, on a case-to-case basis, propose to the Board for such independent professional advice, the cost of which may be borne by the Company.

The Company has a transparent policy wherein directors are welcomed to request further information or informal discussions and make recommendations on any aspect of the Company's operations or business issues.

Board Composition and Guidance

Principle 2: The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the Company.

The Company endeavours to maintain a strong, non-executive and independent elements on the Board. As at the date of this report, the Board consists of six directors, of whom three are non-executive directors. The Board comprises the following members:

Henry Maknawi	Executive Chairman
Albert Maknawi	Chief Executive Officer and Executive Director
Ratna Maknawi	Executive Vice-Chairman
Kent Surya	Independent Director
Kuan Cheng Tuck	Lead Independent Director
Darwin Indigo[1]	Non-Executive and Non-Independent Director
Charles Loo Cheau Leong[2]	Non-Executive and Non-Independent Director

[1] Resigned on 1 January 2026
[2] Appointed on 1 January 2026

Mr Kent Surya and Mr Kuan Cheng Tuck are considered to be independent as they have no relationship with the Company, its related corporations, substantial shareholders or its officers that could interfere or be reasonably perceived to interfere with the exercise of their independent business judgment with a view to the best interests of the Company.

Even though the Chairman is not independent, the Board is of the opinion that it is not necessary to have independent directors make up a majority of the Board at present. With non-executive directors making up half of the Board, the Board is satisfied and assured that no individual or group of Directors has unfettered powers of decision that could create a potential conflict of interest.

Matters requiring the Board's approval are discussed and deliberated with participation from each member of the Board and all major decisions are made without any one individual influencing or dominating the decision-making process.

The ARC and RC consist of all non-executive directors while the NC consists of a majority of independent directors. All the Board Committee meetings are chaired by independent directors. Decisions made at these meetings are achieved by majority consensus. Management regularly puts up proposals or reports for Board approval, for example, proposals relating to specific proposed transactions or general business direction or strategy of the Group. The Independent Directors evaluate the proposals made by Management and provide guidance on relevant aspects of the Group's business.

When reviewing and assessing the composition of the Board and making recommendations to the Board for the appointment of Directors, the NC will consider all aspects of diversity in order to arrive at an optimum balanced composition of the Board and to allow for informed and constructive discussion and effective decision making at meetings of the Board.

In this regard, the NC reviews board independence and diversity as part of its annual evaluation of the Board's performance and effectiveness. The NC will try to ensure that: (a) if external search consultants are used to search for candidates for Board appointments, the brief will include a requirement to also present female candidates; (b) when seeking to identify a new director for appointment to the Board, the NC will request for female candidates to be fielded for consideration; and (c) female representation on the Board be continually improved over time based on the set objectives of the Board. The final decision on selection of directors will be based on merit against an objective criteria that complements and expands the skills and experience of the Board as a whole, and after having given due regard to the overall balance and effectiveness of a diverse Board.

The Group recognizes the importance and value of diversity across its organization. The Company has adopted a Board Diversity Policy which includes but not limited to, a balance of skills, knowledge, experience, gender and age. Our core policies are described below:

Gender: To have at least one woman on the Board. Currently, we have Ratna Maknawi, our Executive Vice Chairman on the Board. Her background is set out in the section, "Board of Directors" of the AR.

Age: To have at least one suitable independent director aged 60 years old or less. Mr Kuan Cheng Tuck is below the age of 60 years old.

Skill and experience: To have diversity of the Board members with experiences, especially, in finance and accounting, oil palm industry, business management, relevant geographical (particularly Indonesia) and strategic planning. Currently, we believe we have the necessary diversity of experiences on the Board, however, we will review these factors from time to time to support the Company's long term strategic objectives. Please refer to section, "Board of Directors" of the AR, for the background and experiences of the Board members.

The NC will take the principles of the diversity policy into consideration when determining the optimal composition of the Board, and when recommending any proposed changes to the Board. The NC will also review the Board's composition as part of its annual evaluation of the Board's performance and effectiveness. On the recommendation of the NC, the Board may establish measurable objectives and specific diversity targets, with a view to achieving an optimal Board composition. These objectives and specific diversity targets may be reviewed by the NC from time to time to ensure their relevance and appropriateness. The Board remains committed to implementing its Board diversity policy, with any progress made towards its implementation be disclosed in future Corporate Governance reports, as appropriate.

Management regularly puts up proposals or reports for the Board's consideration and approval, for instance, proposals relating to specific transactions or general business direction or strategy of the Group. Independent and Non-Executive Directors, will then evaluate these proposals or reports and where appropriate, provide guidance to Management. The Independent Directors meet on a need-to basis amongst themselves and with the Company's external auditors and internal auditors without the presence of Management to discuss matters such as the Group's financial performance, corporate governance and risk management initiatives, board processes and any audit observations. The outcome or suggestion arising from such meetings will be provided to the Board and/or Chairman as appropriate.

Corporate Governance Report (Cont'd)

Chairman and Chief Executive Officer

Principle 3: There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.

The Chairman and Chief Executive Officer of the Company are separate individuals but are immediate family members. The Chief Executive Officer of the Company, Mr Albert Maknawi, is the son of Mr Henry Maknawi, the Chairman of the Company.

All major proposals and decisions are discussed and reviewed by the Board. The Chairman and CEO's performance and appointment to the Board is reviewed by the NC and their remuneration packages are reviewed by the RC. The ARC and RC consist of all non-executive directors and the NC consists of a majority of independent directors. Given this, the Board believes that there are sufficient strong and independent elements and safeguards in place against an uneven concentration of power and authority.

The roles of the Chairman and Chief Executive Officer are separate and their responsibilities are clearly defined to ensure a balance of power and authority within the Company.

The Chief Executive Officer, Mr Albert Maknawi, has full executive responsibilities of the overall business and operational decisions of the Company.

The overall role of the Chairman, Mr Henry Maknawi, is to lead and ensure the effectiveness of the Board and this includes promoting a culture of openness and debate at the Board, facilitating the effective contribution of all directors and promoting high standards of corporate governance.

The Chairman's duties and responsibilities include:

a) Leading the Board to ensure it is effective in its role;

b) Setting directions and agendas for the Company and scheduling of meetings to enable the Board to perform its duties responsibly;

c) Ensuring the proper conduct of meetings and accurate documentation of the proceedings;

d) Ensuring the smooth and timely flow of information between the Board and Management;

e) Ensuring compliance with internal Policies and guidelines of the Company and high standards of corporate governance;

f) Ensuring effective communication with shareholders through investors' relationship channels and timely announcements of Company's development; and

g) Encouraging constructive relations between the Board and Management as well as between all directors.

In addition to the above duties, the Chairman will assume duties and responsibilities as may be required from time to time.

The Board has appointed Mr Kuan Cheng Tuck as the Lead Independent Director to coordinate with and lead the independent directors to provide a non-executive perspective and contribute to a balance of viewpoints on the Board. He is the principal liaison on board issues between the Independent Directors and the Chairman. He is available to shareholders where they have concerns which contact through the normal channels of the Chairman and Chief Executive Officer have failed to satisfactorily resolve or is considered inappropriate. The Lead Independent Director did not receive any query or request on any matters requiring his attention in FY2025.

The Board is satisfied that a clear division of responsibilities between the leadership of the Board and the executives responsible for managing the Group's business and no one individual should represent a considerable concentration of power.

Board Membership

Principle 4: The Board has a formal and transparent process for the appointment and re-appointment of directors, taking into account the need for progressive renewal of the Board.

The NC is established and it comprises 3 members, the majority of whom, including the Chairman, are independent non-executive directors. The Lead Independent Director, Mr Kuan Cheng Tuck, is a member of the NC.

Chairman	:	Kent Surya
Member	:	Kuan Cheng Tuck
Member	:	Henry Maknawi

The NC is established for the purposes of ensuring that there is a formal and transparent process for all Board appointments. It has adopted written terms of reference defining its membership, administration and duties. Some of the duties of the NC include:

(a) to make recommendations to the Board on all Board appointments, including development of a set of criteria for director appointments, which includes qualifications of director; ability to exercise sound business judgments, relevance to the Company and the industry and appropriate personal qualities;

(b) to review and make recommendation to the Board on the succession plans for directors, in particular the appointment and/or replacement of the Chairman, the CEO and key management personnel;

(c) to re-nominate directors having regard to the director's contribution and performance (e.g. attendance, participation and critical assessment of issues deliberated upon by the Board) including, if applicable, as an independent director;

(d) to determine annually whether or not a director is independent;

(e) to make recommendation to the Board on the process and criteria for evaluation of the performance of the Board, its board committees and Directors; and

(f) to review and make recommendation to the Board on the training and professional development programmes for the Board and its Directors.

A summary of the NC's activities during FY2025 is shown below:

i) Reviewed the criteria for evaluation of the performance of the Board

ii) Reviewed the Board's performance for FY2025 on a collective basis

iii) Reviewed and recommended to the Board the re-election of Mr Henry Maknawi, Mr Albert Maknawi and Mr Charles Loo Cheau Leong as Directors

iv) Annual review of the independence of the independent directors

The NC regards succession planning as an important part of corporate governance and has an internal process of succession planning for directors, the Chairman, the Chief Executive Officer and key management personnel to ensure the progressive and orderly renewal of Board membership and management team.

Process for selection and appointment of new directors

The NC is responsible for identifying candidates and reviewing all nominations for the appointment of new directors.

Where an existing director chooses to retire or the need for a new director arises, either to replace a retiring director or to enhance the Board's strength, the NC, in consultation with the Board, evaluates and determines the selection criteria so as to identify candidates with the appropriate expertise and experience for the appointment as a new director. The selection criteria includes age, gender, qualification, skills, calibre, industry experience and financial literacy. The NC seeks potential candidates widely and beyond director/management recommendations and is empowered to engage external parties, such as professional search firms, to undertake research on or assessment of candidates as it deems necessary.

Corporate Governance Report (Cont'd)

The NC then meets with the shortlisted potential candidates with the appropriate profile to assess suitability and to ensure that the candidates are aware of the expectation and the level of commitment required, before nominating the most suitable candidate to the Board for approval and appointment as director.

Process for re-nomination of directors

The role of NC also includes the reviewing of the re-nomination of directors who retire by rotation, taking into consideration the director's integrity, independence, contribution and performance. The Constitution of the Company requires one-third of the directors to retire and subject themselves to re-election by the shareholders in every Annual General Meeting ("AGM"). In addition, the Company shall require all directors (including the Managing Director) to submit themselves for re-nomination and re-election at least once every three years. The Constitution of the Company also provides that a newly appointed director must retire and submit himself for re-election at the next AGM following his appointment. Thereafter, he is subject to re-election at least once every three years. A director who is due for retirement, shall abstain from voting on any resolution in respect of his re-nomination as a director. In this aspect, the NC has recommended and the Board has agreed for the retiring directors Mr Henry Maknawi, Mr Albert Maknawi and Mr Charles Loo Cheau Leong to seek re-election at the forthcoming AGM.

On an annual basis, the NC determines whether or not a director is independent, taking into account the Code definition of an "independent" director and guidance on relationships, the existence of which could interfere, or be reasonably perceived to interfere, with the exercise of the director's independent business judgement in the interest of the Group.

Each independent director is required to complete a Director's independence form to confirm his independence annually to confirm his independence based on the guidelines as set out in the Code. For FY2025, the NC carried out a review on the independence of each independent director based on the foregoing considerations, the respective Director's independence form and their actual performance on the Board and Board Committees. Having carried out their review, the NC is satisfied that the two Directors, who are non-executive, are independent.

The Board recognises that the Independent Directors may over time develop significant insights in the Group's businesses and operations, and can continue to provide noteworthy and valuable contributions to the Board. The independence of the Independent Directors must be based on the substance of their professionalism, integrity, objectivity and not merely based on the number of years which they have served on the Board. As such, the Board has not set a term of office for each of its independent directors so as to be able to retain the services of the directors as necessary. As at the date of the AR, none of the Independent Directors have served on the Board for more than nine years from the date of his first appointment.

The NC ensures that new directors are aware of their duties and obligations. For re-nomination and re-appointment of directors, the NC takes into consideration the competing time commitments faced by directors and their ability to devote appropriate time and attention to the Company. Based on the Directors' commitments and contributions to the Company, which are also evident in their level of attendance and participation at Board and Board Committees meetings, the NC and the Board are satisfied that all Directors have adequately carried out their duties as Directors of the Company in FY2025.

The details of the Board members' directorship including the year of initial appointment and election are disclosed as follows:

Name of Director	Appointment	Date of Initial Appointment	Date of Last Re-election	Present Directorship in other Listed Companies	Previous Directorship in other Listed Companies (FY2022 to FY2024)
Henry Maknawi	Executive	30 May 2008	26 April 2024	PT Kencana Energi Lestari Tbk	–
Ratna Maknawi	Executive	26 September 2007	25 April 2025	–	–
Albert Maknawi	Executive	7 October 2020	26 April 2024	PT Kencana Energi Lestari Tbk (as President Commissioner)	–
Darwin Indigo[1]	Non-Executive	26 April 2013	25 April 2025	–	–
Kent Surya	Non-Executive	26 April 2024	25 April 2025	–	–
Kuan Cheng Tuck	Non-Executive	26 April 2024	25 April 2025	• Karin Technology Holdings Limited • Hoe Leong Corporation Limited • Taka Jewellery Holdings Limited • Tahua Realty Sdn. Bhd. • Konifer Realty Sdn. Bhd.	• CNMC Goldmine Holdings Limited • Kori Holdings Limited
Charles Loo Cheau Leong[2]	Non-Executive	1 January 2026	–	• Shree Renuka Sugars Limited	

[1] *Resigned on 1 January 2026*
[2] *Appointed on 1 January 2026*

Board Performance

Principle 5: The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

The Board, through the NC, has used its best effort to ensure that directors appointed to the Board and the Board Committees, whether individually or collectively, possess the background, experience, knowledge in the business, competencies in finance and management skills critical to the Group's business. It has also ensured that each director, with his special contributions, brings to the Board an independent and objective perspective to enable sound, balanced and well-considered decisions to be made.

The NC has adopted a process for assessing the performance of the Board as a whole instead of individual assessment. The performance appraisal includes qualitative and quantitative factors including board structure, board processes, corporate strategy and planning, board performance and risk management and internal control etc.

The NC undertakes the Board performance appraisal annually. All Directors are requested on an annual basis to complete a Board assessment checklist designed to seek their views on the various performance criteria set by the Board, so as to assess the overall performance and effectiveness of the Board. The checklists are completed and submitted to the company secretary for collation and the consolidated responses are presented to the NC for review and discussion before making any recommendations to the Board. The performance criteria will not change from year to year unless they are deemed necessary and the Board is able to justify the changes. The key objective of the evaluation exercise is to obtain constructive feedback from each director on the board procedures and processes and the changes which should be made to enhance the effectiveness of the Board. The responses are reviewed by the NC and discussed with Board members for determining areas of improvement.

The NC has decided unanimously, that the Directors will not be evaluated individually, as each member of the Board contributes in different aspects to the success of the Group, and therefore, it would be more appropriate to assess the Board as a whole. Following its review, the NC is of the view that the Board and its Board Committees operate effectively and despite multiple board representations in certain instance, each Director has been adequately contributing to the overall effectiveness and objectives of the Board.

The Board has not engaged any external facilitator in conducting the assessment of the Board's performance. Where relevant, the NC will consider such engagement.

Corporate Governance Report (Cont'd)

REMUNERATION MATTERS

Procedures for Developing Remuneration Policies

Principle 6: The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.

The RC is established and it comprises 3 non-executive directors.

Chairman : Kent Surya
Member : Kuan Cheng Tuck
Member : Charles Loo Cheau Leong (appointed 1 January 2026)

The RC is established for the purposes of ensuring that there is a formal and transparent procedure for fixing the remuneration packages of individual directors and key management personnel. The overriding principle is that no director should be involved in deciding his own remuneration and the level of remuneration should be appropriate to attract, retain and motivate the executive directors to run the Company successfully and ensure that they are fairly rewarded for their individual contributions to overall performance. The RC will work within the principle that the remuneration should be structured so as to link rewards to corporate and individual performance.

The RC has adopted written terms of reference that defines its membership, roles and functions and administration. The duties of the RC are as follows:

(a) to review and recommend to the Board, in consultation with senior management, a framework of remuneration for the Executive Directors, the CEO and key management personnel;

(b) to review the remuneration packages of all managerial staff who are related to any director, CEO and/or substantial shareholder of the Company; and

(c) to oversee the payment of fees to non-executive directors and to ensure, as far as is possible, that the quantum is commensurate with the non-executive directors' contribution to the Board and the Company.

A summary of the RC's activities during FY2025 is shown below:

i) Reviewed and recommended to the Board the annual remuneration (including variable bonus to be granted) of the Executive Directors, the CEO and the key management personnel

ii) Reviewed the remuneration of an employee who is an immediate family member of a Director, the CEO or a substantial shareholder and whose remuneration exceeded S$100,000 for the financial year ended 31 December 2025

iii) Reviewed and recommended to the Board the directors' fee for the financial year ending 31 December 2026

The RC considers all aspects of remuneration (including directors' fees, salaries, allowances, bonuses, benefits in kind and termination payments) and will aim to be fair and avoid rewarding poor performance. The RC also reviews the Company's obligations arising in the event of termination of the Executive Directors, the CEO and key management personnel's contracts of service, to ensure that such contract of service contain fair and reasonable termination clauses.

The RC, has explicit authority within its terms of reference to seek appropriate expert advice in the field of executive compensation outside the Company on remuneration matters where necessary. There being no specific necessity, the RC did not seek the service of an external remuneration consultant in FY2025.

Level and Mix of Remuneration

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the Company, taking into account the strategic objectives of the Company.

The annual reviews of the compensation are carried out by the RC to ensure that the remuneration of the Executive Directors, CEO and key management personnel commensurate with their performance and that of the Company, giving due regard to the financial and commercial health and business needs of the Group. As part of its review, the RC ensures that the Directors, CEO and key management personnel are adequately but not excessively remunerated as compared to industry benchmarks and other comparable companies. The RC also ensures that the Independent and Non-Executive directors are not overly-compensated to the extent that their independence may be compromised.

The remuneration framework of the Executive Directors, CEO and key management personnel comprises mainly a fixed component and a variable component. In developing the framework, the RC has taken into consideration factors, such as the Company's performance, the economic scenario, market practices, the individual's duties and responsibilities and his contribution to the Company. The fixed component is paid in the form of a base salary. The variable component is paid in the form of a bonus, which is linked to Company and individual performance. This is structured to focus on achieving sustainable performance and create value in the short, medium and long term with the interests of shareholders and link rewards to corporate and individual performance, taking into account the strategic objectives and business model of the Group.

Non-executive Directors will be paid a fee for their board services and appointment to board committees, taking into account factors such as their level of contribution to the Board, the effort and time spent, and responsibilities of these Directors. While the remuneration frameworks are not subject to shareholders' approval, the directors' fees for the non-executive directors will be subjected to the approval of shareholders at AGMs.

No Director is involved in deciding his own remuneration. Each of the RC members abstains from deliberation and voting in respect of their own remuneration.

The Company has no share-based compensation scheme or any long-term scheme involving the offer of shares or options in place. Whilst the Company currently does not have a share-based compensation scheme in place, it will consider the establishment of other forms of long-term incentive schemes, as and when appropriate.

The Company had entered into separate Service Agreements with the Executive Directors. The service agreements may be terminated by not less than six months' notice in writing served by either party on the other. The Group is of the view that it is not necessary to incorporate contractual provisions to allow it to reclaim incentive components of remuneration from Executive Directors, CEO and key management personnel in exceptional circumstances of misstatement of financial results, or of misconduct resulting in financial loss to the Group. The Executive Directors owe a fiduciary duty to the Company, and the Company should be able to avail itself to remedies against the Executive Directors in the event of such breach of fiduciary duties. In addition, the Company has in place alternative corporate governance practices described herein, such as the establishment of whistle-blowing policy, rigorous selection criteria of its directors and key management personnel, private discussions between the Independent Directors with the internal and external auditors and the granting of full access to all employees and documents of the Group to the Independent Directors, as checks and balances to prevent the occurrence of such instances.

Corporate Governance Report (Cont'd)

Disclosure on Remuneration

Principle 8: The Company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.

Remuneration of Directors and CEO of the Company

A breakdown of each individual director's and CEO's remuneration paid for the financial year ended 31 December 2025, is as follows:-

Name of Director	Salary & fixed allowance (S$)	Bonus & incentives (S$)	Other Benefits (S$)	Director's Fees [1] (S$)	Total (S$)
Henry Maknawi	493,601	123,000	–	–	616,601
Ratna Maknawi	389,200	104,438	3,961	–	497,599
Albert Maknawi	337,395	75,795	9,103	–	422,293
Kent Surya [1]	–	–	–	59,850	59,850
Kuan Cheng Tuck [1]	–	–	–	63,000	63,000
Darwin Indigo [1][2][4]	–	–	–	40,950	40,950
Charles Loo Cheau Leong [3][5]	–	–	–	–	–

(1) *Directors' fees paid upon approval by shareholders in the 2025 AGM*
(2) *The director's fee for Mr Darwin Indigo was paid to Wilmar International Limited*
(3) *The proposed fee for Mr Charles Loo Cheau Leong, upon approval by shareholders in the 2026 AGM, will be paid to Wilmar International Limited*
(4) *Resigned on 1 January 2026*
(5) *Appointed on 1 January 2026*

Remuneration of Key Management personnel of the Group

The remuneration policy for key management personnel takes into consideration the responsibility and performance of individual personnel. The following table below sets out the remuneration of our key management personnel (who are not Directors and CEO of the Company) for the financial year ended 31 December 2025.

Remuneration Band	Number of Key Management personnel
S$250,000 and below	2

In considering the disclosure of remuneration of the key management personnel of the Company, the Company has regarded the industry conditions in which the company operates as well as the confidential nature of such remuneration. The Company believes that full detailed disclosure of the remuneration of each key management personnel on a name basis as recommended by the Code would be prejudicial to the Company's interests and hamper its ability to retain and nurture the Company's talent pool. The aggregate remuneration of the top key management personnel (who are not Directors or the CEO) for FY2025 is S$353,496. Save as disclosed above, there are no other key management personnel.

There is one employee who is an immediate family member of a Director, the CEO or a substantial shareholder and whose remuneration is in the band of S$200,000 to S$300,000 for the financial year ended 31 December 2025: Mr Eddy Maknawi, who is the brother of both Mr Henry Maknawi and Ms Ratna Maknawi.

The Board is of the opinion that the information as disclosed above would be sufficient for shareholders to have an adequate appreciation of the Company's compensation policies and practices and therefore does not intend to issue a separate remuneration report.

The Company currently does not have any share-based compensation scheme or any long-term incentive scheme involving the offer of shares or options for Executive Directors, CEO and key management personnel. The Company will consider the establishment of other forms of long-term incentive schemes, as and when appropriate.

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

Principle 9: The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the company and its stakeholders.

The Board acknowledges that it is responsible for the governance of risks and the overall internal control framework, but recognises that no cost effective internal control system will preclude all errors and irregularities. A system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can provide only reasonable and not absolute assurance against the occurrence of material errors or poor judgment in decision-making.

The Board is assisted by the Risk Working Group ("RWG") which was formed in FY2012, as part of the Group's efforts to strengthen its risk management processes and framework. The RWG constitutes representatives from different business units in the Company.

The Group has put in place a documentation on its risk profile which summarizes the material risks faced by the Group, the appropriate risk rankings set for the respective risk and the countermeasures in place to manage or mitigate those risks. On an annual basis, the RWG will review the key risks identified, considered the relevance of these risks, identify new risks which may arise and assess the internal controls in place to mitigate such risks. The RWG will also carry out internal risk management exercise and report the findings and action plans to the ARC on an annual basis.

The RWG reviewed and assessed the adequacy and effectiveness of the Group's risk management and internal control systems addressing the Group's financial, operational, compliance and information technology risks.

In addition, through the assistance of internal and external auditors, the ARC reviews and reports to the Board on the adequacy of the Company's system of internal controls and risk management, including financial, operational and compliance and information technology controls and to risk management policies and systems established by the Management. In assessing the effectiveness of internal controls, the ARC ensures that the key objectives are met, material assets are safeguarded and reliable financial information is prepared in compliance with applicable internal policies, laws and regulations.

For FY2025, the Board has received:

(a) assurance from the CEO and CFO that the Group's financial records have been properly maintained and the financial statements give a true and fair view of the Group's operations and finances; and

(b) assurance from the CEO and the key management personnel who are responsible for the Group's risk management and internal control systems that the Group's risk management and internal control systems in place were adequate and effective to address the financial, operational, compliance, and information technology risks in the current scope of the Group's business operations.

Based on the internal control policies and procedures established and maintained by the Group, work performed by the external and internal auditors, as well as reviews performed by the RWG, the Board, with the concurrence of the ARC, is of the opinion that the risk management and internal control systems of the Group, addressing the financial, operational, compliance and information technology risks are adequate and effective as at 31 December 2025.

The Board remains committed to improve the Group's internal controls and will not hesitate to take necessary actions to ensure the adequacy and effectiveness of the Group's internal controls and risk management systems.

Corporate Governance Report (Cont'd)

Audit & Risk Management Committee

Principle 10: The Board has an Audit and Risk Management Committee ("ARC") with written terms of reference which discharges its duties objectively.

The ARC comprises 3 members, all of whom, including the Chairman, are non-executive directors.

Chairman : Kuan Cheng Tuck
Member : Kent Surya
Member : Charles Loo Cheau Leong (appointed 1 January 2026)

The Chairman, Mr Kuan Cheng Tuck, has extensive experience in accounting, business and finance management. The other members of the ARC possess experience in finance and business management.

The Board is of the opinion that the members of the ARC have sufficient financial management expertise and experience in discharging their duties. None of the members of the ARC is a former partner or director of the Company's external or internal auditors.

As a sub-committee of the Board of Directors, the ARC assists the Board in discharging their responsibility to safeguard the Group's assets, maintain adequate accounting records, and develop and maintain effective systems of internal control, with the overall objective of ensuring that our management creates and maintains an effective control environment in the Group. The ARC also reviews and supervises the internal audit functions of the Group.

The ARC provides a channel of communication between the Board, Management and the external auditors on matters relating to audit.

The ARC has adopted written terms of reference defining its membership, administration and duties. The duties and responsibilities of the ARC include:

a) discuss with the external auditors, prior to the commencement of audit, the audit plan which states the nature and scope of the audit;

b) discuss problems and concerns, if any, arising from the interim and final audits and any matters that the external auditors may wish to discuss with the ARC in the absence of the Management;

c) review of interim and full year financial results, including review of the significant financial reporting issues and judgements so as to ensure the integrity of the financial statements of the Company and any formal announcements relating to the Company's financial performance;

d) review at least annually the adequacy and effectiveness of the Company's internal controls and risk management systems;

e) review the assurance from the CEO and CFO on the financial records and financial statements;

f) review the independence and objectivity of the external auditors and make recommendations to the Board on: (i) the proposals to the shareholders on the appointment and removal of external auditors; and (ii) the remuneration and terms of engagement of the external auditors;

g) review the adequacy, effectiveness, independence, scope and results of the external audit and the company's internal audit function;

h) review of interested person transactions (as defined in the Chapter 9 of the Listing Manual of SGX-ST);

i) review the policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated and appropriately followed up on. The company publicly discloses, and clearly communicates to employees, the existence of a whistle-blowing policy and procedures for raising such concerns ; and

j) any other functions that are requested by the Board, as may be required by statute or the Listing Manual.

Apart from the duties listed above, the ARC shall commission and review the findings of internal investigations into matters where there is any suspected fraud or irregularity, or failure of internal controls or infringement of any Singapore law, rule or regulation which has or is likely to have a material impact on the Group's operating results and/or financial position.

In discharging the above duties, the ARC confirms that it has full access to and co-operation from Management and is given full discretion to invite any Director to attend its meetings. In addition, the ARC has also been given reasonable resources to enable it to perform its functions properly.

The Company has implemented a whistle-blowing policy, which serves to encourage and provide a channel to employees to report in good faith and in confidence, concerns about possible improprieties. The objective of such arrangement is to ensure independent investigation of such matters and appropriate follow-up action. Details of the whistle blowing policy, together with the dedicated whistle blowing communication channels (such as emails address and telephone contacts) have been made available to all employees. It has a well-defined process which ensures independent investigation of issues/concerns raised and appropriate follow-up action, and provides assurance that identity of whistleblower is kept confidential and the whistleblower will be protected from reprisal within the limits of the law or victimisation for whistle-blowing in good faith.

The ARC is responsible for oversight and monitoring of whistleblowing and will report to the Board on such matters at the Board meetings.

The ARC also considered the key audit matters (KAMs) reported by the external auditors. The KAMs included those relating to (a) valuation of the biological assets and (b) impairment assessment of the company's cost of investments and other receivables from subsidiaries and the group's non-current non-financial assets. The ARC and the external auditors discussed these two KAMs and other audit matters, their reasons for justifying them as KAMs and the approach they took in their audit of these account balances.

The ARC considered the analytical and assurance work by Management that supports the significant judgements and estimates in the financial statements.

<u>Valuation of biological assets</u>

The Management made certain judgements on the accounting estimates and assumptions used in the valuation of biological assets as disclosed in Note 20 of the financial statements. These were discussed with the Management and the external auditors so as to be satisfied as to relevance of the assumptions applied in the measurement of the fair value of the biological assets. Management also engaged an independent valuer for assistance in measuring the fair value. The ARC was satisfied with the Management's approach and subsequent recognition of biological assets at fair value.

<u>Impairment assessment of the company's cost of investments and other receivables from subsidiaries and the group's non-current non-financial assets</u>

The Management made certain assumption in their assessment of impairment allowance as disclosed in Note 17 and Note 22 to the financial statements. This is supported by forecasted results of the relevant subsidiaries, prepared by the Management and reviewed by the Board. They were discussed with the Management and external auditors. The ARC was satisfied with the Management's approach and assessment that no impairment is required.

The ARC reviews the scope and results of the audit carried out by the external auditors, the cost effectiveness of the audit, and the independence and objectivity of the external auditors. The ARC undertook a review of the independence and objectivity of the external auditors, RSM SG ASSURANCE LLP ("RSM"), through discussions with external auditors, as well as reviewing the non-audit services provided and the fees paid to them. A breakdown of the fees in total for audit and non-audit services is set out on page 79 of this annual report. Based on the review, the ARC is of the opinion that RSM is independent for the purpose of the Group's statutory audit. In reviewing the nomination of RSM for re-appointment for the financial year ending 31 December 2026, the ARC has considered the adequacy of resources, experience and competence of RSM, and has taken into account the Accounting and Corporate Regulatory Authority's (ACRA) Audit Quality indicators Framework relating to RSM at the firm level and on the audit engagement level. Consideration was also given to the experience of the engagement partner and key team members in handling the audit. On the basis of the above, the ARC is satisfied with the standard and quality of work performed by RSM. It has recommended to the Board the nomination of RSM for reappointment as external auditors at the forthcoming AGM of the Company.

Corporate Governance Report (Cont'd)

The Company has complied with Rules 712, 715 and 716 of the Listing Manual issued by Singapore Exchange Securities Trading Limited in relation to the appointment of its external auditors.

The ARC is aware that internal audit function is essential to assist in obtaining the assurance it requires regarding the effectiveness of the system of internal control.

The Company currently has an in-house internal audit department for reviewing and implementing appropriate internal accounting controls, risk management and good corporate governance. The internal auditor ("IA") is guided by the International Standards for the Professional Practice of Internal Auditing (IIA Standards) issued by the Institute of Internal Auditors. The IA reports directly to the ARC.

The Company has not engaged external parties to provide internal audit or consulting services as the independent internal audit function is carried out in-house. The position of Head of Internal Audit is currently vacant. Notwithstanding this, the internal audit function remains adequately resourced and is led by senior personnel, with team members possessing the relevant qualifications, experience, and competencies to perform their duties effectively. The Company continues to actively recruit a suitably qualified and experienced candidate for the Head of Internal Audit role, and ongoing training and development programmes are in place to ensure the adequacy of technical knowledge and skills within the internal audit team.

The ARC reviews and approves the internal audit scope and plan to ensure that there is sufficient coverage of the Group's activities. The internal control weaknesses identified during the internal audit reviews, the recommended corrective actions and Management's responses are reported to the ARC on a quarterly basis.

The ARC has assessed the adequacy, effectiveness and independence of the IA and is satisfied that the IA is independent, effective and adequately resourced.

A summary of the ARC's activities during FY2025 is shown below:

i) Reviewed the Group's financial performance, internal and external audit reports.

ii) Reviewed with the Management and the external auditors, the financial results of the Group before submitting them to the Board for its approval and announcement of the financial results.

iii) Conducted an annual review of the volume of non-audit services provided by the external auditors to ensure that the nature and extent of such services will not prejudice the independence and objectivity of the auditors before recommending their re-nomination to the Board. A breakdown of the fees in total for audit and non-audit services is set out in the Note 12 to the Financial Statements on page 79 of this annual report. The ARC is satisfied with their independence and has recommended the re-appointment of the external auditors at the forthcoming Annual General Meeting of the Company.

iv) Reviewed the adequacy of the resources, experience of the external auditors and of the audit engagement partner assigned to the audit. The ARC is satisfied that the external auditors are able to meet their audit obligations.

v) The ARC met with the internal auditors and the external auditors, without the presence of Management.

vi) The external auditors updated the ARC on changes and updates to the accounting standards, and other issues which might have a direct impact on the financial statements of the Group.

SHAREHOLDER RIGHTS AND ENGAGEMENT

Shareholder Rights and Conduct of General Meetings

Principle 11: The company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the company. The company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

The Company's corporate governance practices promote fair and equitable treatment of all shareholders. To facilitate shareholders' ownership rights, the Company ensures that all material information is disclosed on a comprehensive and timely basis via SGXNET and the Company's website, especially information pertaining to the Group's business development and financial performance which could have a material impact on the share price of the Company, so as to enable shareholders to make informed decisions in respect of their investments in the Company.

Shareholders are informed of general meetings through notices published in the newspaper and the Company's announcements and press releases via SGXNET as well as through reports and circulars sent to all shareholders. They are given the opportunity to participate effectively and vote at general meetings of the Company. All shareholders are entitled to vote in accordance with the established voting rules and procedures. The Company conducted poll voting for all resolutions tabled at the general meetings. The rules, including the voting process, were explained by the scrutineers at such general meetings.

The Constitution of the Company allows each shareholder to appoint up to two proxies to attend general meetings. Under the Companies Act 1967, a member who is defined as a "relevant intermediary" may appoint more than 2 proxies to attend and participate in general meetings. Relevant intermediary includes corporations holding licenses in providing nominee and custodial services and CPF Board which purchases shares on behalf of the CPF investors.

The Company's annual report which gives shareholders a balanced and understandable assessment of its performance, position and prospects, is available on its corporate website. The notice is also published in the local newspaper and made available on the SGXNET and the Company's website. Participation of shareholders is encouraged at the Company's general meetings. Resolutions tabled at general meetings are on each substantially separate issue. Each item of special business included in the notice of meeting will be accompanied by the relevant explanatory notes. This is to enable the shareholders to understand the nature and effect of the proposed resolutions.

To facilitate voting by shareholders, the Company's Constitution allows shareholders to appoint up to two proxies to attend and vote at the same general meeting. The Board of Directors (including the Chairman of the respective Board committees), Management, as well as the external auditors will attend the Company's Annual General Meeting to address any questions that shareholders may have. The attendance of the Directors at the last AGM is set out under Principle 1 of this report.

The Board is of the view that absentia voting at general meeting may only be possible following careful study to ensure that the integrity of the information and the authentication of the identify of shareholders through the web is not compromised.

The Company will be conducting the 2026 AGM in a wholly physical format. Further information is set out in the notice of the AGM dated 08 April 2026.

Substantial and relevant comments or queries from shareholders relating to the agenda of the AGM together with responses from the Board and the Management will be prepared by the Company.

The minutes of all general meetings are posted on the Company's corporate website as soon as practicable. The minutes include comments and questions received from shareholders, together with responses from the Board and the Management, as well as details of the proceedings. For the AGM of the Company held on 25 April 2025, the Company had published the minutes of the AGM on its corporate website and the SGXNET within one month from the conclusion of the AGM.

All resolutions at general meetings of the Company will be put to vote by poll so as to better reflect shareholders' shareholding interest and ensure greater transparency. The results of the poll voting on each resolution tabled will be announced after the general meetings via SGXNET and the Company's website.

Corporate Governance Report (Cont'd)

The Company does not have a fixed dividend policy at present. The frequency and amount of dividends declared each year will take into consideration the Group's profit growth, cash position, projected capital requirements for business growth and other factors as the Board may deem appropriate. The Board of Directors has proposed a final tax exempt (one-tier) dividend of SGD 0.015 per ordinary share for FY2025, subject to the approval of shareholders at the forthcoming 2026 AGM.

Engagement with Shareholders

Principle 12: The Company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the company.

The Company endeavours to communicate regularly, effectively and fairly with its shareholders. Timely, as well as, detailed disclosure is made to the public in compliance with SGX-ST guidelines. The Company does not practise selective disclosure. All price sensitive information is announced on the SGXNET on a timely basis.

Financial results are published via SGXNET and are usually followed by a news release. Price sensitive information is first publicly released, either before the Company meets with any group of investors or analysts or simultaneously with such meetings. Financial results are announced or issued within the mandatory period and are available on the Company's website. The Company does not practise selective disclosure.

Shareholders are encouraged to attend and raise questions to the directors at the Company's general meetings. At these meetings, shareholders are given the opportunity to express their views and raise issues either formally or informally. These meetings provide opportunities for the Board to engage with shareholders and solicit their feedback.

The Company's website at http://www.kencanaagri.com is also another channel to solicit and understand the views of the shareholders.

Engagement with Stakeholders

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the company are served.

The Board considers ongoing stakeholder engagement as an important activity to develop effective management strategies and pursue sustainable business practices. The Company's approach to stakeholder engagement is to ensure that it has a good understanding of the key stakeholders' concern and expectation, and develop practical and responsive sustainability strategies. In its pursuit of sustainable business practices, the Group has regularly engaged its stakeholders in the implementation of various initiatives and programs that ensure the sustainability of its business, the environment, and society.

The stakeholders have been identified as entities or individuals who are either directly or indirectly involved in the Group's business, have specific interests in the Group and may be significantly impacted by how the Group operates. The key stakeholders include the shareholders, customers, employees, non-governmental organizations, industry groups, and government agencies. The Company identifies and prioritizes issues based on the impact of its business on stakeholders or the potential impact on its business from stakeholders' view and action.

Having identified the stakeholders and the material issues, the Company has provided the necessary guidance on the key areas of focus and the prioritisation of resources for the various sustainability initiatives.

In 2025, Kencana Agri continued its commitment to supporting local communities through a range of social initiatives. Through Kencana Produktif, we contributed to Indonesia's national food security agenda and supported community infrastructure, including the maintenance of village roads and provision of employee food resilience programmes. Kencana Berprestasi extended educational support through teacher honoraria and scholarships for students in surrounding villages, while Kencana Berbudaya strengthened community bonds through cultural sponsorships, religious engagement, and interfaith activities that respect the diversity of the regions in which we operate.

More details on these are available on the 2025 Sustainability Report. The Company will also make available all media releases, financial results, annual reports, SGXNET announcements and other corporate information relating to the Group in the "Investor Relations" section of its corporate website http://www.kencanaagri.com.

DEALING IN SECURITIES

The Company has devised and adopted its own internal Code of Conduct on dealing in the securities of the Company (the "Code"). This code will provide guidance to the Group's directors and employees on their dealings in its securities. The key guidelines are:

- Directors and key officers are prohibited from trading in the Company's securities during the period commencing one month ("prohibition period") before the announcement of the Company's half year and full year financial statements and the prohibition ends on the day of the results announcement. If the Company announces quarterly financial statements, the prohibition period will commence two weeks before the announcement of the Company's financial statements for each of the first three quarters; and one month before the announcement of the Company's full year financial statement and prohibition period shall end on the day of the results announcement.
- Directors and key officers should not deal in the Company's securities on short-term consideration.
- Directors and key officers are required to observe the insider trading laws under the Securities and Futures Act 2001 at all times even when engaging in dealings of securities within the non-prohibitory periods. To enable the Company to monitor such share transactions, Directors and key officers are required to report to the Company whenever they deal in the Company's securities.

The Company has complied with the Code for the financial year ended 31 December 2025.

INTERESTED PERSON TRANSACTIONS

The Company has adopted internal guidelines in respect of any transactions with interested persons and has set out the procedures for review and approval of the Company's interested person transactions. The main objective is to ensure that all interested person transactions are conducted on arm's length basis and on normal commercial terms and will not be prejudicial to the interests of our shareholders.

The Company monitors all its interested person transactions closely and all interested person transactions are subject to review by the ARC on a quarterly basis.

The aggregate value of interested person transactions for the financial year ended 31 December 2025 is as follows:-

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the period under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000)
		FY 2025 US$'000	FY 2025 US$'000
Wilmar Group[(1)] (Sales)	Controlling shareholder	-	20,553
PT Berkat Wahana Sukses[(2)] (Services received)	Associate of Maknawi family	-	2,668

[(1)] *In respect of transactions conducted pursuant to General Mandate for transactions with Wilmar Group.*
[(2)] *In respect of transactions conducted pursuant to Specific Mandate for transactions with PT Berkat Wahana Sukses. The Specific Mandate was obtained at the EGM held on 26 April 2024 and will expire on 30 April 2029.*

Save as disclosed above, pursuant to Rule 1207(8) of the Listing Manual of the SGX-ST, there was no material contract involving the interests of any director or controlling shareholder entered into by the Company or any of its subsidiaries, either still subsisting at the end of the financial year or if not then subsisting, which was entered into since the end of the previous financial year.

Corporate Governance Report (Cont'd)

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION

Pursuant to Rule 720(6) of the SGX-ST Listing Manual, the information as set out in Appendix 7.4.1 to the SGX-ST Listing Manual relating to Mr Henry Maknawi, Mr Albert Maknawi and Mr Charles Loo Cheau Leong, being the Directors who are retiring in accordance with the Company's Constitution at the forthcoming AGM, is set out below:

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Date of Appointment	30 May 2008	7 October 2020	1 January 2026
Date of last re-appointment (if applicable)	26 April 2024	26 April 2024	–
Age	71	45	52
Country of principal Residence	Indonesia	Indonesia	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	The NC has recommended and the Board has agreed for Mr Henry Maknawi to retire and seek re-election at the forthcoming AGM.	The NC has recommended and the Board has agreed for Mr Albert Maknawi to retire and seek re-election at the forthcoming AGM.	The NC has recommended and the Board has agreed for Mr Charles Loo Cheau Leong to retire and seek re-election at the forthcoming AGM.
Whether appointment is executive, and if so, the area of responsibility	Executive, responsible for the overall business strategies, policies and overall operating activities including strategic planning of the Group.	Executive, responsible for the overall business strategies, policies and overall operating activities including strategic planning of the Group.	Non-Executive
Job Title (e.g. Lead ID, ARC Chairman, ARC Member etc.)	• Member, Nominating Committee	–	• Member, Audit and Risk Management Committee • Member Remuneration Committee
Professional Qualifications	Nil	Nil	• Chartered Accountant - The Institute of Singapore Chartered Accountant
Working experience and occupation(s) during the past 10 years	• Executive Director and Chairman of Kencana Agri Limited • Director of PT Kencana Energi Lestari Tbk • Director of PT Mega Investindo	• Executive Director and Chief Executive Officer of Kencana Agri Limited • Director of PT Sawit Permai Lestari • Director of PT Wira Palm Mandiri • Director of PT Mentari Bangun Persada • Director of Citra Megah Kencana • Director of Global Eastern Capital Pte. Ltd. • Director of PT Bumi Permai Sentosa • Director of Sawindo Agri Pte. Ltd. • Director of Enco Power Pte. Ltd. • Director of LDC Kencana Trading Pte. Ltd. • Director of Kencana LDC Pte. Ltd. • Director of PT Cahaya Permata Gemilang • Director of PT Listrindo Kencana • Director of PT Belitung Energy	• Non-Executive and NonIndependent Director of Kencana Agri Limited • Deputy Chief Operating Officer and Chief Financial Officer of Wilmar International Limited
Shareholding interest in the listed issuer and its subsidiaries	1,774,970 shares	2,561,380 shares held in the name of DBS Nominees Pte Ltd	Nil

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Father of Albert Maknawi (Executive Director and Chief Executive Officer) Brother of Ratna Maknawi (Executive Vice-Chairman)	Son of Henry Maknawi (Executive Chairman) Nephew of Ratna Maknawi (Executive Vice-Chairman)	Nil
Conflict of interest (including any competing business)	Nil	Nil	Nominee of Newbloom Pte Ltd (Subsidiary of Wilmar International Limited)
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes
Other Principal Commitments including Directorships • Past (for the last 5 years)	Directorships Nil	Directorships • Enco Power Pte. Ltd. • Global Eastern Capital Pte. Ltd.	Directorships • Three-A Resources Berhad • Vietnam Agribusiness Marketing Co., Ltd. • Wilmar (IM) Investments Pte. Ltd. • Olenex Holdings B.V. • Cosumar S.A. • Wilmar Yihai Flour Investments Pte. Ltd. • Wilmar Great Ocean Investment Pte Ltd • WCL Holdings Limited • Wilmar Fujian Investments Pte Ltd • Wilmar Golden Sea Investment Pte Ltd • Wilmar China Holdings Limited • Kerry Oils & Grains (China) Private Limited • Wilmar China Northeast Investments Pte. Ltd. • Wilmar Africa Resources Pte. Ltd. • Wilmar PZ International Pte. Ltd. • Wilmar China Investments (Yihai) Pte. Ltd. • Wilmar China Investments Pte Ltd • Wilmar Yihai China Holdings Pte. Ltd. • Wilmar Yihai Investments Pte. Ltd. • Tradesound Investments Limited • Bangladesh Edible Oil Limited • Shun Yi Holdings Limited • Unity Wilmar Food (Private) Limited • Unity Wilmar Packages (Private) Limited • Watawala Plantations PLC • İSTANBUL AGRO TRADE ULUSLARARASI NAKLİYAT ANONİM ŞİRKETİ • Irving Investments Ltd • Kerry (New Zealand) Limited • Profit Shiner Limited • Sasa Shipping Co Pte. Ltd.

Corporate Governance Report (Cont'd)

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Other Principal Commitments including Directorships			
• Past (for the last 5 years)			Directorships • Leverian Holdings Pte Ltd • Wilmar Chocolate Pte. Ltd. • Wilmar Sugar America Inc.
• Present	Directorships • Kencana Holdings Pte. Ltd. • PT Kencana Energi Lestari Tbk • PT Mega Investindo	Directorships • PT Sawit Permai Lestari • PT Wira Palm Mandiri • PT Mentari Bangun Persada • PT Citra Megah Kencana • PT Bumi Permai Sentosa • Sawindo Agri Pte. Ltd. • PT Belitung Energy	Directorships • Wilmar Agro Vietnam Company Limited • Wilmar Marketing CLV Company Limited • Josovina Ltd • Wilmar Tea Pte. Ltd. • Wilmar Trading (Thailand) Co., Ltd. • Wilmar-Delta Holdings Pte. Ltd. • Delmar Pte. Ltd. • Sona Oils Pte. Ltd. • Kenspot International Pte Ltd • Wilmar China New Investments Pte. Ltd. • Wilmar Consultancy Services Pte. Ltd. • Wilmar Trading (Asia) Pte. Ltd. • Wilmar Trading (China) Pte. Ltd. • WCP Investments Pte. Ltd. • Wii Pte. Ltd. • Equatorial Africa Pte. Ltd. • Wilmar Africa Investments Pte. Ltd. • Wilmar Tanzania Pte. Ltd. • African Oil Palm Limited • Wilmar GF Singapore Holdings Pte. Ltd. • Wilmar Trading Pte Ltd • Wilmar Sugar and Energy Pte. Ltd. • Wilmar Sugar Pte. Ltd. • Wilmar Sugar Australia Limited • Wilmar Sugar SA • Alfa Trading Limited • Wilmar Agri Trading DMCC • Shree Renuka Sugars Limited • Wilmar Sugar Americas Trading Pte. Ltd. • Josovina Commodities Pte Ltd • Yihai Kerry-Hyseas Trading Pte. Ltd. • Wilmar Sugar USA Inc. • Wilmar Sugar Americas, S. de R.L. de C.V. • PT Sinar Meadow International Indonesia • CK Investment Holdings Pte. Ltd. • MWK II Inc. • SR Amando Holdings Ltd • Trans Capricorn Commodities Limited • Wilmar Trading (Mauritius) Limited • African Tank Terminals Limited • Maputo Liquids Storage Company, LDA • Global Oils Limitada • Global Plantations Limited • Olivine Holdings (Private) Limited

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Other Principal Commitments including Directorships			
• Present			Directorships • Olivine Industries (Private) Limited • Surface Wilmar (Private) Limited • Agri Park Investments Pte. Ltd. • Wilmar Europe Holdings B.V. • Wilmar Oleo North America LLC • Wilmar Oils & Fats (Stockton), LLC • Pyramid Wilmar Plantations (Private) Limited • Sunshine Wilmar (Private) Limited • Wilmar Rice Trading Pte. Ltd. • Maputo Liquids Storage Company, LDA • Global Oils Limitada • Ghana Specialty Fats Industries Limited • Wilmar Sugar (Myanmar) Holdings Pte. Ltd. • Wilmar Sugar (Myanmar) Limited • WILMAR PAKISTAN HOLDINGS PTE. LTD. • WCA Pte. Ltd. • Wilmar China (Bermuda) Limited • Piermont Holdings Limited • Wilmar Distribution (Hong Kong) Limited • Grand Silver International Limited • Grand Silver (Lanshan) Limited • Wilmar China Limited • Wilmar Trading (Hong Kong) Limited • Wilmar GBS Sdn. Bhd. • Kerry Oils & Grains (China) Limited • Lassiter Limited • Novel Epoch Enterprises Inc. • Lumos Djibouti FZE • Rwanda Investments Pte. Ltd. • Skye Africa Investments Pte. Ltd. • Wilmar Ethiopia Holdings Pte. Ltd. • Lence Pte. Ltd. • Adina Shipping Co Pte. Ltd. • Adriana Shipping Co Pte. Ltd. • Alexa Shipping Co Pte. Ltd. • Angelina Shipping Co Pte. Ltd. • Audrey Shipping Co Pte. Ltd. • Belinda Shipping Co Pte. Ltd. • Bernice Shipping Co Pte. Ltd. • Bonnie Shipping Co Pte. Ltd. • Brianna Shipping Co Pte. Ltd. • Carolina Shipping Co Pte. Ltd. • Celina Shipping Co Pte. Ltd. • Claire Shipping Co Pte. Ltd. • Clara Shipping Co Pte. Ltd. • Cosmos Maritime Pte. Ltd. • Daisy Shipping Co Pte. Ltd. • Dara Shipping Co Pte. Ltd. • Davina Shipping Co Pte. Ltd. • Doris Shipping Co Pte. Ltd.

Corporate Governance Report (Cont'd)

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Other Principal Commitments including Directorships • Present			Directorships • Dorothy Shipping Co Pte. Ltd. • Edna Shipping Co Pte. Ltd. • Elena Shipping Co Pte. Ltd. • Ella Shipping Co Pte. Ltd. • Emily Shipping Co Pte. Ltd. • Emma Shipping Co Pte. Ltd. • Felicia Shipping Co Pte. Ltd. • Fiona Shipping Co Pte. Ltd. • Freya Shipping Co Pte. Ltd. • Gina Shipping Co Pte. Ltd. • Gloria Shipping Co Pte. Ltd. • Gold River Pte. Ltd. • Haley Shipping Co Pte. Ltd. • Halona Shipping Co Pte. Ltd. • Isabel Shipping Co Pte. Ltd. • Isabella Shipping Co Pte. Ltd. • Ivana Shipping Co Pte. Ltd. • Jaida Shipping Co Pte. Ltd. • Janelle Shipping Co Pte. Ltd. • Janice Shipping Co Pte. Ltd. • Jasmine Shipping Co Pte. Ltd. • Jessica Shipping Co Pte. Ltd. • Jessie Shipping Co Pte. Ltd. • Jolie Shipping Co. Pte. Ltd. • Juliana Shipping Co Pte. Ltd. • Kordelia Shipping Co Pte. Ltd. • Liliana Shipping Co Pte. Ltd. • Lily Shipping Co Pte. Ltd. • Lisa Shipping Co. Pte Ltd • Lydia Shipping Co Pte. Ltd. • Lyna Shipping Co Pte. Ltd. • Madelyn Shipping Co Pte. Ltd. • Majesta Shipping Co Pte. Ltd. • Mandy Shipping Co Pte. Ltd. • Marianna Shipping Co Pte. Ltd. • Marino Shipping Co Pte. Ltd. • Megan Shipping Co Pte. Ltd. • Mia Shipping Co Pte. Ltd. • Mila Shipping Co Pte. Ltd. • Monalisa Shipping Co Pte Ltd • Natalie Shipping Co Pte. Ltd. • Nelina Shipping Co Pte. Ltd. • Oriana Shipping Co Pte. Ltd. • Patricia Shipping Co Pte. Ltd. • PT Tirta Arung Intiniaga • Quinn Shipping Co Pte. Ltd. • Rachael Shipping Co Pte. Ltd. • Rafferty Shipping Co Pte. Ltd. • Raffles Shipping International Pte. Ltd. • Rayna Shipping Co Pte. Ltd. • Rebekah Shipping Co Pte. Ltd. • Renny Shipping Co Pte. Ltd. • Richelle Shipping Co Pte. Ltd. • Riley Shipping Co Pte. Ltd. • Rina Shipping Co Pte. Ltd. • Roderica Shipping Co Pte. Ltd. • Rosemary Shipping Co Pte. Ltd. • Ruby Shipping Co Pte. Ltd. • Samantha Shipping Co Pte. Ltd. • Serena Shipping Co Pte. Ltd. • Sofia Shipping Co Pte. Ltd. • Sophia Shipping Co Pte. Ltd. • Stacy Shipping Co Pte. Ltd. • Tanisha Shipping Co Pte. Ltd.

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Other Principal Commitments including Directorships • Present			Directorships • Valerie Shipping Co Pte. Ltd. • Venus Bulk Shipping Pte. Ltd. • Willa Shipping Co Pte. Ltd. • Wilmar Ship Holdings Pte. Ltd. • Wilmar Shipping (Mauritius) Limited • Mixbury Holdings Limited • Wilmar Plantations Limited • Larnia Pte Ltd • Newbloom Pte. Ltd. • Global Plantations Limited • WONA Inc. • WIL Holdings GmbH • Wilmar Oleo Quimicos, S. de R.L. de C.V • KOG Investments Pte Ltd • Richemont Pte. Ltd. • Risicare Pte. Ltd. • Siteki Investments Pte Ltd • Nauvu Investments Pte. Ltd. • Wilmar Sugar Philippines Inc. • Wilmar Investment Holdings Pte. Ltd. • Wilmar Shwe Investments Pte. Ltd. • Wilport Holdings Pte. Ltd. • Wilmar Myanmar Limited • Wilmar Myanmar Flour Mills Limited • Wilmar Myanmar Riceland Limited • PGEO Group Sdn. Bhd. • Dubois-Natural Esters Sdn. Bhd. • Natural Oleochemicals Sdn. Bhd. • Wilmar Myanmar Port Terminals (Thilawa) Limited • Wilmar Myanmar Logistics Limited • Wilmar Trading (Australia) Pty Ltd • Wilmar Switzerland SARL • Wilmar Edible Oils Philippines, Inc • Alam Palm Plantations Sdn. Bhd. • Hibumas Sdn. Bhd. • Jebawang Sdn. Bhd. • Kaminsky Sdn. Bhd. • Kiabau Plantations Sdn. Bhd. • Ribubonus Sdn. Bhd. • Sabahmas Plantations Sdn. Bhd. • Sapi Plantations Sdn. Bhd. • Saremas Sdn. Bhd. • Segarmas Plantations Sdn. Bhd. • Sekar Imej Sdn. Bhd. • Sri Kamusan Sdn. Bhd. • Suburmas Plantations Sdn. Bhd. • Origin of Tea (Shanghai) Co., Ltd. • OPUL Sango Bay Limited • Etalon, JSC • Shandong Luhua Group Co., Ltd • Wilmar SA (Pty) Ltd • Wilmar Processing SA (Pty) Ltd • AWL Agri Holdings Pte. Ltd. • Leverian Holdings Pte. Ltd.

Corporate Governance Report (Cont'd)

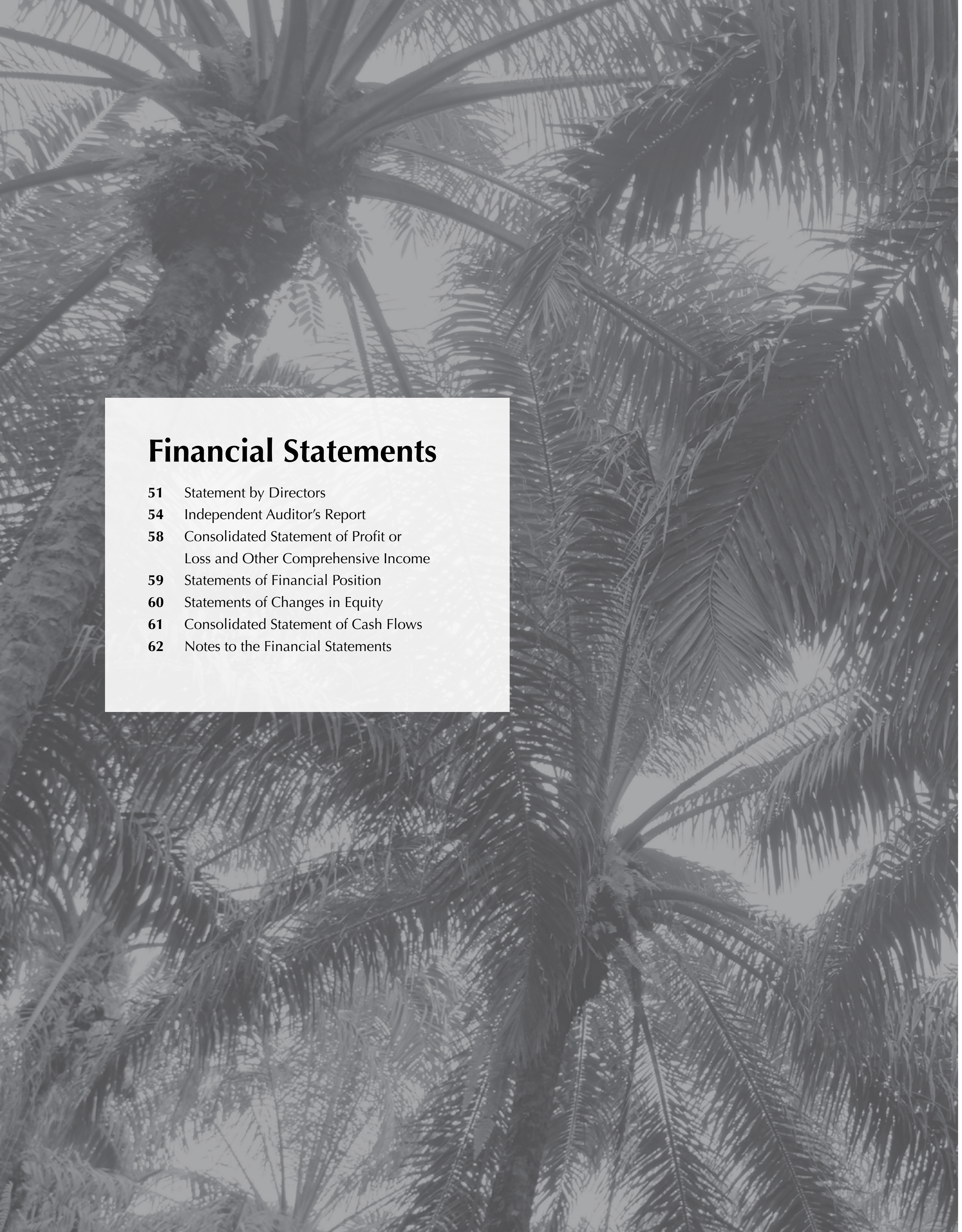
Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Other Principal Commitments including Directorships • Present			Directorships • Wilmaco • Wilmar Australia Holdings Pty Limited • Wilmar Sugar Australia Trading Pty. Ltd. • Wilmar Sugar Pty Ltd • Sethal Holdings Limited • East African Storage Company Limited • African Bulk Commodities Limited • Bidco Uganda Limited • Oil Palm Uganda Limited • Oil Palm Buvuma Limited
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No	No

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No

Corporate Governance Report (Cont'd)

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :- i. any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or ii. any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or iii. any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or iv. any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No	No
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No

Name of Director	Mr Henry Maknawi	Mr Albert Maknawi	Mr Charles Loo Cheau Leong
Any prior experience as a director of a listed Company? If yes, please provide details of prior experience. If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange. Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable).	Yes Mr Henry Maknawi is currently a director of Kencana Agri Limited and PT Kencana Energi Lestari Tbk.	Yes Mr Albert Maknawi is currently a director of Kencana Agri Limited and president commissioner of PT Kencana Energi Lestari Tbk.	No The Company will make arrangements for Mr Charles Loo Cheau Leong to undergo relevant training.



Financial Statements

Statement by Directors

The directors of the company are pleased to present the accompanying audited financial statements of the company and of the group for the reporting year ended 31 December 2025.

1. Opinion of the directors

In the opinion of the directors,

(a) the accompanying financial statements and the consolidated financial statements are drawn up so as to give a true and fair view of the financial position and performance of the company and, of the financial position and performance of the group for the reporting year covered by the financial statements or consolidated financial statements; and

(b) at the date of the statement, there are reasonable grounds to believe that the company will be able to pay its debts as and when they fall due.

The board of directors approved and authorised these financial statements for issue.

2. Directors

The directors of the company in office at the date of this statement are:

Henry Maknawi
Ratna Maknawi
Albert Maknawi
Charles Loo Cheau Leong (Appointed on 1 January 2026)
Kuan Cheng Tuck
Kent Surya

3. Directors' interests in shares and debentures

The directors of the company holding office at the end of the reporting year had no interests in shares in or debentures of the company or other related body corporate as recorded in the register of directors' shareholdings kept by the company under section 164 of the Companies Act 1967 (the "Act") except as follows:

Name of directors and companies in which interests are held	At beginning of the reporting year	At end of the reporting year	At beginning of the reporting year	At end of the reporting year
	Number of shares of no par value			
	Direct interest		Deemed interest	
Kencana Holdings Pte. Ltd.				
(The ultimate parent company)				
Henry Maknawi	31,056,776	31,056,776	–	–
Ratna Maknawi	5,172,551	5,172,551	135,932	135,932
Albert Maknawi	2,103,362	2,103,362	–	–
Kencana Agri Limited				
(The company)				
Henry Maknawi	1,774,970	1,774,970	152,555,224	152,555,224
Ratna Maknawi	–	–	1,416,530	1,416,530
Albert Maknawi	–	–	2,561,380	2,561,380
Kent Surya	209,360	209,360	–	–

The directors' interests as at 21 January 2026 were the same as those at the end of the reporting year.

Statement by Directors (Cont'd)

4. Arrangements to enable directors to acquire benefits by means of the acquisition of shares and debentures

Neither at the end of the reporting year nor at any time during the reporting year did there subsist arrangements to which the company is a party, being arrangements whose objects are, or one of whose objects is, to enable directors of the company to acquire benefits by means of the acquisition of shares in or debentures of the company or any other body corporate.

5. Options

During the reporting year, no option to take up unissued shares of the company or other body corporate in the group was granted.

During the reporting year, there were no shares issued by virtue of the exercise of an option to take up unissued shares.

At the end of the reporting year, there were no unissued shares under option.

6. Independent auditor

RSM SG Assurance LLP has expressed willingness to accept re-appointment.

7. Report of audit and risk management committee

The members of the audit and risk management committee at the date of this report are as follows:

Kuan Cheng Tuck	(Chairman of audit and risk management committee and Lead Independent Director)
Kent Surya	(Independent Director)
Charles Loo Cheau Leong	(Non Independent Director)

The audit and risk management committee performs the functions specified by section 201B (5) of the Act. Among other functions, it performed the following:

- Reviewed with the independent external auditor their audit plan.
- Reviewed with the independent external auditor their evaluation of the company's internal accounting controls relevant to their statutory audit, and their report on the financial statements and the assistance given by management to them.
- Reviewed with the internal auditor the scope and results of the internal audit procedures (including those relating to financial, operational and compliance controls and risk management) and the assistance given by the management to the internal auditor.
- Reviewed the financial statements of the group and the company prior to their submission to the directors of the company for adoption.
- Reviewed the interested person transactions (as defined in Chapter 9 of the Singapore Exchange Securities Trading Limited's Listing Manual).

7. Report of audit and risk management committee (cont'd)

Other functions performed by the audit and risk management committee are described in the report on corporate governance included in the annual report of the company. It also includes an explanation of how independent auditor objectivity and independence is safeguarded where the independent auditor provides non-audit services.

The audit and risk management committee has recommended to the board of directors that the independent auditor, RSM SG Assurance LLP, be nominated for re-appointment as the independent auditor at the next annual general meeting of the company.

On behalf of the directors

....	....
Henry Maknawi	**Ratna Maknawi**
Director	Director

06 April 2026

Independent Auditor's Report

to the Members of KENCANA AGRI LIMITED

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of Kencana Agri Limited (the "company") and its subsidiaries (the "group"), which comprise the consolidated statement of financial position of the group and the statement of financial position of the company as at 31 December 2025, and the consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the group, and statement of changes in equity of the company for the reporting year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements of the group and the statement of financial position and statement of changes in equity of the company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS (I)") so as to give a true and fair view of the consolidated financial position of the group and the financial position of the company as at 31 December 2025 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the group and the changes in equity of the company for the reporting year ended on that date.

Basis for opinion

We conducted our audit in accordance with Singapore Standards on Auditing (SSAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (ACRA Code), as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in Singapore. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters ("KAMs") are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current reporting year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Valuation of biological assets:

Please refer to Note 2A on accounting policies; Note 2B on judgements, assumptions and estimation uncertainties; and Note 20 on biological assets and the annual report on the section on the audit and risk management committee's views and responses to the reported KAMs.

SFRS(I) 1-41 requires that the produce growing on bearer plants (un-harvested fresh fruit bunches or "FFB") to be measured at fair value less costs to sell at the point of harvest.

We focused on the valuation of biological assets as the fair value measurement requires the use of significant accounting estimates, assumptions and judgement by management as well as their agronomist. Significant components of fair value measurement were determined using assumptions and estimates such as the yield of oil palm trees, annual discount rate and projected selling prices of FFB. Any changes in fair values of these biological assets might significantly affect the group's profit and carrying value of the biological assets. The independent external valuation report has highlighted estimation uncertainty arising from current economic conditions and, consequently, that a higher degree of caution should be exercised when relying upon the valuation. The valuation is based on the information available as at the date of valuation.

Key audit matters (cont'd)

Valuation of biological assets: (cont'd)

Our audit procedures and the audit procedures of the component auditors on biological assets included site visits and substantive testing of management's projections against underlying documentation. Management engaged an independent external valuer to perform the valuation exercise on the biological assets. With the assistance of our internal valuation specialist, we assessed the capabilities, objectivity and competence of the independent external valuer. We considered the assumptions in the input data made by management and the independent external valuer through discussions with management and comparisons to industry peers. We compared operational assumptions such as projected FFB yield and cost of production against historical data to assess the reasonableness. We considered the robustness of management's budgeting process by comparing actual results versus previously forecasted figures.

We also assessed the adequacy of the disclosures included in the financial statements.

Impairment assessment of the company's cost of investments and other receivables from subsidiaries and the group's non-current non-financial assets:

Please refer to Note 2A on accounting policies; Note 2B on judgements, assumptions and estimation uncertainties; Note 17 and Note 22 on the company's cost of investments and other receivables from subsidiaries and the annual report on the section on the audit and risk management committee's views and responses to the reported KAMs.

The carrying amount of the cost of investments and other receivables from subsidiaries amounted to US$31,367,000 and US$34,231,000, respectively, which total accounted for 99% of the company's total assets as at the end of the reporting year. The two subsidiaries of the company that own the group's Indonesian palm oil plantation business are Kencana Plantations Pte Ltd ("KP") and Sawindo Agri Pte Ltd ("SA"). The KP subgroup and SA subgroups' palm oil plantation estates are individually identified as single Cash Generating Units ("CGU") for impairment testing. Management's assessment of impairment allowance is significant as the recoverable amount of the CGU is measured by value-in-use method which is complex, judgmental and subjective, particularly given the changes in market and economic conditions. Management's cash flow model estimates the relevant future cash flows which are expected to be generated in the future and are discounted to the present value by using a discount rate approximating the weighted cost of capital in the industry. The estimation of future cash flows requires the use of a number of significant operational and predictive assumptions, such as FFB yield rates, extraction rates, projected selling prices, capital expenditure and discount rate amongst others.

The recoverable amounts of the CGUs were also used for the purpose of management's impairment assessment of the group's non-current non-financial assets comprising primarily of property, plant and equipment, bearer plants and land use rights.

Our audit procedures included the review of the discounted cash flow model to assess the appropriateness of the methodology employed by management, comparing the operational assumptions against historical data and trend to assess their reasonableness, evaluation of the reasonableness of the key assumptions used in the impairment analysis, in particular the inflation rate, projected selling prices and the discount rate used in light of the economic and market conditions. We engaged the assistance of our internal valuation specialist to assess the reasonableness of the key predictive assumptions to measure the recoverable amounts. We also assessed the adequacy of the disclosures included in the financial statements.

Independent Auditor's Report (Cont'd)

to the Members of KENCANA AGRI LIMITED

Other information

Management is responsible for the other information. The other information comprises the information included in the statement by directors and the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements 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, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements 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 management and directors for the financial statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and the financial reporting standards, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the group'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 management either intends to liquidate the group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the group's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 SSAs 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 SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

(a) Identify and assess the risks of material misstatement of the financial statements, 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.

(b) 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 internal control.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Auditor's responsibilities for the audit of the financial statements (cont'd)

(d) Conclude on the appropriateness of management's 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 ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements 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 auditor's report. However, future events or conditions may cause the group to cease to continue as a going concern.

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

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

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's 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 our opinion, the accounting and other records required by the Act to be kept by the company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Chow Khen Seng.

RSM SG Assurance LLP
Public Accountants and
Chartered Accountants
Singapore

06 April 2026

Engagement partner – effective from year ended 31 December 2023

Consolidated Statement of Profit or Loss and Other Comprehensive Income

Year Ended 31 December 2025

	Notes	Group 2025 US$'000	Group 2024 US$'000
Revenue	4	198,652	153,734
Cost of sales	5	(142,998)	(110,397)
Gross profit		55,654	43,337
Interest income		422	378
Other gains	6	1,982	3,324
Changes in fair value of biological assets and plasma receivables	7	(3,379)	5,894
Distribution costs	8	(2,683)	(1,931)
Administrative expenses		(9,733)	(9,732)
Finance costs	9	(13,102)	(15,452)
Other losses	6	(4,385)	(3,093)
Profit before tax		24,776	22,725
Income tax expense	11	(6,334)	(10,783)
Net profit for the year		18,442	11,942
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translating group entities' functional currency to US$ presentation currency, net of tax		(1,937)	(1,942)
Items that will not be reclassified to profit or loss:			
Remeasurements of defined benefit pension plans, net of tax	29	(553)	347
Other comprehensive loss for the year, net of tax		(2,490)	(1,595)
Total net comprehensive income for the year		15,952	10,347
Earnings per share			
Earnings per share currency unit		**Cents**	**Cents**
Basic and diluted	13	6.43	4.16

The accompanying notes form an integral part of these financial statements.

Statements of Financial Position

As at 31 December 2025

	Notes	Group 2025 US$'000	Group 2024 US$'000	Company 2025 US$'000	Company 2024 US$'000
ASSETS					
Non-current assets					
Property, plant and equipment	14	70,845	72,008	–	–
Right-of-use assets	15	232	278	–	–
Bearer plants	16	85,974	93,490	–	–
Investments in subsidiaries	17	–	–	31,367	32,570
Land use rights	19	21,600	23,558	–	–
Deferred tax assets	11	2,752	3,442	–	–
Other receivables	22	5,982	4,211	–	–
Total non-current assets		187,385	196,987	31,367	32,570
Current assets					
Biological assets	20	23,198	27,646	–	–
Inventories	21	15,361	15,294	–	–
Trade and other receivables	22	9,232	20,481	34,231	35,497
Other non-financial assets	23	1,408	1,936	–	1
Cash and cash equivalents	24	26,974	25,967	56	50
Total current assets		76,173	91,324	34,287	35,548
Total assets		263,558	288,311	65,654	68,118
EQUITY AND LIABILITIES					
Equity					
Share capital	25	93,860	93,860	93,860	93,860
Retained earnings (accumulated losses)		8,538	(9,351)	(488)	(886)
Other reserve		2,400	2,400	–	–
Foreign exchange translation reserve		(47,921)	(45,984)	(37,452)	(35,316)
Total equity attributable to owners of the company		56,877	40,925	55,920	57,658
Non-current liabilities					
Advances from customer	28	2,700	8,411	–	–
Deferred tax liabilities	11	3,316	3,484	–	–
Lease liabilities	27	1,410	794	–	–
Other financial liabilities	26	114,745	134,778	–	–
Other non-financial liabilities	29	5,341	6,016	–	–
Total non-current liabilities		127,512	153,483	–	–
Current liabilities					
Income tax payable	11	5,905	2,571	–	–
Trade and other payables	28	33,086	34,547	9,734	10,460
Lease liabilities	27	1,409	1,398	–	–
Other financial liabilities	26	38,769	55,387	–	–
Total current liabilities		79,169	93,903	9,734	10,460
Total liabilities		206,681	247,386	9,734	10,460
Total equity and liabilities		263,558	288,311	65,654	68,118

The accompanying notes form an integral part of these financial statements.

Statements of Changes in Equity

Year Ended 31 December 2025

Group	Total equity attributable to owners of the company US$'000	Share capital US$'000	Retained earnings (accumulated losses) US$'000	Other [a] reserve US$'000	Reserve on post-employment benefits US$'000	Foreign exchange translation reserve US$'000
Current year:						
Opening balance at 1 January 2025	40,925	93,860	(9,351)	2,400	–	(45,984)
Changes in equity:						
Total comprehensive income for the year	15,952	–	18,442	–	(553)	(1,937)
Transferred to retained earnings	–	–	(553)	–	553	–
Closing balance at 31 December 2025	56,877	93,860	8,538	2,400	–	(47,921)
Previous year:						
Opening balance at 1 January 2024	30,578	93,860	(21,640)	2,400	–	(44,042)
Changes in equity:						
Total comprehensive income for the year	10,347	–	11,942	–	347	(1,942)
Transferred to accumulated losses	–	–	347	–	(347)	–
Closing balance at 31 December 2024	40,925	93,860	(9,351)	2,400	–	(45,984)

(a) Other reserve relates to merger reserve arising from the acquisition of subsidiaries in prior years.

Company	Total equity US$'000	Share capital US$'000	Accumulated losses US$'000	Foreign exchange translation reserve US$'000
Current year:				
Opening balance at 1 January 2025	57,658	93,860	(886)	(35,316)
Changes in equity:				
Total comprehensive loss for the year	(1,738)	–	398	(2,136)
Closing balance at 31 December 2025	55,920	93,860	(488)	(37,452)
Previous year:				
Opening balance at 1 January 2024	61,235	93,860	(124)	(32,501)
Changes in equity:				
Total comprehensive loss for the year	(3,577)	–	(762)	(2,815)
Closing balance at 31 December 2024	57,658	93,860	(886)	(35,316)

The accompanying notes form an integral part of these financial statements.

Consolidated Statement of Cash Flows

Year Ended 31 December 2025

	Group 2025 US$'000	Group 2024 US$'000
Cash flows from operating activities		
Profit before tax	24,776	22,725
Adjustments for:		
Interest income	(422)	(378)
Interest expense	13,102	15,452
Amortisation of land use rights	1,106	1,066
Depreciation expense	14,679	14,569
Fair value changes in biological assets	3,485	(5,053)
Fair value changes in plasma receivables	(106)	(841)
(Reversal) provision for employment pension benefits (Note 29)	(1,170)	193
(Gain) loss on disposal of property, plant and equipment	(61)	135
Bearer plants written off (Note 16)	2,488	39
Reversal of long overdue payables to supplier	–	(726)
Write-off of bad debts	36	150
Net effect of exchange rate changes in consolidating entities	18	1,136
Operating cash flows before changes in working capital	57,931	48,467
Inventories	(643)	(3,081)
Trade and other receivables	11,432	6,896
Other non-financial assets	464	1,050
Trade and other payables	(6,350)	(17,384)
Net cash flows from operations	62,834	35,948
Income taxes paid	(4,335)	(7,157)
Net cash flows from operating activities	58,499	28,791
Cash flows used in investing activities		
Proceeds from disposal of property, plant and equipment	220	–
Purchase of property, plant and equipment	(7,149)	(9,009)
Additions to bearer plants	(4,657)	(4,030)
Acquisition of land use rights	–	(1,495)
Interest received	422	378
Net cash flows used in investing activities	(11,164)	(14,156)
Cash flows used in financing activities		
Cash released from (allocated to) restricted account	6,015	(4,448)
Proceeds from borrowings	123,295	264,418
Repayment of borrowings	(153,449)	(251,924)
Repayments of lease liabilities	(1,834)	(826)
Interest paid	(13,348)	(15,694)
Net cash flows used in financing activities	(39,321)	(8,474)
Net increase in cash and cash equivalents	8,014	6,161
Net effect of exchange rate changes on cash and cash equivalents	(480)	(259)
Cash and cash equivalents, consolidated statement of cash flows, beginning balance	9,393	3,491
Cash and cash equivalents, consolidated statement of cash flows, ending balance (Note 24A)	16,927	9,393

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements
Year Ended 31 December 2025

1. General information

The company (Registration No: 200717793E) is incorporated in Singapore with limited liability. The financial statements are presented in United States dollars and they cover the company (referred to as "parent") and the subsidiaries.

The board of directors approved and authorised these financial statements for issue on the date of the statement by directors. The directors have the power to amend and reissue the financial statements.

The principal activity of the company is investment holding.

The company is listed on the Singapore Exchange Securities Trading Limited ("SGX-ST").

The principal activities of the subsidiaries are described in Note 36 to the financial statements.

The registered office is: 36 Armenian Street, #03-02, Singapore 179934. The company is situated in Singapore.

The group's current liabilities are more than the current assets. The financial position of the entity, its cash flows, liquidity position and borrowing facilities are described in the notes to the financial statements. In addition, the notes to the financial statements include the objectives, policies and processes for managing capital, the financial risk management objectives, details of its financial instruments, availability of borrowing facilities and its exposures to credit risk and liquidity risk. As a consequence and in view of the available financial resources and arrangements, the directors believe that the group is well placed to manage its business risks. Accordingly, the directors continue to adopt the going concern basis in preparing the financial statements.

Statement of compliance with financial reporting standards

These financial statements have been prepared in accordance with the Singapore Financial Reporting Standards (International) ("SFRS (I)s") and the related Interpretations to SFRS (I) ("SFRS (I) INT") as issued by the Accounting Standards Committee under ACRA ("ASC"). They comply with the provisions of the Companies Act 1967 and with the IFRS Accounting Standards ("IFRSs") issued by the International Accounting Standards Board ("IASB").

Basis of preparation of the financial statements

The financial statements are prepared on a going concern basis under the historical cost convention except where a financial reporting standard requires an alternative treatment (such as fair values) as disclosed where appropriate in these financial statements. The accounting policies in the financial reporting standards may not be applied when the effect of applying them is not material. The disclosures required by financial reporting standards may not be provided if the information resulting from that disclosure is not material.

Basis of presentation and principles of consolidation

The consolidated financial statements of the group include the financial statements made up to the end of the reporting year of the company and all of its subsidiaries, presented as those of a single economic entity and are prepared using uniform accounting policies for like transactions and other events in similar circumstances. All significant intragroup balances and transactions are eliminated on consolidation. Subsidiaries are consolidated from the date the reporting entity obtains control of the investee. They are de-consolidated from the date that control ceases.

Changes in the group's ownership interest in a subsidiary that do not result in the loss of control are accounted for within equity as transactions with owners in their capacity as owners. The carrying amounts of the group's and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. When the group loses control of a subsidiary it derecognises the assets and liabilities and related equity components of the former subsidiary. Any gain or loss is recognised in profit or loss. Any investment retained in the former subsidiary is measured at fair value at the date when control is lost and is subsequently accounted as equity investments financial assets in accordance with the financial reporting standard on financial instruments.

1. General information (cont'd)

Basis of presentation and principles of consolidation (cont'd)

Any investment retained in a former subsidiary is measured at fair value at the date when control is lost and is subsequently accounted as financial assets in accordance with the financial reporting standard on financial instruments.

As permitted by the Companies Act 1967, the company's separate statement of profit or loss and other comprehensive income is not presented.

2. Material accounting policy information and other explanatory information

2A. Material accounting policy information

Foreign currency transactions

The functional currency of the company and all of its subsidiaries except for Sawindo Agri Pte. Ltd. is the Indonesian Rupiah ("IDR"). The functional currency of Sawindo Agri Pte. Ltd. is the United States Dollar ("US$"). The functional currency reflects the primary economic environment in which these entities operate. Transactions in foreign currencies are recorded in the functional currency at the rates ruling at the dates of the transactions and if applicable at the fair value measurement dates. At the end of each reporting year, non-functional monetary items are translated using rates ruling at the end of the reporting year; non-monetary items are translated using the exchange rate at the date of the transactions; and non-monetary items that are measured at fair value are translated using the exchange rates at the date when the fair value was measured.

All realised and unrealised exchange adjustment gains and losses are dealt with in profit or loss except when a gain or loss on a non-monetary item is recognised in other comprehensive income, any foreign exchange component on that gain or loss is recognised in other comprehensive income. The presentation currency is the US$ as the financial statements are meant primarily for international users. For the US$ financial statements, assets and liabilities are translated at year end rates of exchange and the income and expense items are translated at average rates of exchange for the reporting year. The resulting translation adjustments (if any) are recognised in other comprehensive income and accumulated in a separate component of equity. The translations of IDR amounts into US$ amounts are included solely for the convenience of readers. The reporting year end rates used are US$1 to IDR16,782 (2024: US$1 to IDR16,162) which approximate the rate of exchange at the end of the reporting year. The average rates of exchange for the reporting year were US$1 to IDR16,504 (2024: US$1 to IDR15,906). Such translation should not be construed as a representation that the US$ amounts could be converted into IDR at the above or other rates.

Translation of financial statements of foreign operations

Each component in the group determines the appropriate functional currency as it reflects the primary economic environment in which the relevant reporting entity operates. In translating the financial statements of such an entity for incorporation in the consolidated financial statements in the presentation currency the assets and liabilities denominated in other currencies are translated at end of the reporting year rates of exchange and the income and expense items for each statement presenting profit or loss and other comprehensive income are translated at average rates of exchange for the reporting year. The resulting translation adjustments (if any) are recognised in other comprehensive income and accumulated in a separate component of equity until the disposal of that relevant reporting entity.

Fair value measurement

The fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. When measuring the fair value of an asset or a liability, market observable data to the extent possible is used. If the fair value of an asset or a liability is not directly observable, an estimate is made using valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs (eg by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer's specific circumstances). Inputs used are consistent with the characteristics of the asset / liability that market participants would take into account. The entity's intention to hold an asset or to settle or otherwise fulfil a liability is not taken into account as relevant when measuring fair value.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

2. Material accounting policy information and other explanatory information (cont'd)

2A. Material accounting policy information (cont'd)

Fair value measurement (cont'd)

Fair values are categorised into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety: Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (ie as prices) or indirectly (ie derived from prices). Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs). Transfers between levels of the fair value hierarchy are recognised at the end of the reporting period during which the change occurred.

The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value. The fair values of non-current financial instruments may not be disclosed separately unless there are significant differences at the end of the reporting year and in the event the fair values are disclosed in the relevant notes to the financial statements.

In making the fair value measurement for a non-financial asset, management determines the highest and best use of the asset and whether the asset is used in combination with other assets or on a stand-alone basis.

Revenue recognition

General - Revenue is recognised at an amount that reflects the consideration to which the entity expects to be entitled in exchange for transferring goods or services to a customer (which excludes estimates of variable consideration that are subject to constraints, such as right of return exists, and modifications), net of any related taxes and excluding any amounts collected on behalf of third parties. An asset (goods or services) is transferred when or as the customer obtains control of that asset. As a practical expedient the effects of any significant financing component is not adjusted if the payment for the good or service will be within one year.

Sale of goods - Revenue is recognised at a point in time when the performance obligation is satisfied by transferring a promised good to the customer. Control of the goods is transferred to the customer, generally on delivery of the goods (in this respect, incoterms are considered).

Payments received from customers are recorded as advances until all the criteria for transfer for control of goods are met.

Services - Revenue from rendering of services is recognised when the entity satisfies the performance obligation at a point in time generally when the significant acts have been completed and when transfer of control occurs or for services that are not significant transactions revenue is recognised as the services are provided.

Rental income - Rental income from operating leases is recognised in profit or loss on a straight-line basis over the term of the relevant lease unless another systematic basis is representative of the time pattern of the user's benefit, even if the payments are not on that basis.

Interest income - Interest income is recognised using the effective interest method.

Management fee from plasma - Management fee is recognised over the period in which the services are provided.

Employee benefits

Certain overseas subsidiaries of the group are required to provide for employee service entitlements in order to meet the minimum benefits required to be paid to qualified employees as required under existing manpower regulations in Indonesia. Short-term employee benefits are recognised at an undiscounted amount where employees have rendered their services to the group during the accounting period.

2. Material accounting policy information and other explanatory information (cont'd)

2A. Material accounting policy information (cont'd)

Employee benefits (cont'd)

This plan is in addition to the contributions to government managed defined contribution retirement benefit plans such as the Central Provident Fund ("CPF") in Singapore which specifies the employer's obligations. Contributions to defined contribution retirement benefit plans are recorded as an expense as they fall due. The entity's legal or constructive obligation is limited to the amount that it agrees to contribute to the CPF.

For employee leave entitlement, the expected cost of short-term employee benefits in the form of compensated absences is recognised in the case of accumulating compensated absences, when the employees render service that increases their entitlement to future compensated absences; and in the case of non-accumulating compensated absences, when the absences occur. A liability for bonuses is recognised where the entity is contractually obliged or where there is constructive obligation based on past practice.

Borrowing costs

Borrowing costs are interest and other costs incurred in connection with the borrowings. Interest expense is calculated using the effective interest rate method. Borrowing costs are recognised as an expense in the period in which they are incurred except that borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset that necessarily take a substantial period of time to get ready for their intended use or sale are capitalised as part of the cost of that asset until substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

Income tax

Tax expense (tax income) is the aggregate amount included in the determination of profit or loss for the reporting year in respect of current tax and deferred tax. Current income tax is the expected tax payable on the taxable income for the reporting year; calculated using rates enacted or substantively enacted at the statements of financial position date; and inclusive of any adjustment to income tax payable or recoverable in respect of previous reporting years. Deferred tax is recognised using the liability method; based on temporary differences between the carrying amounts of assets and liabilities in the financial statements and their respective income tax bases; and determined using tax rates that have been enacted or substantively enacted by the reporting year end date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. A deferred tax amount is recognised for all temporary differences, unless the deferred tax amount arises from the initial recognition of an asset or liability in a transaction which (i) is not a business combination; and (ii) at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax liability or asset is recognised for all taxable temporary differences associated with investments in subsidiaries, branches and associates, and joint arrangements except where the reporting entity is able to control the timing of the reversal of the taxable temporary difference and it is probable that the taxable temporary difference will not reverse in the foreseeable future or for deductible temporary differences, they will not reverse in the foreseeable future and they cannot be utilised against taxable profits.

Property, plant and equipment

Property, plant and equipment are carried at cost on initial recognition and after initial recognition at cost less any accumulated depreciation and any accumulated impairment losses. Depreciation is provided on a straight-line method to allocate the gross carrying amounts of the assets less their residual values over their estimated useful lives of each part of an item of these assets (or, for certain leased assets, the shorter lease term). An asset is depreciated when it is available for use until it is derecognised even if during that period the item is idle.

The residual values of assets, useful lives of assets and recognised impairment losses are reviewed, and adjusted if appropriate, whenever events or circumstances indicate that a revision is warranted.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

2. Material accounting policy information and other explanatory information (cont'd)

2A. Material accounting policy information (cont'd)

Right-of-use assets

The right-of-use assets are accounted and presented as if they were owned such as property, plant and equipment.

Land use rights

Land use rights relate to right-of-use assets that have a limited useful life and are depreciated in a manner that reflects the benefits to be derived from these rights. Costs associated with the legal transfer or renewal for titles of land rights, such as legal fees, land survey and re-measurement fees, taxes and other related expenses, are deferred and amortised using the straight-line method over the legal terms of the related land rights of thirty-five years.

Bearer plants

Bearer plants related to agricultural activity are accounted for using the cost model within the scope of SFRS(I) 1-16. The immature plants are stated at accumulated costs which consist mainly of accumulated costs of land clearing, planting, fertilising, up-keeping and maintaining the plantation, and allocations of indirect overhead costs up to the time the plants become commercially productive and available for harvest. Costs also include capitalised borrowing costs and other charges incurred in connection with the financing of the development of immature plantations. Immature plants are not depreciated, and are subject to impairment reviews. Mature plantations are stated at historical cost less accumulated depreciation and any accumulated impairment losses.

Bearer plants include mature and immature oil palm plantations. Oil palm trees have an average life that ranges from 23 to 25 years, with the first 3 to 4 years as immature and the remaining years as mature. In general, an oil palm plantation takes between 3 and 4 years to reach maturity from the time seedlings are planted.

Biological assets

The biological assets (un-harvested fresh fruit bunches or "FFB") are stated at fair value less costs to sell at the point of harvest. The change in fair value less costs to sell of a biological asset is included in profit or loss for the period in which it arises.

The fair value of biological assets is estimated by reference to the projected harvest quantities and publicly available index prices set by the government for FFB, net of maintenance and harvesting costs and estimated costs to sell.

In determining the estimated FFB projected harvest quantities, the group considers the estimated yield of the biological assets which is dependent on the age of the oil palm trees, the location, soil type and infrastructure.

Leases of lessee

A lease conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. Where a lease arrangement is identified, a liability to the lessor is recognised as a lease obligation calculated at the present value of minimum unavoidable lease payments. A corresponding right-of-use asset is recorded. Lease payments are apportioned between finance costs and reduction of the lease liability so as to reflect the interest on the remaining balance of the liability. Finance charges are recorded as a finance cost. Leases with a term of 12 months or less and leases for low value are not recorded as a liability and lease payments are recognised as an expense in profit or loss on a straight-line basis over the lease term.

2. Material accounting policy information and other explanatory information (cont'd)

2A. Material accounting policy information (cont'd)

Leases of lessor

For a lessor, each lease is classified as either an operating lease or a finance lease. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership of an underlying asset. Operating leases are for rental income. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset and it is presented in its statements of financial position as a receivable at an amount equal to the net investment in the lease. For a finance lease the finance income is recognised over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

Subsidiaries

A subsidiary is an entity including unincorporated and special purpose entity that is controlled by the reporting entity and the reporting entity 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. The existence and effect of substantive potential voting rights that the reporting entity has the practical ability to exercise (that is, substantive rights) are considered when assessing whether the reporting entity controls another entity. In the reporting entity's separate financial statements, an investment in a subsidiary is accounted for at cost less any allowance for impairment in value. Impairment loss recognised in profit or loss for a subsidiary is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying value and the net book value of the investment in a subsidiary are not necessarily indicative of the amount that would be realised in a current market exchange.

Joint arrangements – joint venture

A joint arrangement (that is, either a joint operation or a joint venture, depending on the rights and obligations of the jointly controlling parties to the arrangement), is one in which the reporting entity is party to an arrangement of which two or more parties have joint control, which is the contractually agreed sharing of control of the arrangement; it exists only when decisions about the relevant activities (that is, activities that significantly affect the returns of the arrangement) require the unanimous consent of the parties sharing control. In a joint venture, the parties with joint control have rights to the net assets of the arrangement. The reporting interests in joint ventures are recognised using the equity method in accordance with the financial reporting standard on joint ventures.

Under the equity method, the investment is initially recognised at cost and adjusted thereafter for the post-acquisition change in the investor's share of the investee's net assets. The carrying value and the net book value of the investment in the joint venture is not necessarily indicative of the amounts that would be realised in a current market exchange.

The investor's profit or loss includes its share of the investee's profit or loss and the investor's other comprehensive income includes its share of the investee's other comprehensive income. Losses of a joint venture in excess of the reporting entity's interest in the relevant joint venture are not recognised, except to the extent that the reporting entity has an obligation. Profits and losses resulting from transactions between the reporting entity and a joint venture are recognised in the financial statements only to the extent of unrelated reporting entity's interests in the joint venture. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Accounting policies of joint venture are changed where necessary to ensure consistency with the policies adopted by the reporting entity. The reporting entity discontinues the use of the equity method from the date that when its investment ceases to be a joint venture and accounts for the investment in accordance with the financial reporting standard on financial instruments from that date. Any gain or loss is recognised in profit or loss. Any investment retained in the former joint venture is measured at fair value at the date that it ceases to be a joint venture.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

2. Material accounting policy information and other explanatory information (cont'd)

2A. Material accounting policy information (cont'd)

Joint arrangements – joint venture (cont'd)

In the company's separate financial statements, an investment in joint venture is accounted for at cost less any allowance for impairment in value. Impairment loss recognised in profit or loss for a joint venture is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. The carrying value and the net book value of an investment in the joint venture are not necessarily indicative of the amounts that would be realised in a current market exchange.

Carrying amounts and assessment of impairment loss allowance on non-financial assets

The amounts of the non-current non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised in the statement of profit or loss whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Irrespective of whether there is any indication of impairment, an annual impairment test is performed at about the same time every year on an intangible asset with an indefinite useful life or an intangible asset not yet available for use.

When the fair value less costs of disposal method is used, any available recent market transactions are taken into consideration. When the value in use method is adopted, in assessing the value in use, 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. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). At each end of the reporting year non-financial assets other than goodwill with impairment loss recognised in prior periods are assessed for possible reversal of the impairment. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been measured, net of depreciation or amortisation, if no impairment loss had been recognised.

Inventories

Inventories are stated at the lower of cost and selling price less costs to complete and sell. Cost is calculated using the weighted average method.

Financial instruments

Recognition and derecognition of financial instruments:

A financial asset or a financial liability is recognised when, and only when, the entity becomes party to the contractual provisions of the instrument. All other financial instruments (including regular-way purchases and sales of financial assets) are recognised and derecognised, as applicable, using trade date accounting or settlement date accounting. A financial asset is derecognised when the contractual rights to the cash flows from the financial asset expire or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the entity neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. A financial liability is removed from the statements of financial position when, and only when, it is extinguished, that is, when the obligation specified in the contract is discharged or cancelled or expires.

At initial recognition, the financial asset or financial liability is measured at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

2. Material accounting policy information and other explanatory information (cont'd)

2A. Material accounting policy information (cont'd)

Financial instruments (cont'd)

Classification of financial assets and financial liabilities and subsequent measurement:

The financial reporting standard on financial instruments requires the certain classification of financial assets and financial liabilities. At the end of the reporting year, the reporting entity had the following classes:

- Financial asset classified as measured at amortised cost: A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at fair value through profit or loss ("FVTPL"), that is (a) the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and (b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Typically trade and other receivables, bank and cash balances are classified in this category.

- Financial asset classified as measured at FVTPL: All other financial assets are classified as measured at FVTPL. In addition, on initial recognition, management may irrevocably designate a financial asset as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

- Financial liabilities are categorised as at FVTPL in either of the following circumstances: (1) the liabilities are managed, evaluated and reported internally on a fair value basis; or (2) the designation eliminates or significantly reduces an accounting mismatch that would otherwise arise. All other financial liabilities are carried at amortised cost using the effective interest method. Reclassification of any financial liability is not permitted.

Cash and cash equivalents

Cash comprises cash on hand and demand deposits.
For the consolidated statement of cash flows, cash and cash equivalents includes cash and cash equivalents less cash subject to restriction and bank overdrafts payable on demand that form an integral part of cash management. Cash equivalents are short-term (three months or less), highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Cash flows are reported using the indirect method, whereby profit or loss is adjusted for the effects of transactions of a non-cash nature, and items of income or expense associated with investing or financing cash flows.

Plasma receivables

Plasma receivables represent loans to plasma farmers under various Indonesian Government policies as elaborated in Note 30. Plasma receivables are either immediately claimed to the financing banks, or temporarily self-funded by the group for those awaiting bank's funding, or shall be reimbursed by the Plasma farmers. Plasma receivables will include advances to Plasma farmers for loan installments paid to banks. This account is presented at net amount after financing costs, received from the banks. Bank financing are soft loans obtained by cooperatives whose agreements were signed by Plasma farmers and the respective banks for which the group acts as guarantors for the loan repayments.

Costs incurred during development of the oil palm plantations and temporary funding to the Plasma farmers for working capital purposes are included in plasma receivables in the consolidated statement of financial position. The funds received from the designated banks on behalf of the Plasma farmers for the development and operations of the plantations are deducted from the plasma receivables. Plasma receivables are classified as financial assets classified as fair value through profit or loss.

Other specific material accounting policy information and other explanatory information

These are included in the relevant Notes to the financial statements.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

2. Material accounting policy information and other explanatory information (cont'd)

2B. Judgements and sources of estimation uncertainties

Disclosures on significant judgements made in the process of applying the accounting policies and on material information about the assumptions management made about the future, and other major sources of estimation uncertainty at the end of the reporting year, that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next reporting year can be found in the relevant Notes to these financial statements. These estimates and assumptions are periodically monitored to ensure they incorporate all relevant information available at the date when financial statements are prepared. However, this does not prevent actual figures differing from estimates.

Valuation of biological assets:
The biological assets (un-harvested FFB) are stated at fair value less costs to sell at the point of harvest. This measurement is significant and the process is highly judgemental and is based on assumptions that are affected by expected future market or economic conditions. As a result, judgement is required in evaluating the assumptions and methodologies used by management, in particular those relating to the yield of oil palm trees, annual discount rate, cost of production and projected selling prices of FFB.

The disclosures about measurement of fair values are included in Note 20, which explains that small changes in the key assumptions used could give rise to gains and losses. Actual outcomes could vary from these estimates.

Taxation:
The group has exposure to income taxes in mainly two jurisdictions, Indonesia and Singapore. The entity recognises tax liabilities and tax assets based on an estimation of the likely taxes due, which requires significant judgement as to the ultimate tax determination of certain items. Where the actual amount arising from these issues differs from these estimates, such differences will have an impact on income tax and deferred tax amounts in the year when such determination is made. In addition, management judgement is required in determining the amount of current and deferred tax recognised and the extent to which amounts should or can be recognised. A deferred tax asset is recognised for unused tax losses if it is probable that the entity will earn sufficient taxable profit in future years to benefit from a reduction in tax payments. This involves the management making assumptions within its overall tax planning activities and periodically reassessing them in order to reflect changed circumstances as well as tax regulations. Moreover, the measurement of a deferred tax asset or liability reflects the manner in which the entity expects to recover the asset's carrying value or settle the liability. As a result, due to their inherent nature, assessments of likelihood are judgmental and not susceptible to precise determination. The income tax amounts are disclosed in the note on income tax.

Impairment assessment of cost of investments and other receivables from subsidiaries:
Where a subsidiary is in net equity deficit and or has suffered losses, a test is made whether the investment and other receivable from the subsidiary has suffered any impairment loss. This measurement requires significant judgement. An estimate is made of the future profitability of the investee, and the financial health of and near-term business outlook for the subsidiary, including factors such as industry and sector performance, and operational and financing cash flow. It is impracticable to disclose the extent of the possible effects. It is reasonably possible, based on existing knowledge, that outcomes within the next reporting year that are different from assumptions could require a material adjustment to the carrying amounts.

The two subsidiaries of the company that own the group's Indonesian palm oil plantation business are Kencana Plantations Pte Ltd ("KP") and Sawindo Agri Pte Ltd ("SA"). The KP subgroup and SA subgroup's palm oil plantation estates are individually identified as single Cash Generating Units ("CGU") for impairment testing. The recoverable amounts of the CGUs were also used for the purpose of management's impairment assessment of the group's non-current non-financial assets comprising primarily of property, plant and equipment, bearer plants and land use rights.

The disclosures of the key assumptions used in the value-in-use method to measure the recoverable amounts of the company's investments and other receivables from subsidiaries are disclosed in Note 17 and Note 22 respectively.

2. Material accounting policy information and other explanatory information (cont'd)

2B. Judgements and sources of estimation uncertainties (cont'd)

Impairment assessment of non-current non-financial assets:
The group's non-current non-financial assets comprise primarily of property, plant and equipment, bearer plants and land use rights. An assessment is made for the reporting year whether there is any indication that the asset may be impaired. If any such indication exists, an estimate is made of the recoverable amount of the asset. This impairment assessment was undertaken in conjunction with the impairment assessment of subsidiaries.

Assessing expected credit loss allowance on trade and other receivables:
The assessment of the expected credit losses ("ECL") requires a degree of estimation and judgement. In measuring the expected credit losses, Management considers all reasonable and supportable information such as the reporting entity's past experience at collecting receipts, any increase in the number of delayed receipts in the portfolio past the average credit period, and forward looking information such as forecasts of future economic conditions. The carrying amounts might change materially within the next reporting year but these changes may not arise from assumptions or other sources of estimation uncertainty at the end of the reporting year. The carrying amount is disclosed in the note on trade and other receivables.

Useful lives of property, plant and equipment:
The estimates for the useful lives and related depreciation charges for property, plant and equipment is based on commercial and other factors which could change significantly as a result of innovations and in response to market conditions. The depreciation charge is increased where useful lives are less than previously estimated lives, or the carrying amounts written off or written down for technically obsolete items or assets that have been abandoned. It is reasonably possible, based on existing knowledge, that outcomes within the next reporting period that are different from assumptions could require a material adjustment to the carrying amount of the balances affected.

Land use rights:
The group holds location permits (Ijin Lokasi) issued by the Indonesian authorities in respect of plantation land. Upon completion of the acquisition of such land, the group is entitled to apply for Rights-to-Cultivate (Hak Guna Usaha or HGU) certificates. An Ijin Lokasi automatically expires if the group fails to acquire the land within its stipulated validity period, which may result in the loss of rights over any unacquired portion of the land.

As at the reporting date, the group is in the final stages of obtaining HGU certificates for conversion in respect of 4,107 hectares (2024: 4,371 hectares) of Kadastral land—land measured to confirm its actual area for the purposes of HGU title registration. Until the HGU certificates are issued, such land is classified as uncertified. While the group is permitted to occupy, develop, plant, and harvest crops on uncertified land, the administration of land laws in Indonesia is subject to regulatory discretion. Accordingly, there is no certainty that the relevant authorities will not adopt a different interpretation or approach regarding the use, registration, or future disposal of uncertified land. Any failure to secure HGU titles could adversely affect the group's rights to, and use of, such land.

Pension and employee benefits:
The determination of the group's obligations and cost for pension and employee benefits liability is dependent on its selection of certain assumptions used by independent actuaries in calculating such amounts. Those assumptions include among others, discount rates, future annual salary increases, annual employee turnover rates, disability rates, retirement age and mortality rates. There was no significant change in estimates from 31 December 2024.

Actual results that differ from the assumptions are recognised immediately in profit or loss as and when they occur. While the group believes that its assumptions are reasonable and appropriate, significant differences in the group's actual experience or significant changes in the assumptions may materially affect its estimated liabilities for pension and employee benefits and net employee benefits expense. The carrying amount of the estimated liabilities for employee benefits as at 31 December 2025 is US$5,341,000 (2024: US$6,016,000).

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

2. Material accounting policy information and other explanatory information (cont'd)

2B. Judgements and sources of estimation uncertainties (cont'd)

Advances/guarantees under the Plasma Programme:
The group has provided guarantees in respect of loans granted by banks to villagers under the Plasma Programme. The villagers will repay the bank loans from the sale proceeds of FFB. In the event the villagers default on their obligations to repay the bank loans, the banks may call upon the guarantees, which have been provided by the group to the banks to secure the loans of the villagers. The entity recognises fair value gain or loss, if any, which require significant judgement.

Environmental regulations:
The main environmental concerns relate to the discharge of effluent arising from the milling of FFB and clearance of land and forest for developing the group's plantations. The main social concern relates to possible conflicts that may arise with local communities in the areas around the plantations. Any environmental claims or failure to comply with any present or future regulations could result in the imposition of fines, the suspension or a cessation of the group's operations. The group's plantations are subject to both scheduled and unscheduled inspections by various Indonesian government agencies, each of whom may have differing perspectives or standards from the others. These agencies have the power to examine and control the group's compliances with their environmental regulations, including the imposition of fines and revocation of licenses and land rights. However, governmental agencies may adopt additional regulations that would require the group to spend additional funds on environmental matters.

Environmental regulations and social practices in Indonesia could become more exact in the future and compliance with them may involve incurring significant costs. This may consequently have an adverse effect on the group's operations. Any failure to comply with the laws and regulations could subject the group to further liabilities. It is impracticable to disclose the extent of the possible effects of the above matters on the consolidated financial statements of the group.

Climate risks :
The group has exercised judgement in evaluating the potential impacts of climate change on its financial reporting. Climate change gives rise to a number of uncertainties, including physical risks (such as flooding, prolonged drought, and changes in rainfall and temperature that may affect yields of oil palm plantations), transition risks (such as regulatory changes, carbon pricing, sustainability certification requirements, and evolving consumer preferences), and market risks (such as volatility in crude palm oil prices and shifts in global demand linked to deforestation concerns). These uncertainties may affect key accounting estimates, including projected cash flows in impairment testing of plantation assets, valuation of biological assets, and determination of useful lives of estate infrastructure.

While no material adjustments have been required in the current reporting period, management continues to monitor emerging developments, including climate-related legislation, technological advances in sustainable farming, and industry-wide sustainability commitments, and will reflect material impacts in the financial statements as and when they become reasonably estimable.

3 Related party relationships and transactions

The financial reporting standard on related party disclosures requires the reporting entity to disclose: (a) transactions with its related parties; and (b) relationships between parents and subsidiaries irrespective of whether there have been transactions between those related parties. A party is related to a party if the party controls, or is controlled by, or can significantly influence or is significantly influenced by the other party.

The ultimate controlling party is Henry Maknawi, a director.

3A. Members of the group:

Name	Relationship	Country of incorporation
Kencana Holdings Pte. Ltd.	Ultimate parent company	Singapore

Related companies in these financial statements include the members of the above group of companies. Related parties relate to companies with a common director and/or shareholder.

3 Related party relationships and transactions (cont'd)

3B. Related party transactions:

There are transactions and arrangements between the reporting entity and related parties and the effects of these on the basis determined between the parties are reflected in these financial statements. The related party balances and financial guarantee, if any, are unsecured without fixed repayment terms and interest or charge unless stated otherwise.

Intragroup transactions and balances that have been eliminated in these consolidated financial statements are not disclosed as related party transactions and balances below.

In addition to transactions and balances disclosed elsewhere in the notes to the financial statements, the group entered the following material related party transactions:

Group	2025 US$'000	2024 US$'000
Related parties:		
Sales of commodities [(a)]	27,553	20,748
Purchase of goods [(a)]	–	(571)
Transport expenses [(b)]	(2,704)	(2,023)
Sales and processing of empty fruit bunches [(b)]	77	103

(a) The related party, Wilmar International Limited, has 20% equity interest in and significant influence over the group.

(b) The related parties are companies in which certain directors of the company have controlling interests.

3C. Key management compensation:

	Group 2025 US$'000	Group 2024 US$'000
Salaries and other short-term employee benefits	1,469	1,585
Post-employment benefits	24	20

The above amounts are included under employee benefits expense. Included in the above amounts are the following items:

	Group 2025 US$'000	Group 2024 US$'000
Remuneration of directors of the company	1,081	1,052
Fees to directors of the company	126	155

Further information about the remuneration of individual directors is provided in the report on corporate governance.

Key management personnel include directors and those persons having authority and responsibility for planning, directing and controlling the activities of the group, directly or indirectly.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

3. Related party relationships and transactions (cont'd)

3D. Other receivables from and other payables to related parties:

The trade transactions and the related receivables and payables balances arising from sales and purchases of goods and services are disclosed elsewhere in the notes to the financial statements.

The movements in other receivables from and other payables to related parties are as follows:

	Subsidiaries	
	2025	**2024**
Company	**US$'000**	**US$'000**
Other receivables / other payables:		
Balance at beginning of the year – net	25,125	27,098
Amounts paid in and settlement of liabilities on behalf of the company – net	(1,205)	(560)
Foreign exchange difference	673	(1,413)
Balance at end of the year – net	24,593	25,125
Presented as follows		
Other receivables (Note 22)	34,231	35,497
Other payables (Note 28)	(9,638)	(10,372)
Balance at end of the year – net	24,593	25,125

4 . Revenue

Revenue classified by type of good or service:

	Group	
	2025	**2024**
	US$'000	**US$'000**
Sale of goods	198,652	153,734
Short-term contract – less than 12 months	175,709	86,557
Long-term contract – over 12 months	22,943	67,177
	198,652	153,734

The revenue from sale of goods such as Crude Palm Oil ("CPO"), Palm Kernel ("PK") and FFB is from customers who are mainly wholesalers and producers of oil palm products. Also see Note 33. All revenue are recognised at a point-in-time.

The sales consideration is based on the market prices or predetermined monthly contract values.

5. Cost of sales

	Group	
	2025	**2024**
	US$'000	**US$'000**
Cost of goods produced and purchased	142,998	110,233
Cost incurred for rendering of services	–	164
	142,998	110,397

6. Other gains (losses)

	Group	
	2025	**2024**
	US$'000	**US$'000**
Gain (loss) on disposal of property, plant and equipment	61	(135)
Foreign exchange translation gain (loss)	229	(592)
Unrecoverable indirect taxes	(1,861)	(2,177)
Reversal of long overdue payables to suppliers	–	726
Write-off of bad debts	(36)	(150)
Insurance claim	109	47
Management fee from plasma	1,032	922
Tolling fee	74	209
Sale of waste and materials	448	1,040
Bearer plants written off (Note 16)	(2,488)	(39)
Miscellaneous items	29	380
	(2,403)	231
Presented in profit or loss as:		
Other gains	1,982	3,324
Other losses	(4,385)	(3,093)
Net	(2,403)	231

7. Fair value changes in biological assets and plasma receivables

	Group	
	2025	**2024**
	US$'000	**US$'000**
(Loss) gain on fair value changes in biological assets (Note 20)	(3,485)	5,053
Gain on fair value changes in plasma receivables (Note 30)	106	841
	(3,379)	5,894

8. Distribution costs

The major components include the following:

	Group	
	2025	**2024**
	US$'000	**US$'000**
Freight and storage costs	2,478	1,747
Others	205	184
	2,683	1,931

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

9. Finance costs

	Group	
	2025 US$'000	**2024 US$'000**
Gross finance costs	13,348	15,694
Less: capitalised in bearer plants (Note 16)	(246)	(242)
Net finance costs	13,102	15,452

10. Employee benefits expense

	Group	
	2025 US$'000	**2024 US$'000**
Short term employee benefits expense	11,728	10,473
Contribution to defined contribution plans	173	199
Other post-employment benefits (Note 29)	(1,170)	193
Total employee benefit expense	10,731	10,865
Employee benefits expense included in:		
Cost of sales	6,890	5,480
Administrative expenses	3,841	5,385
	10,731	10,865

11. Income tax

11A. Components of tax expense recognised in profit or loss include:

	Group	
	2025 US$'000	**2024 US$'000**
Current tax expense	5,427	2,067
Under provision in respect of previous years	221	5,144
Total current tax expense	5,648	7,211
Deferred tax expense	686	3,572
Total income tax expense	6,334	10,783

The Group has recognised an under provision of corporate income tax amounting to US$221,000 (2024: US$5,144,000) related to previous years. This adjustment arose due to reassessment by the tax authorities. The impact of the under provision has been reflected in the current year's tax expense.

The group's operations are predominantly located in Indonesia. Companies in Indonesia are generally subject to a tax rate of 22% (2024: 22%). Accordingly, the Indonesian statutory tax rate of 22% (2024: 22%) is used in the reconciliation below.

11. Income tax (cont'd)

11A. Components of tax expense recognised in profit or loss include (cont'd):

The income tax in profit or loss varied from the amount of income tax determined by applying the Indonesian statutory income tax rate of 22% (2024: 22%) to profit before income tax as a result of the following differences:

	Group	
	2025 US$'000	**2024 US$'000**
Profit before tax	24,776	22,725
Income tax expense at the applicable tax rate	5,451	5,000
Non-allowable items	1,426	2,470
Effect of different tax rates in different countries	(11)	70
Benefits from previously unrecognised tax losses	(753)	(1,901)
Under provision in respect of previous years	221	5,144
Total income tax expense	6,334	10,783

There are no income tax consequences of dividends to owners of the company.

The amount of income tax payable outstanding as at the end of the reporting year was US$5,905,000 (2024: US$2,571,000).

11B. Deferred tax expense recognised in profit or loss include:

	Group	
	2025 US$'000	**2024 US$'000**
Changes in biological assets and plasma receivables	(916)	1,067
Employee benefits provision	309	29
Tax loss carryforwards	2,020	4,461
Others	23	37
Foreign exchange differences	3	(121)
Benefits from previously unrecognised tax losses	(753)	(1,901)
Total deferred tax expense recognised in profit or loss	686	3,572

11C. Deferred tax expense recognised in other comprehensive income include:

	Group	
	2025 US$'000	**2024 US$'000**
Deferred tax:		
Employee benefits provision	(161)	92
Total tax (benefit) expense recognised in other comprehensive income	(161)	92

The above amounts are included in the exchange differences on translating IDR functional currency to US$ presentation currency in other comprehensive income.

Notes to the Financial Statements (Cont'd)
Year Ended 31 December 2025

11. Income tax (cont'd)

11D. Deferred tax balance in the statements of financial position:

	Group	
	2025 US$'000	**2024 US$'000**
From deferred tax (liabilities) assets recognised in profit or loss:		
Changes in biological assets and plasma receivables	(4,680)	(5,596)
Employee benefits provision	1,208	1,517
Tax loss carryforwards	4,318	6,338
Others	753	776
Unrecognised deferred tax assets	(2,130)	(2,883)
From deferred tax liabilities recognised in other comprehensive income:		
Employee benefits provision	(33)	(194)
Net balance	(564)	(42)

Presented in the statements of financial position as follows:

Deferred tax liabilities	(3,316)	(3,484)
Deferred tax assets	2,752	3,442
Net balance	(564)	(42)

It is impracticable to estimate the amount expected to be settled or used within one year.

The above deferred tax assets for the tax losses that have not been recognised are in respect of entities for which the future profit streams are not probable against which the deductible temporary difference can be utilised.

Included in unrecognised tax losses are losses that will expire as follows:

Unrecognised deferred tax assets:	**Tax losses**		**Unrecognised deferred tax assets**	
	2025 US$'000	**2024 US$'000**	**2025 US$'000**	**2024 US$'000**
Indonesian companies:				
Expiring in year				
2025	–	1,986	–	437
2026	350	545	77	120
2027	1,041	1,950	229	429
2028	964	1,559	212	343
2029	800	995	176	219
2030	432	–	95	–
Singapore companies:				
Unlimited period	7,888	7,853	1,341	1,335
	11,475	14,888	2,130	2,883

For the Singapore companies, the realisation of the future income tax benefits from tax loss carryforwards and temporary differences from capital allowance is available for an unlimited future period subject to the conditions imposed by law including the retention of majority shareholders as defined. For the Indonesian companies, the realisation of the future income tax benefits from tax loss carryforwards is available for a period of 5 years subject to the conditions imposed by Indonesian laws.

11. Income tax (cont'd)

11D. Deferred tax balance in the statements of financial position (cont'd):

As at 31 December 2025, no deferred tax liability of approximately US$10,319,000 (2024: US$9,227,000) has been recognised in respect of taxes that would be payable on the undistributed earnings of the group's Indonesian subsidiaries. The group controls the timing of the distribution of these earnings and, as at the reporting date, had determined that these earnings would not be distributed in the foreseeable future.

Subsequent to the reporting date, in February 2026, an Indonesian wholly-owned subsidiary declared a dividend amounting to US$5,300,000 (2024 : nil) to the company. The related withholding tax of approximately US$530,000 will be recognised as income tax expense in the financial year ending 31 December 2026.

12. Items in the statement of profit or loss and other comprehensive income

In addition to the charges and credits disclosed elsewhere in the notes to the financial statements, the profit or loss includes the following charges:

	Group	
	2025 US$'000	**2024 US$'000**
Audit fees to independent auditors included under administrative expenses:		
- company's auditors	101	94
- other auditors – network firms	93	93
Other fees to independent auditors included under administrative expenses:		
- company's auditors	45	42

13. Earnings per share

The following table illustrates the numerators and denominators used to calculate basic and diluted amount of earnings per share of no par value:

	Group	
	2025	**2024**
(a) Numerators:		
Earnings attributable to equity holders (US$'000)	18,442	11,942
(b) Denominators:		
Weighted average number of equity shares ('000)		
Basic and diluted (Note 25)	287,011	287,011
Earnings per share (US$ cents)	6.43	4.16

The weighted average number of equity shares refers to shares in circulation during the reporting period.

The weighted average number of ordinary shares outstanding during the period and for all periods presented are adjusted for events, if any, that have changed the number of ordinary shares outstanding without a corresponding change in resources. The number of ordinary shares outstanding before the event is adjusted for the proportionate change in the number of ordinary shares outstanding as if the event had occurred at the beginning of the earliest period presented.

There is no dilution of earnings per share as there are presently no dilutive shares outstanding as at the end of the reporting year. The denominators used are the same as those detailed above for both basic and diluted earnings per share.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

14. Property, plant and equipment

Group	Buildings US$'000	Infrastructure US$'000	Machinery and equipment US$'000	Vehicles and heavy equipment US$'000	Furniture, fixtures and office equipment US$'000	Assets under construction US$'000	Total US$'000
Cost:							
At 1 January 2024	35,982	41,895	43,921	19,248	5,626	12,539	159,211
Foreign exchange difference	(1,583)	(2,054)	(2,088)	(887)	(262)	(470)	(7,344)
Additions	7	10	228	495	249	8,441	9,430
Disposals	(51)	–	(241)	(705)	(14)	(9)	(1,020)
Transfer from (to)	5,548	7,601	2,033	120	14	(15,316)	–
At 31 December 2024	39,903	47,452	43,853	18,271	5,613	5,185	160,277
Foreign exchange difference	(1,384)	(1,796)	(1,664)	(711)	(207)	(188)	(5,950)
Additions	23	8	763	3,008	262	5,621	9,685
Disposals	(23)	(25)	(109)	(881)	(206)	(11)	(1,255)
Transfer from (to)	1,119	2,609	2,003	30	33	(5,794)	–
At 31 December 2025	39,638	48,248	44,846	19,717	5,495	4,813	162,757
Accumulated depreciation:							
At 1 January 2024	15,625	20,128	32,346	12,770	4,498	–	85,367
Foreign exchange difference	(730)	(965)	(1,526)	(599)	(209)	–	(4,029)
Depreciation for the year	1,736	2,247	2,365	1,231	237	–	7,816
Disposals	(12)	–	(215)	(649)	(9)	–	(885)
At 31 December 2024	16,619	21,410	32,970	12,753	4,517	–	88,269
Foreign exchange difference	(628)	(830)	(1,254)	(480)	(166)	–	(3,358)
Depreciation for the year	1,855	2,393	2,298	1,263	288	–	8,097
Disposals	(23)	(24)	(109)	(736)	(204)	–	(1,096)
At 31 December 2025	17,823	22,949	33,905	12,800	4,435	–	91,912
Carrying value:							
At 1 January 2024	20,357	21,767	11,575	6,478	1,128	12,539	73,844
At 31 December 2024	23,284	26,042	10,883	5,518	1,096	5,185	72,008
At 31 December 2025	21,815	25,299	10,941	6,917	1,060	4,813	70,845

During the financial year ended 31 December 2025, the group revised the presentation of its property, plant and equipment disclosure to provide more relevant and reliable information to users of the financial statements. The change in presentation has been applied retrospectively for comparative purposes. There is no impact on the total non-current assets, net assets, or profit or loss of the group arising from this change. Management believes that this revised presentation enhances the clarity of asset categorisation and improves alignment with the underlying nature and use of the assets.

14. Property, plant and equipment (cont'd)

The annual rates of depreciation are as follows:

Buildings	–	5% to 10%
Infrastructure	–	5%
Machinery and equipment	–	12.5% to 25%
Vehicles and heavy equipment	–	12.5% to 25%
Furniture, fixtures and office equipment	–	25%
Assets under construction	–	Depreciation is not provided until the asset is available for use

Cost also includes acquisition cost, borrowing cost capitalised and any cost directly attributable to bringing the asset or component to the location and condition necessary for it to be capable of operating in the manner intended by management. Subsequent costs are recognised as an asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss when they are incurred.

Assets under construction represent partial payments for the construction of the following assets:

	Group	
	2025 US$'000	2024 US$'000
Leasehold buildings	1,929	728
Plant and equipment	2,884	4,457
	4,813	5,185

	2025 US$'000	2024 US$'000
Allocation of the depreciation expense:		
Bearer plants (Note 16)	183	90
Cost of sales	7,753	7,628
Administrative expenses	161	98
Total	8,097	7,816

Certain items of property, plant and equipment at a carrying value of US$11,718,000 (2024: US$10,567,000) are pledged as security for bank facilities (see Note 26A).

Certain right-of-use assets with carrying value of US$4,280,000 (2024: US$4,141,000) are included in plant, fixtures and equipment. The related lease liabilities are disclosed in Note 27. The leases prohibit the lessee from selling or pledging the leased assets as security unless permitted by the owners. There are no variable payments linked to an index. The leases do not provide options to purchase the underlying leased assets outright. The leases do not provide options to extend the leases for a further term.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

15. Right-of-use assets

The details of right-of-use assets in the statements of financial position are as follows:

	Office and warehouse premises	
	2025	2024
Group	US$'000	US$'000
Cost:		
At beginning of the year	613	642
Foreign exchange difference	(23)	(29)
At end of the year	590	613
Accumulated depreciation:		
At beginning of the year	335	311
Depreciation for the year	36	37
Foreign exchange difference	(13)	(13)
At end of the year	358	335
Carrying value:		
At beginning of the year	278	331
At end of the year	232	278

The right-of-use assets above are for the lease of office from a related party. The lease agreement covers a period of 25 years from 1 July 2008 to 30 June 2033. The group has prepaid the lease payments to the related party. Accordingly, no lease liability has been recognised.

Also see Note 14 for certain right-of-use assets included in plant, fixtures and equipment. The leases prohibit the lessee from selling or pledging the leased assets as security unless permitted by the owners. There are no variable payments linked to an index. The leases do not provide options to purchase the underlying leased assets outright. The leases do not provide options to extend the leases for a further term.

16. Bearer plants

	Group	
	2025	2024
	US$'000	US$'000
Cost:		
At beginning of the year	157,910	162,065
Additions	4,657	4,030
Capitalisation of interest cost (Note 9)	246	242
Capitalisation of depreciation expense (Note 14)	183	90
Write-off	(3,229)	(984)
Foreign exchange difference	(5,864)	(7,533)
At end of the year	153,903	157,910
Accumulated Depreciation:		
At beginning of the year	64,420	61,490
Depreciation for the year	6,729	6,806
Write-off	(741)	(945)
Foreign exchange difference	(2,479)	(2,931)
At end of the year	67,929	64,420

16. Bearer plants (cont'd)

	Group	
	2025	2024
	US$'000	US$'000
Carrying Value:		
At beginning of the year	93,490	100,575
At end of the year	85,974	93,490

During the financial year ended 31 December 2025, the group experienced severe flooding which caused significant physical damage to a portion of its oil palm bearer plants. As a result of this natural disaster, the affected bearer plants were assessed to be no longer capable of generating future economic benefits and were therefore written off.

The carrying amount of bearer plants written off during the year amounted to US$2,488,000 (2024: US$39,000), presented within other losses in the consolidated statement of comprehensive income (Note 6). The write-off relates entirely to mature oil palm trees located in Kalimantan, which were destroyed or rendered unproductive as a direct consequence of the flood.

Bearer plants are accounted for as property, plant and equipment in accordance with SFRS(I) 1-16 – Property, Plant and Equipment and are measured at cost less accumulated depreciation and impairment losses. The impairment assessment was performed in accordance with SFRS(I) 1-36 – Impairment of Assets, based on management's evaluation of the physical condition of the bearer plants and their ability to generate future economic benefits. As the affected bearer plants were determined to have no recoverable amount, their carrying values were fully written off.

The group plans to commence replanting activities in the affected areas in a future period. The related replanting costs will be capitalised as additions to bearer plants when incurred, in accordance with the group's accounting policies.

Depreciation expense of bearer plants is included in cost of sales.

The annual rates of depreciation are as follows:

Oil palm trees – 5%

The interest capitalised is the actual interest incurred on the bank borrowings to finance the development of oil palm plantations. The interest rates are disclosed in Note 26A.

At the end of the reporting year, bearer plants comprise of oil palm trees as follows:

	Group	
	2025	2024
Planted area amounts:		
- mature (US$'000)	66,519	73,722
- immature (US$'000)	19,455	19,768
	85,974	93,490
Planted area size:		
- mature (hectares)	47,021	47,618
- immature (hectares)	4,194	3,665
	51,215	51,283

The bearer plants with carrying values of US$85,974,000 (2024: US$93,490,000) have been pledged as security for bank facilities (see Note 26A).

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

17. Investments in subsidiaries

	Company	
	2025	**2024**
	US$'000	**US$'000**
Movements during the year:		
At the beginning of the year	32,570	34,147
Foreign exchange difference	(1,203)	(1,577)
At the end of the year	31,367	32,570
Total carrying value comprises:		
Unquoted shares, at cost	12,961	12,961
Quasi-equity loans receivable	34,842	34,842
Allowance for impairment loss	(339)	(339)
Foreign exchange difference	(16,097)	(14,894)
Total	31,367	32,570
Movements in allowance for impairment:		
At beginning and end of the year	339	339

The quasi-equity loans are interest-free loans to subsidiaries for which there are no significant settlements planned or likely to occur in the foreseeable future. They are, in substance, part of the company's net investment in the subsidiaries.

The listing of and information on the subsidiaries are disclosed in Note 36.

The recoverable amounts of the investments in subsidiaries have been determined based on value-in-use ("VIU") method using cash flow projections from financial budgets calculated for the remaining useful life of each plantation. The calculations were based on the following key assumptions:

	2025	**2024**
Discount rate	10.50% - 11.12%	11.12%
Inflation rate	2.50%	2.5%
FFB yield rates (metric tonne per hectare)	6.2 – 26.3	3.2 – 24.3
CPO extraction rates	21.51% - 25.66%	16.13% - 26.71%
CPO projected selling prices per metric tonne (IDR'000)	12,295 – 16,213	11,937 – 14,294

The VIU calculations applied a discounted cash flow model using cash flow projections.

The calculations of VIU are most sensitive to the following key assumptions:

Discount rate – The discount rate applied to the cash flow projection is post-tax derived from the weighted average cost of capital of the oil palm plantation sectors on the assumption that funds are available at the prevailing rates and will continue to be available throughout the forecast period.

Inflation rate – The inflation rate is based on forecasts provided by the Ministry of Finance of Indonesia.

FFB yield rates – Yield per hectare of oil palm trees is determined by reference to guidelines issued by the Indonesian Oil Palm Research Institute (Pusat Penelitian Kelapa Sawit) and PT Socfin Indonesia (Socfindo), which varies with the average age of oil palm trees.

17. Investments in subsidiaries (cont'd)

The calculations were based on the following key assumptions :

CPO extraction rates – Extraction rates are estimated using the historical extraction rates adjusted for the impact of increasing maturity of the plantations and upkeep costs.

CPO projected selling prices – The projected CPO selling prices were based on the international market prices retrieved from World Bank forecasts and local market prices retrieved from Indonesian Oil Palm Research Institute.

Based on the above analysis, management has assessed that the investments in subsidiaries are not impaired as at 31 December 2025.

Sensitivity to changes in assumptions

Changes to the assumptions used by management to determine the recoverable amounts may have an impact on the results of the assessment. Management is of the opinion that no reasonably possible change in any of the key assumptions stated above would cause the carrying amount of the investments in subsidiaries to materially exceed their recoverable amounts.

18. Investments in joint ventures

The investment in joint ventures had been fully impaired in prior years.

The listing of and information on the joint arrangements are given below:

Name of joint arrangements, country of incorporation, place of operations and principal activities	**Percentage of equity held by the group**	
	2025	**2024**
	%	**%**
Joint venture – PT Belitung Energy. ("BE") [#a]		
Indonesia		
Investment holding	78.5	78.5

Name of subsidiary owned by joint arrangements, country of incorporation, place of operations and principal activities	**Percentage of equity held by the group**	
	2025	**2024**
	%	**%**
Held through PT Belitung Energy		
PT Energy Cipta Utama ("ECU") [#a]		
Indonesia		
Dormant	78.5	78.5

#a. Audited by a member firm of RSM International of which RSM SG Assurance LLP in Singapore is a member. The name of the member firm is Amir Abadi Jusuf, Aryanto, Mawar dan Rekan ("RSM Indonesia"), Jakarta, Indonesia.

There is no joint venture that is considered material to the reporting entity in the current reporting year.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

19. Land use rights

	Group	
	2025	**2024**
	US$'000	**US$'000**
Cost:		
At beginning of the year	35,137	35,295
Foreign exchange difference	(1,296)	(1,653)
Additions	–	1,495
At end of the year	33,841	35,137
Accumulated amortisation:		
At beginning of the year	11,579	11,040
Foreign exchange difference	(444)	(527)
Amortisation for the year included under cost of sales	1,106	1,066
At end of the year	12,241	11,579
Carrying value:		
At beginning of the year	23,558	24,255
At end of the year	21,600	23,558

	Group	
	2025	**2024**
	US$'000	**US$'000**
Balance to be amortised:		
Not later than one year	1,088	1,071
Later than one year and not later than five years	4,352	4,285
Later than five years	16,160	18,202
	21,600	23,558

The land rights with a carrying value of US$18,935,000 (2024: US$20,728,000) have been pledged as security for bank facilities (see Note 26A).

At the end of the reporting year, the group's land rights covering a total land area shown below, represent Business Usage Rights ("Hak Guna Usaha" or "HGU") that have been applied for. Out of these land rights, the certificates for 109,948 hectares were obtained before 31 December 2025 while the land rights certificates covering the remaining area of 4,107 hectares are still in the progress of preparation as at the date of this report. The group has been given a permit to arrange for land clearing for oil palm plantation purposes. The land rights will be amortised once the land is available for use by the group.

In January 2025, the Government of Indonesia enacted Presidential Regulation No. 5/2025 on forest area enforcement, establishing a national task force to review land use within state-designated forest zones. The group holds valid HGU titles for its plantation areas, granted in accordance with applicable laws and regulations. The group was notified that a portion of its HGU area is being assessed for potential overlap with forest land. As at the reporting date, the group continues to engage constructively with the national task force and relevant authorities to address the matter through the established administrative and judicial processes. No sanctions, administrative penalties, or enforcement actions have been imposed. Based on legal advice and the group's compliance with applicable regulations, management has reasonable grounds to believe that the HGU areas were validly granted. Nevertheless, any adverse outcome of the ongoing review or judicial proceedings could potentially impact the group's financial position.

19. Land use rights (cont'd)

The legal terms of the group's existing certified land rights expire in various years. The details are as follows:-

Land rights		**Year of expiry**
10,821	hectares	2028 – 2032
99,127	hectares	2033 – 2052
4,107	hectares	Certificates have yet to be received as of the date of this report
114,055	hectares	

During the term of the lease, no other significant payments are required in respect of these land use rights, which are restricted for the use of palm oil plantations. The leases prohibit the lessee from selling or pledging the leased assets as security unless permitted by the owners. There are no variable payments linked to an index. The leases do not provide options to purchase the underlying leased assets outright. The leases do not provide options to extend the leases for a further term.

20. Biological assets

	Group	
	2025	**2024**
	US$'000	**US$'000**
Movements in fair value		
At beginning of the year	27,646	23,770
Foreign exchange difference	(963)	(1,177)
Fair value less estimated point-of-sale costs (Note 7)	(3,485)	5,053
At end of the year (Level 3)	23,198	27,646

There was no change in the fair value hierarchy during the reporting year. The group's oil palm plantations are located in Indonesia.

Biological assets comprise of un-harvested fresh fruit bunches ("FFB") growing on oil palm trees (bearer plants). The group measures its biological assets at fair value less cost to sell at the point of harvest, which requires the use of estimates and assumptions. Significant components of fair value measurement on a recurrent basis were determined using assumptions and estimates such as the yield of oil palm trees, annual discount rate, and projected selling prices of FFB. Any changes in fair values of these biological assets would affect the group's profit and carrying value of the biological assets. It is impracticable to disclose the extent of the possible effects. It is reasonably possible, based on existing knowledge, that outcomes within the next reporting year that are different from assumptions could require a material adjustment to the carrying amount of the balances affected.

The fair value of the biological assets was measured with the assistance of KJPP Benedictus Darmapuspita dan Rekan, a firm of independent external professional valuers based on the present value of the expected net cash flows of the FFB on the trees as at the valuation date of 31 December 2025. The expected net cash flows of the un-harvested FFB were determined using the forecast market price of FFB.

The significant assumptions made in determining the fair values of the un-harvested FFB are as follows:

(i) Projected volumes of FFB to be harvested subsequent to year-end are based on inspection of a sample of the actual condition of un-harvested FFB growing on the oil palm trees in December 2025;

(ii) The discount rate used in 2025 is 10.50% per annum (2024: 11.12% per annum). Such discount rates represent the asset specific rate for the group's plantation operations which is applied in the discounted future cash flows calculations; and

(iii) The projected selling prices of FFB are based on FFB published prices for the respective provinces for December 2025, which is used as an estimate for the forecasted market prices.

The fair value of biological assets would be affected by changes in the above assumptions used.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

20. Biological assets (cont'd)

Sensitivity on unobservable inputs:

Favourable or adverse changes in discount rate, projected selling prices and projected volumes of FFB will increase or decrease the fair value.

If the projected volumes of FFB harvested used in the above valuation increased or decreased by 5%, assuming all other variables are held constant, the group's profit before tax and the carrying value of biological assets would increase or decrease by approximately US$2,087,000 (2024: US$2,231,000) as a result of higher or lower gains arising from changes in fair value of the biological assets.

If the discount rate used in the above valuation increased or decreased by 1%, assuming all other variables are held constant, the group's profit before tax and the carrying value of biological assets would decrease or increase by approximately US$65,000 (2024: US$73,000).

If the projected selling prices of FFB used in the above valuation increased or decreased by 5%, assuming all other variables are held constant, the group's profit before tax and the carrying value of biological assets would increase or decrease by approximately US$2,365,000 (2024: US$2,497,000) as a result of higher or lower gains arising from changes in fair value of the biological assets.

During the reporting year, the group harvested approximately 639,835 tonnes (2024: 547,461 tonnes) of FFB from the oil palm trees.

At the end of the reporting year, the biological assets are pledged for certain bank borrowings (see Note 26A).

Risk management strategy related to agricultural activities:

The group is exposed to the following risks relating to its oil palm plantations.

Regulatory and environmental risks:
The group is subject to laws and regulations in Indonesia. The group has established environmental policies and procedures aimed at compliance with local environmental and other laws.

Supply and demand risks:
The group is exposed to risks arising from fluctuations in the price and sales volume of CPO. When possible, the group manages this risk by aligning its harvest volumes to market supply and demand. Management performs regular industry trend analyses for projected harvest volumes and pricing.

21. Inventories

	Group	
	2025	**2024**
	US$'000	**US$'000**
Raw materials, consumables and supplies	6,451	9,797
Finished goods and goods for resale (CPO and PK)	8,910	5,497
	15,361	15,294
(Increase) / decrease in inventories of finished goods	(3,413)	836
Raw materials and consumables used included in cost of sales	61,959	44,901

Inventories with a carrying value of US$3,367,000 (2024: US$4,771,000) are pledged as security for bank facilities (see Note 26A).

22. Trade and other receivables

	Group	
	2025	**2024**
	US$'000	**US$'000**
Non-current		
Other receivables:		
Advances under Plasma Programme at fair value (Note 30)	5,982	4,211
Current		
Trade receivables:		
Outside parties	2,610	4,050
Less : allowance for impairment	(124)	(129)
	2,486	3,921
Other receivables:		
Staff advances	45	8
Prepaid taxes	2,811	2,583
Value added tax receivable	1,137	5,764
Advances under Plasma Programme at fair value (Note 30)	2,289	7,651
Other receivables	464	554
	6,746	16,560
	9,232	20,481
Total trade and other receivables	15,214	24,692
Movements in above allowance on trade receivables:		
At beginning of the year	129	–
Charge for trade receivables to profit or loss included in other losses.	–	129
Foreign exchange difference	(5)	–
At end of the year	124	129

Certain receivables with a carrying value of US$2,129,000 (2024: US$3,538,000) have been pledged as security for bank facilities (see Note 26A).

	Company	
	2025	**2024**
	US$'000	**US$'000**
Current		
Other receivables:		
Subsidiaries	34,231	38,071
Less: allowance for impairment	–	(2,574)
Total other receivables (Note 3D)	34,231	35,497
Movements in above allowance on other receivables:		
At beginning of the year	2,574	2,698
(Reversal) / write - off	(2,478)	–
Foreign exchange difference	(96)	(124)
At end of the year	–	2,574

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

22. Trade and other receivables (cont'd)

The trade receivables are subject to the expected credit loss model under the financial reporting standard on financial instruments. The methodology applied for impairment loss is the simplified approach to measuring ECL which uses a lifetime expected loss allowance for all trade receivables. The expected lifetime losses are recognised from initial recognition of these assets. These assets are grouped based on shared credit risk characteristics and the days past due for measuring the expected credit losses. The expected credit losses are based on the past payment experience and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomics factors affecting the ability of the customers to settle the receivables. The group deals with regular customers and has arrangements to obtain advance payments to limit its credit risk. At the end of the reporting year, there were no trade receivables that were past due.

As part of the process of setting customer credit limits, different credit terms are used. The average credit period generally granted to trade customers is about 30 days (2024: 30 days). However, some customers take a longer period to settle the amounts. Certain customers are required to pay in advance (See Note 28).

Concentration of trade receivable customers as at the end of the reporting year:

	Group	
	2025 US$'000	2024 US$'000
Top 1 customer	1,351	1,708
Top 2 customers	1,950	3,292
Top 3 customers	2,089	3,483

The other receivables at amortised cost are subject to the ECL model under the financial reporting standard on financial instruments. The group's other receivables at amortised cost and which can be graded as low risk individually are considered to have low credit risk. The company's other receivables are attributed to a few subsidiaries which can be credit risk graded individually and these are recorded in inception net of expected lifetime ECL. At the end of the first reporting year, a loss allowance is recognised at an amount equal to 12 month expected credit losses because there has not been a significant increase in credit risk since initial recognition. At each subsequent reporting date, an evaluation is made whether there is a significant change in credit risk by comparing the debtor's credit risk at initial recognition (based on the original, unmodified cash flows) with the credit risk at the reporting date (based on the modified cash flows). Adjustment to the loss allowance is made for any increase or decrease in credit risk.

23. Other non-financial assets

	Group		Company	
	2025 US$'000	2024 US$'000	2025 US$'000	2024 US$'000
Advance payments	658	1,208	–	–
Prepayments	750	728	–	1
	1,408	1,936	–	1

24. Cash and cash equivalents

	Group		Company	
	2025 US$'000	2024 US$'000	2025 US$'000	2024 US$'000
Not restricted in use	16,927	9,393	56	50
Deposits pledged for bank facilities	10,047	16,574	–	–
Cash at end of the year	26,974	25,967	56	50

The interest earning balances amount to US$15,708,000 (2024: US$20,778,000) and bear interest ranging between 2.25% to 3.00% (2024: 2.25% to 3.25%).

24A. Cash and cash equivalents in consolidated statement of cash flows:

	Group	
	2025 US$'000	2024 US$'000
Amount as shown above	26,974	25,967
Deposits pledged for bank facilities	(10,047)	(16,574)
Cash and cash equivalents for consolidated statement of cash flows purposes at end of the year	16,927	9,393

24B. Non-cash transactions:

Additions to property, plant and equipment include right-of-use assets of US$2,554,000 (2024: US$333,000) acquired by means of leases and an amount of US$860,000 (2024: US$880,000) that remains unpaid at the end of the reporting year.

	1 January 2025 US$'000	Cash flows (net of repayment) US$'000	Non-cash changes US$'000		31 December 2025 US$'000
Lease liabilities [a]	2,192	(1,834)	2,461	(c)&(d)	2,819
Other financial liabilities [b]	190,165	(30,154)	(6,497)	(d)	153,514
Total liabilities from financing activities	192,357	(31,988)	(4,036)		156,333

	1 January 2024 US$'000	Cash flows (net of repayment) US$'000	Non-cash changes US$'000		31 December 2024 US$'000
Lease liabilities [a]	3,151	(826)	(133)	(c)&(d)	2,192
Other financial liabilities [b]	185,345	12,494	(7,674)	(d)	190,165
Total liabilities from financing activities	188,496	11,668	(7,807)		192,357

(a) Lease liabilities include current and non-current portions. Also see Note 27.

(b) Other financial liabilities include current and non-current portions. Also see Note 26.

(c) Additions of right-of-use assets / leases.

(d) Foreign exchange movements.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

25. Share capital

	Number of shares issued '000	Share capital US$'000
Group and Company		
Ordinary shares of no par value:		
Balance at 1 January 2024, 31 December 2024 and 31 December 2025	287,011	93,860

The ordinary shares of no par value which are fully paid carry no right to fixed income. The company is not subject to any externally imposed capital requirements except as noted below.

Capital management:

The objectives when managing capital are: to safeguard the reporting entity's ability to continue as a going concern, so that it can continue to provide returns for owners and benefits for other stakeholders, and to provide an adequate return to owners by pricing the sales commensurately with the level of risk. The management sets the amount of capital to meet its requirements and the risk taken. There were no changes in the approach to capital management during the reporting year. The management manages the capital structure and makes adjustments to it where necessary or possible in the light of changes in conditions and the risk characteristics of the underlying assets.

In order to maintain or adjust the capital structure, the management may adjust the amount of dividends paid to owners, return capital to owners, issue new shares, or sell assets to reduce debt. Adjusted capital comprises all components of equity (that is, share capital and reserves).

In order to maintain its listing on the Singapore Stock Exchange, it has to have share capital with a free float of at least 10% of the shares. The company met the capital requirement on its initial listing and the rules limiting treasury share purchases mean it will continue to satisfy that requirement, as it did throughout the reporting year. Management receives a report from the share registrars frequently on substantial share interests showing the non-free float to ensure continuing compliance with the 10% limit throughout the reporting year.

The management does not set a target level of gearing but uses capital opportunistically to support its business and to add value for shareholders. The key discipline adopted is to widen the margin between the return on capital employed and the cost of that capital.

The management monitors the capital on the basis of the debt-to-adjusted capital ratio. This ratio is calculated as net debt/ adjusted capital (as shown below). Net debt is calculated as total borrowings less cash and cash equivalents.

	Group	
	2025 US$'000	2024 US$'000
Net debt:		
All current and non-current borrowings including lease liabilities	156,333	192,357
Less: cash and cash equivalents	(26,974)	(25,967)
Net debt	129,359	166,390
Adjusted capital:		
Total equity	56,877	40,925
Debt-to-adjusted capital ratio	227%	407%

The decrease in the debt-to-adjusted capital ratio for the reporting year was primarily driven by improved profitability.

All reserves classified on the face of the statements of financial position as retained earnings represent past accumulated earnings and are distributable. The other reserves are not available for cash dividends unless realised.

26. Other financial liabilities

	Group	
	2025 US$'000	2024 US$'000
Non-current		
Floating interest rates:		
Investment loans (secured) (Note 26A)	109,191	132,232
Term loans (secured) (Note 26A)	5,554	2,546
	114,745	134,778
Current		
Floating interest rates:		
Bank loans (secured) (Note 26A)	10,726	29,041
Investment loans (secured) (Note 26A)	25,423	24,820
Term loans (secured) (Note 26A)	2,620	1,526
	38,769	55,387
Total other financial liabilities	153,514	190,165

26A. Bank loans

The range of floating interest rates paid was as follows:

	Group	
	2025	2024
Bank loans – secured		
Indonesian Rupiah	2.75% - 9.50%	2.75% - 10.25%
Investment loans – secured		
Indonesian Rupiah	7.75% - 8.25%	7.75% - 8.00%
Term loans – secured		
Indonesian Rupiah	9.50%	10.50%
Singapore dollar	3.19%	4.86%

The bank overdrafts and other secured banking facilities are covered by way of negative pledges on certain deposits, inventories, receivables, land use rights, property, plant and equipment, bearer plants and biological assets of the group.

The floating rate loans are with interest rates that are re-set regularly at one to three months intervals.

The scheduled maturities of the group's borrowings are as follows:

Long-term borrowings:	Indonesian Rupiah US$'000	Singapore dollars US$'000	Total US$'000
2025			
2 – 5 years	84,664	107	84,771
Over 5 years	29,974	–	29,974
Total	114,638	107	114,745
2024			
2 – 5 years	98,019	235	98,254
Over 5 years	36,524	–	36,524
Total	134,543	235	134,778

Notes to the Financial Statements (Cont'd)
Year Ended 31 December 2025

26. Other financial liabilities (cont'd)

26A. Bank loans (cont'd)

The loan agreements include covenants that require the maintenance of certain financial ratios. Any non-compliance with these covenants will result in these loans becoming repayable immediately upon service of a notice by default by the lenders. As at the reporting year end, there were no breaches of the covenants for the relevant loans, hence, no waiver from the lenders was required. In 2024, there were certain breaches in loan agreement covenants for loans amount to US$3,712,000 and the lenders have not made a demand for repayment and agreed to waive the breaches prior to that reporting year.

27. Lease liabilities

	Group	
	2025	2024
	US$'000	US$'000
Lease liabilities, current	1,409	1,398
Lease liabilities, non-current	1,410	794
Total	2,819	2,192

A summary of the maturity analysis of lease liabilities is disclosed in Note 32E.

The average lease term is 3 years (2024: 3 years). The fixed rate of interest for the leases is about 4.1% to 13.5% (2024: 4.1% to 13.5%) per year. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The obligations under leases are secured by the lessor's charge over the right-of-use assets.

The fair value of the leases was estimated by discounting the future cash flows payable under the terms of the leases using the year-end interest rates ranging between 4.1% to 13.5% (2024: 4.1% to 13.5%) per year.

28. Trade and other payables

	Group		Company	
	2025	2024	2025	2024
	US$'000	US$'000	US$'000	US$'000
Non-current				
Other payables:				
Advances from customers	2,700	8,411	–	–
Current				
Trade payables:				
Outside parties and accrued liabilities	7,685	13,991	–	–
Related parties (Note 3B)	162	89	–	–
	7,847	14,080	–	–
Other payables:				
Advances from customers	14,918	13,326	–	–
Subsidiaries (Note 3D)	–	–	9,638	10,372
Other payables and accrued liabilities	10,321	7,141	96	88
	25,239	20,467	9,734	10,460
	33,086	34,547	9,734	10,460
Total trade and other payables	35,786	42,958	9,734	10,460

28. Trade and other payables (cont'd)

The movements in advances from customers are as follows:

	Group	
	2025	2024
	US$'000	US$'000
At beginning of the year	21,737	35,858
Advances received during the year	158,978	112,322
Revenue recognised during the year	(163,097)	(126,443)
At the end of the year	17,618	21,737

	Group	
	2025	2024
	US$'000	US$'000
The aggregate amount of the advances from customers allocated to the performance obligations that are unsatisfied as of the end of the reporting year:		
Expected to be recognised within 1 year	14,918	13,326
Expected to be recognised after 1 year but before 2 years	2,700	5,607
Expected to be recognised after 2 years	–	2,804
At the end of the year	17,618	21,737

The advance consideration relates to monies received from customers for which no transfer of control occurs, and therefore no revenue is recognised. The entity recognises revenue for each respective performance obligation when control of the product transfers to the customers concerned.

29. Other non-financial liabilities

	Group	
	2025	2024
	US$'000	US$'000
Employee pension benefits	5,341	6,016

Estimated liability for employee pension benefits

Besides the benefits provided under the defined contribution retirement plans, the group has recorded additional provisions for employee service entitlements in order to meet the minimum benefits required to be paid to the qualified employees, as required under existing manpower regulations in Indonesia. The additional provisions are measured based on actuarial computations prepared by an independent firm of actuaries, KKA Azwir Arifin & Rekan, using the "Projected Unit Credit" method which is covered in their reports dated 18 February 2026. The related actuarial liabilities for employee pension benefits are as follows:

	Group	
	2025	2024
	US$'000	US$'000
Present value of employee benefits obligation in addition to the defined contribution scheme	5,556	6,314
Foreign currency alignment	(215)	(298)
	5,341	6,016

Notes to the Financial Statements (Cont'd)
Year Ended 31 December 2025

29. Other non-financial liabilities (cont'd)

Changes in the present value of the defined benefits obligation are as follows:

	Group	
	2025 US$'000	**2024 US$'000**
Benefits obligation at beginning of the year	6,016	6,562
Current service costs	202	526
Interest costs on benefits obligation	299	331
Actuarial loss (gain)	710	(441)
Gain on curtailment	(525)	–
Past service costs – vested	(1,146)	(664)
Foreign currency alignment	(215)	(298)
Benefits obligation at end of the year	5,341	6,016

The following table summarises the component of net employee benefits expense recognised in the profit or loss and other comprehensive income:

	Group	
	2025 US$'000	**2024 US$'000**
Current service costs	202	526
Gain on curtailment	(525)	–
Past service costs – vested	(1,146)	(664)
Interest costs on benefits obligation	299	331
Components of employee benefits (gain) expense recognised in profit or loss (Note 10)	(1,170)	193
Component of employee benefits expense (gain) recognised in other comprehensive income, net of tax	553	(347)
	(617)	(154)

The principal assumptions used in determining post-employment obligations for the plan are as follows:

Annual discount rate	:	4.81% to 7.06% in 2025 and 6.88% to 7.14% in 2024
Future annual salary increase	:	5% in 2025 and 2024
Annual employee turnover rate	:	7% in 2025 and 2024 for employees under 40 years old and decreasing linearly until 0% at the age of 55 years
Disability rate	:	10% per year in 2025 and 2024
Retirement age	:	55 years of age
Mortality rate	:	Indonesian mortality table 4

The assumptions relating to longevity used to compute the defined benefit obligation liabilities are based on best estimate of the mortality of plan members both during and after employment based on the published mortality tables commonly used by the actuarial profession in each territory concerned.

29. Other non-financial liabilities (cont'd)

For the above significant actuarial assumptions, a sensitivity analysis on the defined benefit obligation has been determined based on reasonably possible changes of the assumption occurring at the end of the reporting year, while holding all other assumptions constant:

	Group	
	Decrease US$'000	**Increase US$'000**
If the discount rate is 1% higher/(lower)	276	(309)
If the salary rate is 1% lower/(higher)	322	(354)

For the above sensitivity analysis, the present value of the defined benefit obligation has been determined using the projected unit credit method at the end of the reporting year. Such sensitivity analysis might not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another.

30. Contingent liabilities

Arrangements under the Plasma Programme

The Indonesian authorities require oil palm plantations to develop the surrounding local plantation areas held by small landholders when applying for land rights for oil palm plantations. This form of assistance to local small landholders is generally known as the Plasma Programme. Under the Plasma Programme, a plantation developer transfers a designated land area to the small landholders, who then operate the plasma plantation under the supervision of the plantation developer.

Certain subsidiaries of the group have implemented the Plasma Programme using plantation business cooperatives scheme (Kredit Koperasi Primer Anggota or "KKPA"), cooperation in local community oil palm plantation scheme (Kebun Kelapa Sawit Rakyat or "KKSR"), and independent plasma scheme (Plasma Mandiri).

Under the KKPA scheme, the villagers typically occupy the land and the group helps to develop the land and manage the oil palms to maturity. The development costs are funded by bank loans, which are guaranteed by the group using the aforementioned land certificates and/or other appropriate forms of security as collateral. Upon maturity of the oil palms, the land will be maintained and managed by the villagers or in the future by the group. The harvested fresh fruit bunches ("FFB") will then be sold to the group. The villagers will repay the loan facilities from a portion of the FFB sale proceeds. The group obtains a power of attorney to manage the accounts of the villagers into which all monies from the sale of FFB will be deposited. This power of attorney allows the group to withdraw funds from such accounts to pay for all the villagers operating costs and expenses. Under the KKSR scheme, the villagers also typically occupy the land. The group will provide seedlings and the regional authorities will provide fertilizer to the villagers.

Post-harvest, the FFB will be sold to the group and part of the sale proceeds will be paid to the group and the regional authorities as payment for the seedlings and fertiliser respectively. Plasma Mandiri is a scheme whereby the group will provide the seedlings to the villagers, and the villagers will plant and maintain the plantations. Post-harvest, the FFB will be sold to the group and part of the sale proceeds will be paid to the group as payment for the seedlings provided. There is no government involvement under this scheme.

Costs incurred during development up to conversion of the oil palm plantations and temporary funding to the villagers for working capital purposes are included in other receivables in the statements of financial position. The funds received from the designated banks on behalf of villagers for the development and operations of the plantations are offset against advances under Plasma Programme in the statements of financial position.

Notes to the Financial Statements (Cont'd)
Year Ended 31 December 2025

30. Contingent liabilities (cont'd)

Arrangements under the Plasma Programme (cont'd)

The development of plantations is financed by credit investment facilities granted by designated banks to the villagers through local cooperatives as the representatives of the villagers. The loan facilities are secured by the land certificates held by the villagers and corporate guarantees from the group. The credit facility amounts and the outstanding balances of the bank loans granted by the banks to the villagers as at the end of the reporting year are as follows:

	Group	
	2025	**2024**
	US$'000	**US$'000**
Facility amounts	30,126	22,890
Outstanding balances	19,811	15,195

As mentioned above, upon maturity of the oil palm, the land will be maintained and managed by the villagers or in the future by the group. The harvested FFB will then be sold to the group. The villagers will repay the loan facilities from a portion of the FFB sale proceeds. In addition, the group may provide temporary funding to the local cooperatives for working capital purposes. The cost of development of plantations and temporary funding provided by the group to local cooperatives as at the end of the reporting year are as follows:

	Group	
	2025	**2024**
	US$'000	**US$'000**
Presented as other receivables (Note 22):		
Advances under Plasma Programme, current	2,289	7,651
Advances under Plasma Programme, non-current	5,982	4,211
Total	8,271	11,862

The advances under Plasma Programme that are not secured by bank facilities and to be repaid by villagers using FFB sale proceeds is measured by management at the end of the reporting year based on the present value of the expected net cash flows and recorded at fair value (Level 3) with the following key assumptions :

(i) Yield per hectare of oil palm trees is determined by reference to guidelines issued by the Indonesian Oil Palm Research Institute (Pusat Penelitian Kelapa Sawit), which varies with the average age of oil palm trees;

(ii) The discount rate for 2025 is 5.64% (2024: 6.59%) per annum;

(iii) The projected selling prices of FFB are derived from adjusting CPO prices to the FFB extraction rate (% of CPO extractable from FFB) and processing costs. The CPO prices are based on the World Bank forecasts.

The carrying value of advances under Plasma Programme would be affected by changes in the assumptions used.

<u>Relationship of discount rates to carrying value:</u>

Favourable or adverse change in discount rate will increase or decrease carrying value.

<u>Sensitivity on discount rates:</u>
If the discount rate used in the above valuation increased or decreased by 1%, assuming all other variables are held constant, the group's pre-tax profit or loss and the carrying value of advances under Plasma Programme would decrease or increase by approximately US$294,000 (2024: US$251,000) and US$313,000 (2024: US$270,000) respectively.

30. Contingent liabilities (cont'd)

Arrangements under the Plasma Programme (cont'd)

<u>Sensitivity to other changes in assumptions:</u>
Changes to other assumptions used by management to determine carrying value of advances under Plasma Programme may have impact on the results of the assessment. Management is of the opinion that any possible change in any of the other key assumptions stated above would not cause the advances under Plasma Programme to materially exceed its carrying value.

31. Capital commitments

Estimated amounts committed at the end of the reporting year for future capital expenditure but not recognised in the financial statements are as follows:

	Group	
	2025	**2024**
	US$'000	**US$'000**
Commitments for construction of leasehold buildings	562	316
Commitments for infrastructure construction and acquisition of machinery, plant, fixtures and equipment	2,026	2,251

32. Financial instruments: information on financial risks and other explanatory information

32A. Categories of financial assets and financial liabilities

The following table categorises the carrying amount of financial assets and liabilities recorded at the end of the reporting year:

	Group		Company	
	2025	**2024**	**2025**	**2024**
	US$'000	**US$'000**	**US$'000**	**US$'000**
<u>Financial assets:</u>				
Financial assets measured at amortised cost	29,969	30,451	34,287	35,547
Financial assets at FVTPL	8,271	11,862	–	–
	38,240	42,313	34,287	35,547
<u>Financial liabilities:</u>				
Financial liabilities measured at amortised cost	174,501	213,579	9,734	10,460

Further quantitative disclosures are included throughout these financial statements. Certain disclosures for the company have not been made as the financial assets and financial liabilities are not significant.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

32. Financial instruments: information on financial risks and other explanatory information (cont'd)

32B. Financial risk management

The main purpose for holding or issuing financial instruments is to raise and manage the finances for the entity's operating, investing and financing activities. There are exposures to the financial risks on the financial instruments such as credit risk, liquidity risk and market risk comprising interest rate, currency risk and price risk exposures. Management has certain practices for the management of financial risks. However these are not formally documented in written form. The guidelines include the following:

1. Minimise interest rate, currency, credit and market risk for all kinds of transactions.
2. Maximise the use of "natural hedge": favouring as much as possible the natural off-setting of sales and costs and payables and receivables denominated in the same currency and therefore put in place hedging strategies only for the excess balance (if necessary). The same strategy is pursued with regard to interest rate risk.
3. All financial risk management activities are carried out and monitored by senior management staff.
4. All financial risk management activities are carried out following acceptable market practices.
5. When appropriate, consideration is given to entering into derivatives or any other similar instruments solely for hedging purposes.

The entity is exposed to currency and interest rate risks. From time to time, there may be borrowings and foreign exchange arrangements or interest rate swap contracts or similar instruments entered into as derivatives against changes in interest rates, cash flows or the fair value of the financial assets and liabilities.

There have been no changes to the exposures to risk; the objectives, policies and processes for managing the risk and the methods used to measure the risk.

The chief financial officer who monitors the procedures reports to the chief executive officer and the board.

32C. Fair value of financial instruments

The analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Levels 1 to 3 are disclosed in the relevant notes to the financial statements. These include both the significant financial instruments stated at amortised cost and at fair value in the statement of financial position. The carrying values of current financial instruments approximate their fair values due to the short-term maturity of these instruments and the disclosures of fair value are not made when the carrying amount of current financial instruments is a reasonable approximation of the fair value.

32D. Credit risk on financial assets

Financial assets subject to concentrations of credit risk and failures by counterparties to discharge their obligations in full or in a timely manner arise principally from cash balances with banks, receivables and other financial assets. The general approach in the financial reporting standard on financial instruments is applied to measure ECL allowance on financial assets the ECL allowance. On initial recognition, a day-1 loss is recorded equal to the 12 month ECL unless the assets are considered credit impaired. The ECL allowance for debt assets is recognised at an amount equal to the lifetime ECL if the credit risk on that financial instrument has increased significantly since initial recognition. However, for trade receivables that do not contain a material financing component or when the reporting entity applies the practical expedient of not adjusting the effect of a material financing component, the simplified approach in calculating ECL is applied. Under the simplified approach, the loss allowance is recognised at an amount equal to lifetime ECL at each reporting date using historical loss rates for the respective risk categories and incorporating forward-looking estimates. Lifetime ECL may be estimated individually or collectively. For the credit risk on the financial assets an ongoing credit evaluation is performed on the financial condition of the debtors and any loss is recognised in profit or loss. Reviews and assessments of credit exposures in excess of designated limits are made. Renewals and reviews of credits limits are subject to the same review process.

Note 24 discloses the cash balances. There was no identified impairment loss.

32. Financial instruments: information on financial risks and other explanatory information (cont'd)

32E. Liquidity risk – financial liability maturity analysis

Liquidity risk refers to the difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. It is expected that all the liabilities will be settled at their contractual maturity. The average credit period taken to settle trade payables is about 36 days (2024: 46 days). The other payables are with short-term durations. The classification of the financial assets is shown in the statements of financial position as they may be available to meet liquidity needs and no further analysis is deemed necessary.

The following table analyses the non-derivative financial liabilities by remaining contractual maturity (contractual and undiscounted cash flows):

Group	**Less than 1 year US$'000**	**2 – 3 years US$'000**	**4 – 5 years US$'000**	**Over 5 years US$'000**	**Total US$'000**
Non-derivative financial liabilities:					
2025					
Gross borrowings	48,700	61,812	43,773	33,009	187,294
Gross lease liabilities	1,606	1,504	–	–	3,110
Trade and other payables	18,168	–	–	–	18,168
Total	68,474	63,316	43,773	33,009	208,572
2024					
Gross borrowings	67,538	71,757	51,448	41,060	231,803
Gross lease liabilities	1,536	849	3	–	2,388
Trade and other payables	21,221	–	–	–	21,221
Total	90,295	72,606	51,451	41,060	255,412

The company's non-derivative financial liabilities are all due in less than a year and is disclosed in Note 28.

The undiscounted amounts on the borrowings with fixed and floating interest rates are determined by reference to the conditions existing at the reporting date.

The above amounts disclosed in the maturity analysis are the contractual undiscounted cash flows and such undiscounted cash flows differ from the amount included in the statement of financial position. When the counterparty has a choice of when an amount is paid, the liability is included on the basis of the earliest date on which it can be required to pay. The undiscounted amounts on the bank borrowings with fixed and floating interest rates are determined by reference to the conditions existing at the reporting date.

Financial guarantee contracts – For issued financial guarantee contracts, the maximum amount of the guarantee is allocated to the earliest period in which the guarantee could be called. At the end of the reporting year, no claims on the financial guarantees are expected to be payable.

The following table shows the maturity analysis of the contingent liabilities from financial guarantees:

Group	**Less than 1 year US$'000**	**2 – 5 years US$'000**	**Over 5 years US$'000**	**Total US$'000**
2025				
Financial guarantees in respect of the Plasma Programme (Note 30)	2,266	8,937	8,608	19,811
2024				
Financial guarantees in respect of the Plasma Programme (Note 30)	2,105	7,512	5,578	15,195

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

32. Financial instruments: information on financial risks and other explanatory information (cont'd)

32E. Liquidity risk – financial liability maturity analysis (cont'd)

The fair value of the financial guarantees is not material.

Bank facilities:	**Group 2025 US$'000**	**Group 2024 US$'000**
Undrawn borrowing facilities	38,632	5,759

The undrawn borrowing facilities are available for operating activities and to settle other commitments. Borrowing facilities are maintained to ensure funds are available for the operations. A schedule showing the maturity of financial liabilities and unused bank facilities is provided regularly to management to assist in monitoring the liquidity risk.

32F. Interest rate risk

The interest rate risk exposure is from changes in fixed rates and floating interest rates and it mainly concerns financial liabilities. The interest from financial assets including cash balances is not material. The following table analyses the breakdown of the material financial instruments (excluding derivatives) by type of interest rate:

	Group		**Company**	
	2025 US$'000	**2024 US$'000**	**2025 US$'000**	**2024 US$'000**
Financial liabilities with interest:				
Floating rate	153,514	190,165	–	–
Fixed rate	2,819	2,192	–	–
Total at end of year	156,333	192,357	–	–
Financial assets with interest:				
Floating rate	26,974	25,967	56	50

The floating rate debt instruments are with interest rates that are re-set at regular intervals. The interest rates are disclosed in the respective notes.

Sensitivity analysis:

	Group		**Company**	
	2025 US$'000	**2024 US$'000**	**2025 US$'000**	**2024 US$'000**
A hypothetical variation in floating interest rates at the end of reporting year by 100 basis points with all other variables held constant, would have an increase / decrease in pre-tax profit for the year by the following amounts:				
Financial assets	270	260	1	1
Financial liabilities	1,535	1,902	–	–

The analysis has been performed for floating interest rate over a year for financial instruments. The impact of a change in interest rates on floating interest rate financial instruments has been assessed in terms of changing of their cash flows and therefore in terms of the impact on profit or loss. The hypothetical changes in basis points are not based on observable market data (unobservable inputs).

32. Financial instruments: information on financial risks and other explanatory information (cont'd)

32G. Foreign currency risks

Foreign exchange risk arises on financial instruments that are denominated in a foreign currency that is a currency other than the functional currency in which they are measured. Currency risk does not arise from financial instruments that are non-monetary items or from financial instruments denominated in the functional currency as defined in the financial reporting standard on financial instruments: disclosures.

Analysis of material amounts denominated in non-functional currencies:

Group 2025	**SGD dollars US$'000**	**USD dollars US$'000**	**Total US$'000**
Financial assets:			
Cash and cash equivalents	278	151	429
Total financial assets	278	151	429
Financial liabilities:			
Borrowings	(249)	–	(249)
Total financial liabilities	(249)	–	(249)
Net financial assets at the end of the year	29	151	180

Group 2024	**SGD dollars US$'000**	**USD dollars US$'000**	**Total US$'000**
Financial assets:			
Cash and cash equivalents	448	471	919
Total financial assets	448	471	919
Financial liabilities:			
Borrowings	(369)	–	(369)
Total financial liabilities	(369)	–	(369)
Net financial assets at the end of the year	79	471	550

The company has no material amounts denominated in non-functional currencies.

There is exposure to foreign currency risk as part of its normal business.

Sensitivity analysis:	**Group 2025 US$'000**	**Group 2024 US$'000**
A hypothetical 10% strengthening in the exchange rate of the functional currency $ against all non-functional currencies with all other variables held constant would have a favourable / (adverse) effect on pre-tax profit of the following amounts:		
Against the US$	(15)	(47)
Against the S$	(3)	(8)

The above table shows sensitivity to a hypothetical 10% variation in the functional currency against the relevant non-functional foreign currencies. The sensitivity rate used is the reasonably possible change in foreign exchange rates. For similar rate weakening of the functional currency against the relevant foreign currencies above, there would be comparable impacts in the opposite direction.

In management's opinion, the above sensitivity analysis is unrepresentative of the foreign currency risks as the historical exposure does not reflect the exposure in future.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

32. Financial instruments: information on financial risks and other explanatory information (cont'd)

32H. Price risk

The group is exposed to commodity price risk due to certain factors, such as weather, government policy, level of demand and supply in the market and the global economic environment resulting from population growth and changes in standards of living, and global production of similar and competitive crops. During its ordinary course of business, the value of its open sales and purchase commitments and inventory of raw material changes continuously in line with movements in the prices of the underlying commodity. To the extent that its open sales and purchase commitments do not match at the end of each business day, the group will be subject to price fluctuations in the commodities market. Consequently, it is the group's policy to minimise the risks arising from the fluctuations in the commodity prices by being partly self-sufficient in CPO as this provides a hedge against such cost fluctuations. To the extent it is unable to do so, the group may minimise such risks through direct purchases of the similar commodities or through forward purchase and sales contracts. As such, it may also be exposed to commodity price risk as changes in fair value of forward commodity contracts are recognised directly in the statement of profit or loss and other comprehensive income.

Decisions to enter into forward purchase and sales contracts must be approved by at least two directors and are currently under the purview of the group's chairman and chief executive officer. The group does not enter into forward purchase and sales contracts for speculative purposes.

33. Financial information by operating segments

33A. Information about reportable segments profit or loss, assets and liabilities

Segment reporting is not presented as the group is primarily engaged in the palm oil plantation business. The core business consists of planting of palm oil trees, processing of fresh fruit bunches into CPO and PK at the palm oil mills and kernel crushing plants and the sale of CPO and PK. The measurement of profit or loss that is used by the chief operating decision makers is on a group basis.

33B. Geographical information

	Revenue		Non-current assets	
	2025 US$'000	2024 US$'000	2025 US$'000	2024 US$'000
Indonesia	198,652	153,734	176,148	186,800
Singapore	–	–	2,503	2,534
Total	198,652	153,734	178,651	189,334

Revenues are attributed to countries on the basis of the customer's location, irrespective of the origin of the goods and services. The non-current assets are analysed by the geographical area in which the assets are located. The non-current assets exclude any financial instruments and deferred tax assets.

Revenue of approximately US$165,315,000 (2024 : US$96,855,000) were derived from four (2024: three) major customers of the group. These revenues are attributable to the group's plantation segment.

34. Changes and adoption of financial reporting standards

For the current reporting year the ASC issued certain new or revised financial reporting standards effective for the financial period beginning on or after 31 December 2025. None had a material impact on the reporting entity.

35. New or amended standards in issue but not yet effective

For the future reporting years, the ASC issued certain new or revised financial reporting standards for the future reporting years. The transfer to the applicable new or revised standards from the effective dates is not expected to result in material modification of the measurement methods or the presentation in the financial statements for the following reporting year from the known or reasonably estimable information relevant to assessing the possible impact that application of the new or revised standards may have on the entity's financial statements in the period of initial application.

SFRS (I) No.	Title	Effective date for periods beginning on or after
SFRS(I) 1-21	The Effects of Changes in Foreign Exchange Rates (amendment) Lack of Exchangeability	1 January 2025
SFRS(I) 9 and 7	Classification and Measurement of Financial Instruments – Amendments	1 January 2026
SFRS(I) 18	Presentation and disclosures in financial statements	1 January 2027
SFRS(I) 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027
SFRS(I) 10 and SFRS(I) 1-28	Sale or Contribution of Assets between and Investor and its Associate or Joint Venture	To be determined

35A. SFRS(I) 18 Presentation and Disclosure in Financial Statements

SFRS(I) 18 will replace SFRS(I) 1-1 Presentation of Financial Statements and applies for annual reporting periods beginning on or after 1 January 2027. The new accounting standard introduces the following key new requirements.

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.
- Management-defined performance measures (MPMs) are disclosed in a single note in the financial statements.
- Enhanced guidance is provided on how to present information in the financial statements.

In addition, all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.

The Group is still in the process of assessing the impact of the new accounting standard, particularly with respect to the structure of the Group's statement of comprehensive income, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as "other".

For the future reporting years, the ASC issued certain new or revised financial reporting standards for the future reporting years. The transfer to the applicable new or revised standards from the effective dates is not expected to result in material modification of the measurement methods or the presentation in the financial statements for the following reporting year from the known or reasonably estimable information relevant to assessing the possible impact that application of the new or revised standards may have on the entity's financial statements in the period of initial application.

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

36. Listing of and information on subsidiaries

#A. The following subsidiaries are wholly owned by the group:

Name of subsidiaries, country of incorporation, place of operations and principal activities (and independent auditor)	Cost in books of company	
	2025 US$'000	2024 US$'000
Kencana Logistics Pte. Ltd. ("KL") [(a)] Singapore Investment holding	315	315
Kencana Plantations Pte. Ltd. ("KP") [(a)] Singapore Investment holding	2,043	2,043
Sawindo Agri Pte. Ltd. ("SA") [(a)] Singapore Investment holding	10,603	10,603
	12,961	12,961

#B. The following wholly-owned subsidiaries are held through the above subsidiaries:

Name of subsidiaries, country of incorporation, place of operations and principal activities (and independent auditor)

PT Agri Eastborneo Kencana ("AEK") [(b)]
Indonesia, Agribusiness

PT Agro Inti Kencanamas ("AIK") [(b)]
Indonesia, Agribusiness

PT Agrojaya Tirta Kencana ("ATK") [(b)]
Indonesia, Agribusiness

PT. Kebun Tektrans Kencana ("KTK"), formerly known as PT Agro Mas Lestari ("AML") [(b)]
Indonesia, Agribusiness

PT Agro Sawit Mas Lestari ("ASML") [(b)]
Indonesia, Agribusiness

PT Alamraya Kencana Mas ("AKM") [(b)]
Indonesia, Agribusiness

PT Bumi Permai Sentosa ("BPS") [(b)]
Indonesia, Dormant

PT Citra Megah Kencana ("CMK") [(b)]
Indonesia, Agribusiness and transportation

36. Listing of and information on subsidiaries (cont'd)

#B. The following wholly-owned subsidiaries are held through the above subsidiaries (cont'd):

Name of subsidiaries, country of incorporation, place of operations and principal activities (and independent auditor)

PT Delta Subur Permai ("DSP") [(b)]
Indonesia, Agribusiness

PT Indotrust ("IDT") [(b)]
Indonesia, Logistics

PT Kencana Agro Jaya ("KAJ") [(b)]
Indonesia, Agribusiness

PT Karunia Sawit Permai ("KSP") [(b)]
Indonesia, Agribusiness

PT Langgeng Nusa Makmur ("LNM") [(b)]
Indonesia, Agribusiness

PT Loka Indah Lestari ("LIL") [(b)]
Indonesia, Agribusiness

PT Mentari Bangun Persada ("MBP") [(b)]
Indonesia, Agribusiness and transportation

PT Palm Makmur Sentosa ("PMKS") [(b)]
Indonesia, Agribusiness

PT Pelayaran Asia Marine ("PAM") [(b)]
Indonesia, Dormant

PT Sawindo Cemerlang ("SCEM") [(b)]
Indonesia, Agribusiness

PT Sawindo Kencana ("SWK") [(b)]
Indonesia, Agribusiness

PT Sawit Kaltim Lestari ("SKL") (b)
Indonesia, Agribusiness

PT Sawit Permai Lestari ("SPL") (b)
Indonesia, Wholesaler of plantation-related products

PT Sawit Tiara Nusa ("STN") (b)
Indonesia, Agribusiness

PT Wira Mas Permai ("WMP") (b)
Indonesia, Agribusiness

Notes to the Financial Statements (Cont'd)

Year Ended 31 December 2025

36. Listing of and information on subsidiaries (cont'd)

#B. The following wholly-owned subsidiaries are held through the above subsidiaries (cont'd):

Name of subsidiaries, country of incorporation, place of operations and principal activities (and independent auditor)

PT Wira Palm Mandiri ("WPM") (b)
Indonesia, Wholesaler of plantation-related products

PT Wira Sawit Mandiri ("WSM") (b)
Indonesia, Agribusiness

(a) Audited by RSM SG Assurance LLP, a member of RSM International.

(b) Audited by a member firm of RSM International of which RSM SG Assurance LLP in Singapore is a member. The name of the member firm is Amir Abadi Jusuf, Aryanto, Mawar dan Rekan ("RSM Indonesia"), Jakarta, Indonesia.

Information on Shareholdings

as at 13 March 2026

Information on shareholdings

Issued and fully paid-up capital	:	SGD133,451,118
Number of shares issued	:	287,011,177
Class of shares	:	ordinary shares
Voting rights	:	one vote per share

Distribution of shareholders

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 - 99	56	5.15	2,657	0.00
100 - 1,000	158	14.52	90,525	0.03
1,001 - 10,000	608	55.88	2,399,795	0.84
10,001 - 1,000,000	247	22.70	20,782,700	7.24
1,000,001 AND ABOVE	19	1.75	263,735,500	91.89
TOTAL	**1,088**	**100.00**	**287,011,177**	**100.00**

Shareholding held by the public

Based on the information available to the Company as at 13 March 2026, approximately 21.99% of the issued ordinary shares of the Company is held by the public and, therefore, Rule 723 of the Listing Manual issued by the Singapore Exchange Securities Trading Limited is complied with.

Substantial shareholders

Name of shareholders	Direct interest No. of shares	Direct interest % of shares	Deemed interest No. of shares	Deemed interest % of shares
Kencana Holdings Pte Ltd	152,555,224	53.15	–	–
Newbloom Pte. Ltd.	57,402,236	20.00	–	–
Wilmar International Limited (1)	–	–	57,402,236	20.00
Henry Maknawi (2)	1,774,970	0.62	152,555,224	53.15

Notes:-

(1) Wilmar International Limited is deemed to be interested in the shares held by Newbloom Pte. Ltd. by virtue of its 100% shareholding interest in Newbloom Pte. Ltd..

(2) Mr Henry Maknawi is deemed to be interested in the shares held by Kencana Holdings Pte Ltd by virtue of his 43.41% shareholding interest in Kencana Holdings Pte. Ltd..

Twenty Largest Shareholders

No.	Name	No. of Shares	%
1	KENCANA HOLDINGS PTE LTD	152,555,224	53.15
2	NEWBLOOM PTE LTD	57,402,236	20.00
3	DBS NOMINEES (PRIVATE) LIMITED	11,492,230	4.00
4	PHILLIP SECURITIES PTE LTD	7,558,375	2.63
5	KONG KOK CHOY	6,717,700	2.34
6	DBS VICKERS SECURITIES (SINGAPORE) PTE LTD	4,017,340	1.40
7	MORPH INVESTMENTS LTD	3,937,100	1.37
8	OCBC SECURITIES PRIVATE LIMITED	2,210,375	0.77
9	SOEKARTO	2,168,080	0.76
10	IFAST FINANCIAL PTE. LTD.	2,069,250	0.72
11	GLOBAL PALM RESOURCES HOLDINGS LIMITED	1,995,600	0.70
12	HENRY MAKNAWI	1,774,970	0.62
13	CHONG YEN CHAN	1,732,050	0.60
14	DICKY PERMANA	1,596,090	0.56
15	PANG WING SENG	1,533,050	0.53
16	SOEPRAPTO KASNAWI ABDUL LATIF	1,436,480	0.50
17	KGI SECURITIES (SINGAPORE) PTE. LTD	1,296,800	0.45
18	RAFFLES NOMINEES (PTE.) LIMITED	1,187,600	0.41
19	CITIBANK NOMINEES SINGAPORE PTE LTD	1,054,950	0.37
20	LIM KIM CHIN	916,150	0.32
	TOTAL	**264,651,650**	**92.20**

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 2026 Annual General Meeting of the Company will be held at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558, Esplanade Room 3 & 4, Level 4 on 24 April 2026 at 2.00 p.m. to transact the following businesses:

All capitalised terms used which are not defined herein shall unless the context otherwise requires have the same meanings ascribed to them in Appendix II to this Notice (including supplements and modifications thereto).

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and Audited Financial Statements of the Company for the year ended 31 December 2025 together with the Auditors' Report thereon. **Resolution 1**
2. To re-elect the following director retiring pursuant to the Company's Constitution: Mr Henry Maknawi (Regulation 93) **Resolution 2**
3. To re-elect the following director retiring pursuant to the Company's Constitution: Mr Albert Maknawi (Regulation 93) **Resolution 3**
4. To re-elect the following director retiring pursuant to the Company's Constitution: Mr Charles Loo Cheau Leong (Regulation 99) [See Explanatory Note (i)] **Resolution 4**
5. To approve the Directors' fees of SGD 168,500 for the year ending 31 December 2026, payable quarterly in arrears. **Resolution 5**
6. To declare a final exempt (one-tier) dividend of SGD 0.015 per ordinary share for the year ended 31 December 2025. **Resolution 6**
7. To re-appoint RSM SG Assurance LLP as the Auditors for the ensuing year and to authorise the Directors to fix their remuneration. **Resolution 7**

AS SPECIAL BUSINESS

To consider and, if thought fit, to pass the following Resolutions as Ordinary Resolutions, with or without amendments:

8. **Proposed Share Issue Mandate** **Resolution 8**

"That pursuant to Section 161 of the Companies Act 1967 and the listing rules of the Singapore Exchange Securities Trading Limited ("SGX-ST"), the Directors of the Company be authorized and empowered to:

(a) (i) allot and issue shares in the Company ("shares") whether by way of rights, bonus or otherwise; and/or

(ii) make or grant offers, agreements or options (collectively, "Instruments") that might or would require shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors of the Company may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue shares in pursuance of any Instrument made or granted by the Directors of the Company while this Resolution was in force, provided that:

(1) the aggregate number of shares (including shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed fifty per centum (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of shares and Instruments to be issued other than on a pro rata basis to existing shareholders of the Company shall not exceed twenty per centum (20%) of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of shares that may be issued under sub-paragraph (1) above, the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:

(a) new shares arising from the conversion or exercise of any convertible securities;

(b) new Shares arising from exercising share options or vesting of share awards, provided that such share options or share awards were granted in compliance with Part VIII of Chapter 8 of the listing rules of the SGX-ST; and

(c) any subsequent bonus issue, consolidation or subdivision of shares;

and, in sub-paragraph (1) above and this sub-paragraph (2), "subsidiary holdings" has the meaning given to it in the listing rules of the SGX-ST;

Adjustments in accordance with sub-paragraph (2)(a) or sub-paragraph (2)(b) above are only to be made in respect of new shares arising from convertible securities, share options or share awards which were issued and outstanding or subsisting at the time of the passing of this Resolution.

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the listing rules of the SGX-ST for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution of the Company; and

(4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company or the date by which the next Annual General Meeting of the Company is required by law to be held whichever is earlier."

[See Explanatory Note (ii)]

Notice of Annual General Meeting (Cont'd)

9. **The Proposed Renewal of 2025 IPT Mandate** **Resolution 9**

"THAT:-

(a) approval be and is hereby given for the Company, its subsidiaries and associated companies or any of them to enter into any of the transactions falling within the categories of interested person transactions set out in Section 2.2.2 of the Appendix I to the Annual Report dated 08 April 2026 (the "Appendix I"), with any party who is of the class or classes of interested persons described in Section 2.3 of the Appendix I, provided that such transactions are made on normal commercial terms in accordance with the review procedures for interested person transactions as set out in Section 2.6 of the Appendix I (the "IPT Mandate");

(b) the IPT Mandate shall, unless revoked or varied by the Company in general meeting, continue to be in force until the conclusion of the next Annual General Meeting of the Company;

(c) the Audit & Risk Management Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of procedures and/or to modify or implement such procedures as may be necessary to take into consideration any amendment to Chapter 9 of the listing rules which may be prescribed by SGX-ST from time to time; and

(d) the Directors of the Company and each of them be and are hereby authorised and empowered to complete and to do all such acts and things, and to approve, modify, ratify and execute such documents, acts and things as they, he or she may consider necessary, desirable or expedient to give effect to the abovementioned resolutions."

10. **Proposed Adoption of the Share Buyback Mandate** **Resolution 10**

THAT:

(i) for the purposes of the Companies Act 1967, the exercise by the Directors of the Company of all the powers of the Company to purchase or otherwise acquire issued ordinary shares in the capital of the Company (the "Shares") not exceeding in aggregate the Maximum Percentage (as defined below), at such price(s) as may be determined by the Directors from time to time up to the Maximum Price (as defined below), whether by way of:

a) on-market purchases (the "On-Market Purchases") transacted through the SGX-ST's trading system or on another stock exchange on which the issuer's equity securities are listed; and/or

b) off-market purchases (the "Off-Market Purchases"), in accordance with an equal access scheme as defined in Section 76C of the Companies Act 1967,

and otherwise in accordance with all laws, regulations and the listing rules of the SGX-ST as may for the time being be applicable, be and is hereby authorised and approved generally and unconditionally (the "Share Buyback Mandate", as set out in Appendix II to this Notice);

(ii) unless varied or revoked by the Company in a general meeting, the authority conferred on the Directors of the Company pursuant to the Share Buyback Mandate may be exercised by the Directors of the Company at any time and from time to time during the period commencing from the date of the passing of this resolution relating to the Share Buyback Mandate and expiring on:

a) the date on which the next AGM of the Company is held or required by law or the Constitution to be held, whichever is earlier;

b) the date on which the purchases or acquisitions of Shares by the Company pursuant to the Share Buyback Mandate are carried out to the full extent mandated; or

c) the date on which the authority contained in the Share Buyback Mandate is varied or revoked by the Shareholders in a general meeting,

(iii) in this resolution relating to the Share Buyback Mandate:

"**Average Closing Price**" means the average of the closing market prices of the Shares traded on the SGX-ST over the last five (5) Market Days, on which transactions in the Shares were recorded, immediately preceding the day of the Market Acquisition by the Company or, as the case may be, the day of the making of the offer pursuant to the Off-Market Acquisition, and deemed to be adjusted for any corporate action that occurs during the relevant five (5)-Market Day period and the day on which the Market Acquisition is made or, as the case may be, the day of the making of the offer pursuant to the Off-Market Acquisition;

"**day of the making of the offer**" means the day on which the Company announces its intention to make an offer for the purchase of Shares from the Shareholders, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Acquisition;

"**Market Day**" means a day on which the SGX-ST is open for trading of securities;

"**Maximum Percentage**" means the total number of Shares that may be purchased or acquired which shall not exceed 10% of the total number of issued Shares excluding treasury shares and subsidiary holdings as at the date of the AGM at which the Share Buyback Mandate is approved, unless: (i) the Company has, at any time during the relevant period, reduced its share capital by a special resolution under Section 78C of the Companies Act 1967; or (ii) the court has, at any time during the relevant period, made an order under Section 78I of the Companies Act 1967 confirming the reduction of share capital of the Company, in which event, the total number of issued Shares excluding treasury shares and subsidiary holdings shall be taken to be the total number of issued Shares excluding treasury shares and subsidiary holdings as altered by the special resolution of the Company or the order of the Court, as the case may be; and

"**Maximum Price**" in relation to a Share to be purchased, means the maximum purchase price (excluding brokerage, stamp duties, applicable goods and services tax and other related expenses) not exceeding:

(a) in the case of an On-Market Purchase, 105% of the Average Closing Price of the Shares; and

(b) in the case of an Off-Market Purchase pursuant to an equal access scheme, 120% of the Average Closing Price of the Shares.

Notice of Annual General Meeting (Cont'd)

(iv) any Share that is purchased or otherwise acquired by the Company pursuant to the Share Buyback Mandate shall, at the discretion of the Directors of the Company; either be cancelled or held in treasury and dealt with in accordance with the Companies Act 1967; and

(v) the Directors and/or any of them be and are hereby authorised to complete and do all such acts and things (including without limitation, executing such documents as may be required and to approve any amendments, alterations or modifications to any documents) as they or he may consider desirable, expedient or necessary to give effect to the transactions contemplated and/or authorised by this resolution relating to the Share Buyback Mandate.

[See Explanatory Note (iii)]

11. To transact any other business which may be properly transacted at an Annual General Meeting.

Explanatory Note:

(i) Mr Charles Loo Cheau Leong shall, upon re-election as Director of the Company, remain as a member of the Audit & Risk Management Committee and the Remuneration Committee.

(ii) The proposed Resolution 8 above, if passed, will empower the Directors of the Company, effective until the conclusion of the next Annual General Meeting of the Company, or the date by which the next Annual General Meeting of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to issue shares, make or grant instruments convertible into shares and to issue shares pursuant to such instruments, up to a number not exceeding, in total, 50% of the total number of issued shares (excluding treasury shares and subsidiary holdings, if any) in the capital of the Company, of which up to 20% may be issued other than on a pro-rata basis to shareholders.

(iii) The proposed Ordinary Resolution 10 above, if passed, will empower the Directors to purchase or otherwise acquire Shares on the terms of the Share Buyback Mandate as set out in the resolution and a further letter to the members of the Company in Appendix II to this Notice ("Appendix II"). Please refer to the said Appendix II for more details. The Company may use internal sources of funds or any appropriate external borrowings and/or funds from any new issues of equity to finance any purchases or acquisitions of Shares pursuant to the Share Buyback Mandate. Illustrative financial effects of the Share Buyback Mandate are set out in paragraph 2.7 of Appendix II.

By Order Of the Board

LEE YING YING
Company Secretary

08 April 2026

NOTES:

1) **AGM, Annual Report and documents related to the AGM**

The members of the Company are invited to attend physically at the AGM. There will be no option for members to participate virtually. Printed copies of the Annual Report will not be despatched to members. Printed copies of this Notice of AGM and the proxy form (the "Proxy Form") will be despatched to members. This Notice of AGM, Appendixes to the Notice, the Proxy Form and the Annual Report can be accessed at:

(a) the company's corporate website at http://www.kencanaagri.com; or

(b) SGXNET at https://www.sgx.com/securities/companyannouncements.

2) **Arrangement for participation in the AGM physically**

Members (including CPF and SRS Investors (as defined below)) may participate in the AGM by:

(a) attending the AGM in person;

(b) submitting questions to the Chairman of the Meeting in advance of, or at, the AGM; and/or

(c) voting at the AGM:

(i) themselves personally; or

(ii) through their duly appointed proxy/ies.

An investor who holds shares, under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investor") who wish to appoint the Chairman of the AGM (and not third-party proxy(ies)) as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 14 April 2026, being seven (7) working days prior to the date of the AGM.

3) A member of the Company who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM in his/her/its stead.

4) Pursuant to Section 181 of the Companies Act 1967 (Singapore), any member who is a relevant intermediary is entitled to appoint one or more proxies to attend, speak and vote at the AGM. "Relevant intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967 (Singapore).

5) A member can appoint the Chairman of the Meeting as his/her/its proxy but this is not mandatory.

If a member wishes to appoint the Chairman of the Meeting as proxy, such member (whether individual or corporate) must give specific instructions as to voting for, voting against, or abstentions from voting on, each resolution in the instrument appointing the Chairman of the Meeting as proxy. If no specific direction as to voting is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the Chairman of the Meeting will vote or abstain from voting at his discretion.

6) The completed and signed Proxy Form must be submitted to the Company in the following manner:

(a) by post or sent personally to the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue #14-07, Keppel Bay Tower, Singapore 098632 (Opening Hours are 9.00 a.m. to 5.30 p.m., Mondays to Fridays (excluding Public Holidays)); or

Notice of Annual General Meeting (Cont'd)

(b) by electronic mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at srs.proxy@boardroomlimited.com.

in either case, to be received not later than 2.00 p.m. on 21 April 2026 (being not less than 72 hours before the time appointed for holding the AGM and at any adjournment thereof), failing which the proxy form will be treated as invalid. Members are strongly encouraged to submit completed proxy form electronically via email.

Submission of Questions in Advance:

1) Members (including CPF or SRS investors) may submit questions related to the resolutions to be tabled for approval at the AGM. To do so, all questions must be submitted and received by the Company by 2.00 p.m. on 14 April 2026 in the following manner:

(a) by post or sent personally to the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue #14-07, Keppel Bay Tower, Singapore 098632 (Opening Hours are 9.00 a.m. to 5.30 p.m., Mondays to Fridays (excluding Public Holidays)); or

(b) by electronic mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd., at srs.teame@boardroomlimited.com.

Members are strongly encouraged to submit completed questions electronically.

2) Members (including CPF or SRS investors) will need to identify themselves when posing questions by email or by mail by providing the following details:

(a) the member's full name as it appears on his/her/its CDP/CPF/SRS/Scrip-based share records;

(b) the member's NRIC/Passport/UEN number;

(c) the member's contact number and email address; and

(d) the manner in which the member holds his/her/its Shares in the Company (e.g. via CDP, Scrip-based, CPF or SRS).

The Company will not be able to answer questions from persons who provide insufficient details to enable the Company to verify his/her/its shareholder status.

3) The Company will address substantial and relevant questions which are submitted by members in advance of the AGM by the stipulated deadline by publishing the responses to the questions on SGXNet at https://www.sgx.com/securities/company-announcements and on the Company's corporate website at http://www.kencanaagri.com by 2.00 p.m. on 16 April 2026. The Company will also address any subsequent clarifications sought, or follow-up questions in respect of such substantial and relevant questions during the AGM. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

General:

The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable form the instructions of the appointor specified on and/or attached to the Proxy Form. In addition, in the case of a member whose shares are entered in the Depository Register, the Company may reject a Proxy Form if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Photographic, sound and/or video recordings of the AGM may be made by the Company for record keeping and to ensure the accuracy of the minutes prepared of the AGM. Accordingly, the personal data of a member (such as his name, his presence at the AGM and any questions he may raise or motions he propose/second) may be recorded by the Company for such purpose.

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KENCANA AGRI LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number: 200717793E)

PROXY FORM

ANNUAL GENERAL MEETING

IMPORTANT:

1. Relevant intermediaries as defined in Section 181 of the Companies Act 1967 (Singapore) may appoint more than two proxies to attend, speak and vote at the Annual General Meeting ("AGM").
2. An investor who holds shares under the Central Provident Fund Investment Scheme ("CPF Investor") and/or the Supplementary Retirement Scheme ("SRS Investors") (as may be applicable) may attend and cast his/her vote(s) at the AGM in person. CPF and SRS Investors, who are unable to attend the AGM but would like to vote, may inform their CPF and/or SRS Approved Nominees to appoint the Chairman of the AGM to act as their proxy, in which case, the CPF and SRS Investors shall be precluded from attending the AGM.
3. This Proxy Form is not valid for use by CPF/SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.

*I/We ______________________________

NRIC/Passport No./ Registration No. ____________________ of ____________________

____

being a member(s) of Kencana Agri Limited (the "Company"), hereby appoint:

Name	***NRIC/Passport No.**	**Proportion of Shareholdings**	
		No. of Shares	**(%)**
Address			

and/or (delete as appropriate)

Name	***NRIC/Passport No.**	**Proportion of Shareholdings**	
		No. of Shares	**(%)**
Address			

or failing *him/her, the Chairman of the Meeting as *my/our *proxy/proxies to attend, speak and vote for *me/us on *my/our behalf at the Annual General Meeting to be held at Carlton Hotel Singapore, 76 Bras Basah Road, Singapore 189558, Esplanade Room 3 & 4, Level 4 on 24 April 2026 at 2.00 p.m.*I/We direct *my/our *proxy/proxies to vote in the manner indicated below. If no specific direction as to voting is given, *my/our *proxy/proxies may vote or abstain at his discretion.

No.	Resolutions	For**	Against**	Abstain**
1	Directors' Statement and Audited Accounts for the year ended 31 December 2025			
2	Re-election of Mr Henry Maknawi as Director			
3	Re-election of Mr Albert Maknawi as Director			
4	Re-election of Mr Charles Loo Cheau Leong as Director			
5	Approval of Directors' fees for the year ending 31 December 2026			
6	Declaration of a final exempt (one-tier) dividend			
7	Re-appointment of RSM SG Assurance LLP as Auditors			
8	Proposed Share Issue Mandate			
9	The Proposed Renewal of 2025 IPT Mandate			
10	The Proposed Adoption of the Share Buyback Mandate			

Notes:

* Delete accordingly.

** Please indicate with a cross [**X**] in the space provided whether you wish to cast all your votes for or against or to abstain from voting on each resolution as set out in the Notice of AGM. Alternatively, if you wish to exercise your votes both for and against any resolution and/or to abstain from voting on any resolution, please indicate the number of shares in the respective spaces provided.

Dated this __________ day of ______________ 2026

Total Number of Shares held:	**No. of Shares**
(a) CDP Register	
(b) Register of Members	

____

Signature(s) of member(s) or common seal

IMPORTANT: PLEASE READ NOTES OVERLEAF

NOTES:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of shares. If you have shares registered in your name in the Register of Members, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this form of proxy will be deemed to relate to all the shares held by you.

2. A member of the Company who is not a relevant intermediary is entitled to appoint not more than two proxies to attend, speak and vote at the AGM in his/her/its stead.

3. Where a member appoints more than one proxy, the member shall specify the proportion of shareholdings (expressed as a percentage of the whole) to be represented by each proxy. If no proportion of shareholdings is specified, the proxy whose name appears first shall be deemed to carry one hundred per cent (100%) of the shareholdings of his/her/its appointor and the proxy whose name appears after shall be deemed to be appointed in the alternate.

4. In relation to a relevant intermediary who wishes to appoint more than two proxies, it should annex to the instrument appointing a proxy or proxies the list of proxies, setting out, in respect of each proxy, the name, address, NRIC/Passport Number and proportion of shareholding (number of shares and percentage) in relation to which the proxy has been appointed. For the avoidance of doubt, a CPF Agent Bank who intends to appoint CPF investors as its proxies shall comply with this Note.

5. A proxy need not be a member of the Company.

6. The instrument appointing the proxy must be under the hand of the appointor or of his/her/its attorney duly authorized in writing. Where the proxy form is executed by a corporation, it must be executed either under its common seal or under the hand of its attorney or duly authorized officer(s).

7. Where an instrument appointing the proxy is signed on behalf of the appointor by an attorney, the letter or power of attorney or a duly certified copy thereof (failing previous registration with the Company) must be lodged with the instrument of proxy, failing which the instrument may be treated as invalid.

8. The completed and signed proxy form must be submitted to the Company in the following manner:

   (a) by post or sent personally to the office of the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at 1 Harbourfront Avenue #14-07 Keppel Bay Tower, Singapore 098632 (Opening Hours are 9.00 a.m. to 5.30 p.m., Mondays to Fridays (excluding Public Holidays)); or

   (b) by electronic mail to the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte. Ltd. at srs.proxy@boardroomlimited.com.

   And must be received by the Company by 2.00 p.m. on 21 April 2026 (Singapore time) (being 72 hours before the time appointed for holding the AGM).

   Members are strongly encouraged to submit completed proxy forms electronically.

9. Persons who hold shares though relevant intermediaries (as defined in Section 181 of the Companies Act 1967 (Singapore)), including CPF and SRS investors, and who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 14 April 2026 (Singapore time).

General:

The Company shall be entitled to reject a proxy form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on and/or attached to the proxy form. In addition, in the case of a member whose shares are entered in the Depository register, the Company may reject a proxy form if the member, being the appointor, is not shown to have shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the AGM, as certified by The Central Depository (Pte) Limited to the Company.

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