FORGING A BOLD FUTURE

Olam Group Limited Annual Report 2022

About Olam Group

Olam Group is a leading food and agribusiness supplying food, ingredients, feed and fibre to 20,200 customers worldwide. Our value chain spans over 60 countries and includes farming, origination, processing and distribution operations.

Through our Purpose to 'Re-imagine Global Agriculture and Food Systems', Olam Group aims to address the many challenges involved in meeting the needs of a growing global population, while achieving positive impact for farming communities, our planet and all our stakeholders.

Headquartered and listed in Singapore, Olam Group currently ranks among the top 30 largest primary listed companies in Singapore in terms of market capitalisation on SGX-ST.

Contents

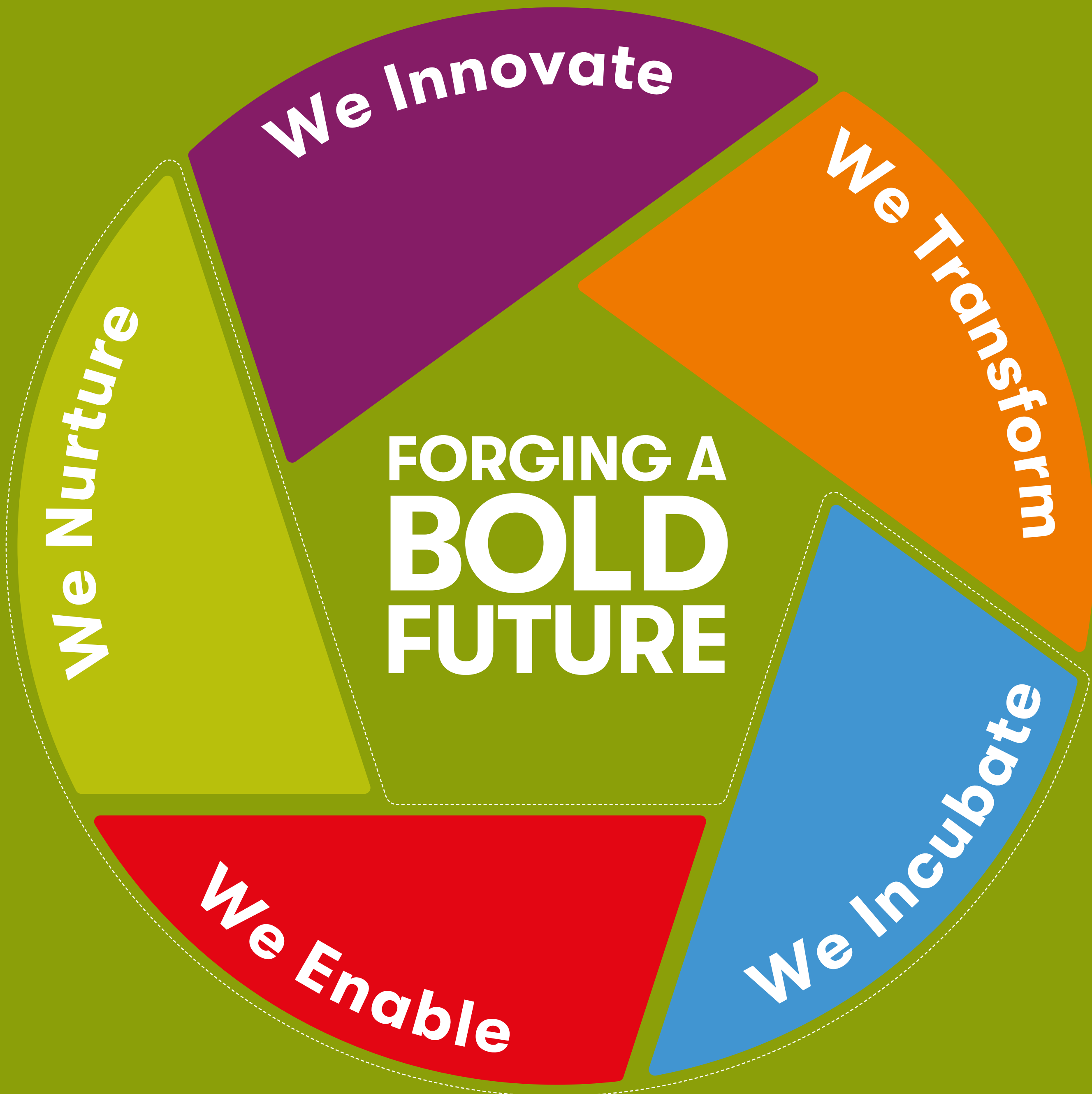
Forging a Bold Future

In January 2020, we announced a transformational Re-organisation to create distinct operating groups, each with a clear and differentiated strategy for growth.

Each group is Forging a Bold Future by optimising their expertise, capabilities, and resources to capitalise and service growing opportunities in their respective market. We have continued to pursue our plan through 2022.

Group at a glance

We grow, source, trade, process, manufacture and distribute food ingredients, feed and fibre including cocoa, coffee, wheat, rice, cotton and wood, alongside trading and risk management expertise to customers around the globe. Those we work with range from large-scale farmers to smallholders, from food manufacturers to artisanal chefs, from packaged food producers to retailers, and from feed producers to cotton spinners. We deliver our products and services through our different businesses, with the support of our employees.



1

ofi
make it real

ofi is partnering with customers to co-create solutions that anticipate and meet changing consumer preferences.

Our product platforms include: cocoa; coffee; dairy; nuts; and spices.

Read more on page 34.

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Olam Agri

Olam Agri is transforming food, feed and fibre to cultivate a more sustainable future.

Our product platforms include: grains and oilseeds; rice; edible oils; specialty grains and seeds; integrated feed and protein; cotton; wood products; rubber; and commodity financial services.

Read more on page 48.

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Olam

Remaining Olam Group is responsible for incubating new sustainability and digital platforms for growth; providing IT, digital and shared services; holding and developing our continuing and gestating businesses and responsible for the divestment of our non-core assets to partially or fully monetise these.

Read more on page 58.

i

nupo VENTURES

Nupo Ventures is unleashing the potential of next-generation businesses to positively impact people and our planet.

Our ventures include: Terrascope; Jiva; Re~; and Adva.

Read more on page 62.

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MINDSPRINT

Mindsprint offers digital solutions to empower businesses to meet today's needs and anticipate tomorrow's challenges.

Our services include: digital transformation; enterprise transformation; business process services; and cybersecurity and privacy services.

Read more on page 68.

iii

Olam

Olam Global Holdco leverages food, agriculture and emerging market expertise to develop businesses along the value chain.

Our businesses include: Olam Palm Gabon; Olam Rubber Gabon; Caraway; and Rusmolco, Arise P&L.

Read more on page 72.

Our transformation journey

In January 2020, Olam Group announced a transformational Re-organisation Plan to split the company into three distinct and coherent operating groups that are Purpose-led and future-ready in order to maximise Olam's long-term value on a sustained basis.

Step 1

Re-segmentation

Status: Completed

Re-segmented the current business into three distinct operating groups under Olam Group.

Developed new reporting segments and key financial metrics for each operating group.

Reported 2020 and 2021 results on basis of new operating groups and segments with historical comparative financials.

Step 2

Re-organisation

Status: Completed

Developed Targeted Operating Model (TOM) for the new operating groups, including embedded business, country/regional structures, and central functions.

Dedicated leadership and management teams for each of the operating groups in place.

Hiring of new talent for the key capabilities required to pivot both the **ofi** and Olam Agri businesses.

ofi IPO and concurrent demerger, Olam Agri strategic options subject to shareholder and regulatory approvals

Status: Ongoing

ofi: Plan primary listing on the premium segment of LSE and a concurrent listing subject to prevailing market conditions.

Olam Agri: Plan dual listing of Olam Agri as early as H1 2023 with primary listing on the mainboard of SGX and a possible concurrent listing on the Saudi Exchange of the Kingdom of Saudi Arabia, subject to prevailing market conditions. Seek shareholder approval for the concurrent Olam Agri IPO on SGX and demerger of Olam Agri Holdings from the Group by distribution in specie of shares in Olam Agri to shareholders.

Remaining Olam Group: On completion of Olam Agri, **ofi** IPOs, the Group will remain listed on the SGX with Olam Global Holdco, Nupo Ventures and Mindsprint as its businesses. Continue to responsibly divest de-prioritised assets marked for exit and partially/fully monetise gestating assets to reduce leverage. Evaluate various strategic options for Nupo Ventures and Mindsprint.

Carve-out and separation

Status: Completed

Dedicated implementation teams for separation.

Programme Office, independent financial advisers, legal and tax advisers, PR and IR advisers appointed.

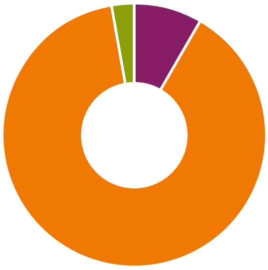
Carve-out and separation substantially completed for **ofi** and Olam Agri at end 2021.

Note: Shareholders should note that there is no certainty or assurance that such listing and demerger of **ofi** or Olam Agri will take place.

Financial and performance highlights

Volume
('000 Metric Tonnes)

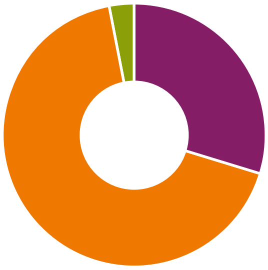
42,873.3
-5.6%



ofi	8.4%
Olam Agri	89.0%
Remaining Olam Group	2.6%

Revenue
(S$million)

54,901.0
+16.8%



ofi	29.9%
Olam Agri	67.2%
Remaining Olam Group	2.9%

EBIT
(S$million)

1,608.7
+13.1%

ofi	46.4%
Olam Agri	53.3%
Remaining Olam Group	0.3%

Invested Capital
(S$million)

19,332.5
+1.7%

ofi	59.7%
Olam Agri	26.5%
Remaining Olam Group	13.8%

Group sales revenue by region
(S$million)

54,901.0

Asia, Middle East and Australia	49.3%
Africa	16.0%
Europe	18.1%
Americas	16.6%

Group sourcing volume by region
('000 Metric Tonnes)

42,873.3

Asia, Middle East and Australia	26.4%
Africa	16.2%
Europe	20.3%
Americas	37.1%

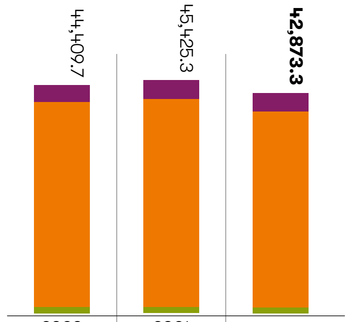
Financial highlights
For the 12 months ended 31 December
(S$million)

	2022	2021	% Change
Profit and Loss Statement			
Sales Volume ('000 Metric Tonnes)	**42,873.3**	45,425.3	(5.6)
Sales Revenue	**54,901.0**	47,002.0	16.8
Earnings Before Interest and Tax *	**1,608.7**	1,422.6	13.1
Adjusted Earnings Before Interest and Tax ^	**1,658.8**	1,459.9	13.6
Profit Before Tax	**727.2**	736.7	(1.3)
Profit After Tax and Minority Interest	**629.1**	686.4	(8.3)
Operational Profit After Tax and Minority Interest *	**781.5**	961.1	(18.7)
Per Share			
Earnings Per Share basic (cents)	**15.6**	18.3	(14.8)
Operational Earnings Per Share basic (cents) *	**19.6**	26.3	(25.4)
Net Asset Value Per Share (cents)	**199.3**	180.5	10.5
Net Dividend Per Share (cents)	**8.5**	8.5	–
Balance Sheet			
Total Assets	**31,953.8**	32,060.7	(0.3)
Total Invested Capital	**19,332.5**	19,012.2	1.7
Total Debt	**16,145.7**	16,710.2	(3.4)
Cash and Cash Equivalents	**4,805.6**	4,317.5	11.3
Shareholders' Equity	**7,659.1**	6,771.2	13.1
Cash Flow			
Operating Cash Flow Before Interest and Tax	**2,193.3**	1,787.3	22.7
Net Operating Cash Flow After Changes in Working Capital and Tax	**1,928.1**	1,298.1	48.5
Free Cash Flow to Firm	**2,698.9**	(602.8)	NM
Free Cash Flow to Equity	**1,949.4**	(1,030.5)	NM
Ratios			
Net Debt to Equity (times) **	**1.47**	1.72	(0.25)
Net Debt to Equity (times) adjusted for liquid assets **	**0.64**	0.75	(0.11)
Return on Beginning-of-period Equity (%) ^^	**9.3**	11.7	(2.4)
Return on Average Equity (%) ^^	**8.8**	10.8	(2.0)
Return on Invested Capital (%)	**6.3**	5.8	0.5
EBIT on Average Invested Capital (%)	**8.4**	8.0	0.4
Interest Coverage (times) #	**1.9**	2.4	(0.5)

* Excludes exceptional items
^ Excluding amortisation of acquired intangibles
** Before Fair Value Adjustment Reserves
# EBIT on total interest expense
^^ Excludes impact of capital securities distribution on net income and capital securities on equity

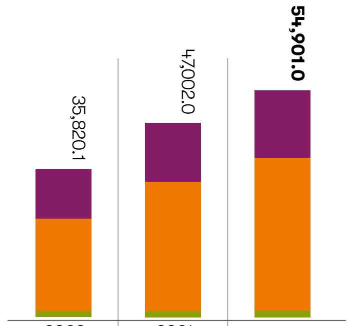
Three-year financial summary

Sales volume*
('000 Metric Tonnes)



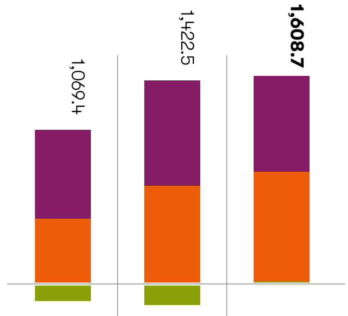
	2020 restated	2021 restated	2022
ofi	3,265.1	3,676.9	**3,585.1**
Olam Agri	39,925.5	40,607.1	**38,175.6**
Remaining Olam Group	1,219.1	1,141.3	**1,112.6**

Sales revenue*
(S$million)



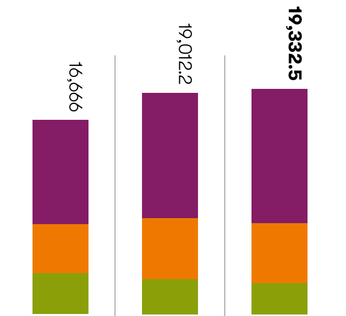
	2020 restated	2021 restated	2022
ofi	11,993.6	14,216.8	**16,391.7**
Olam Agri	22,407.9	31,276.9	**36,904.0**
Remaining Olam Group	1,418.6	1,508.3	**1,605.3**

Earnings Before Interest and Tax*
(S$million)



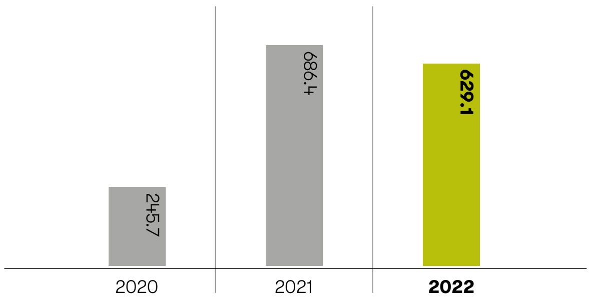
	2020 restated	2021 restated	2022
ofi	692.1	820.7	**746.5**
Olam Agri	497.0	752.9	**857.7**
Remaining Olam Group	(119.7)	(151.1)	**4.5**

Invested Capital*
(S$million)

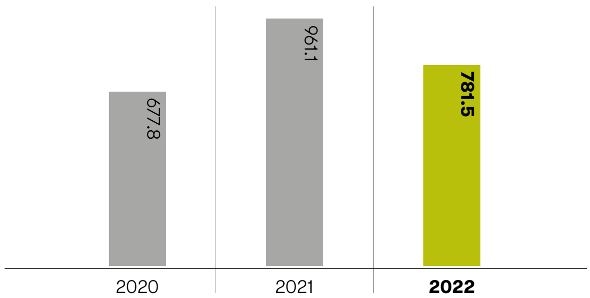


	2020 restated	2021 restated	2022
ofi	8,943.4	10,761.5	**11,545.9**
Olam Agri	4,210.7	5,242.1	**5,123.5**
Remaining Olam Group	3,511.9	3,008.6	**2,663.1**

Profit After Tax and Minority Interest
(S$million)



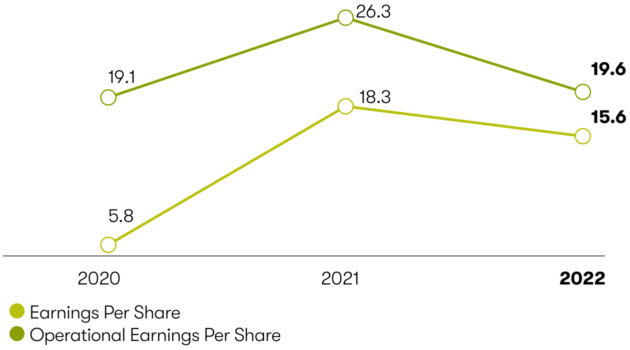
Operational Profit After Tax and Minority Interest**
(S$million)



* 2020 to 2022 financial results for operating groups have been re-stated to reflect intra-group adjustments
** Excludes exceptional items

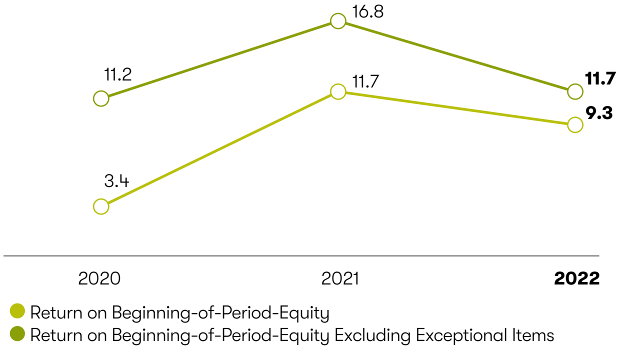
Earnings Per Share
(cents)

15.6 cents

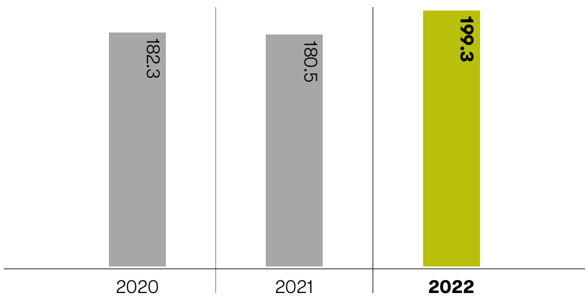


Return On Equity^^
(%)

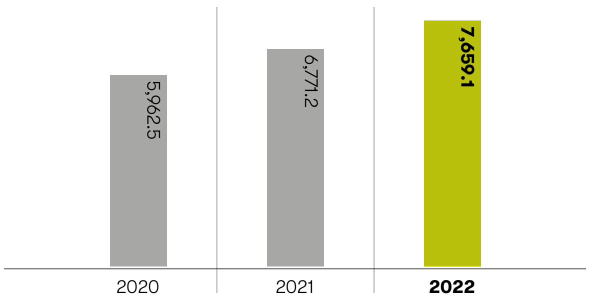
9.3%



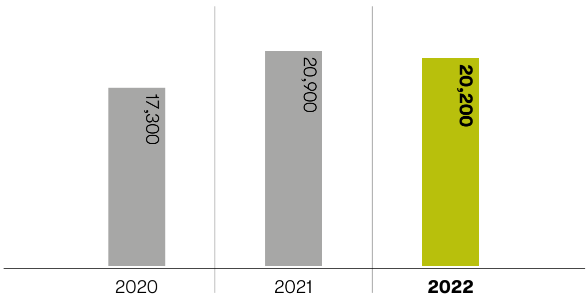
Net Asset Value Per Share
(cents)



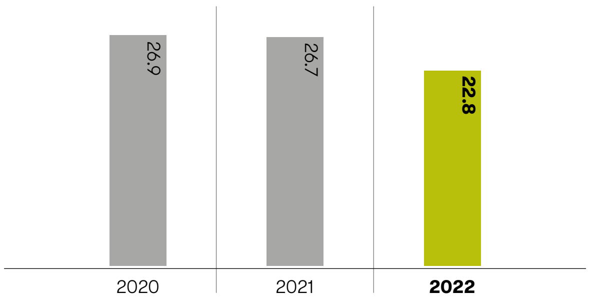
Shareholders' equity
(S$million)



Number of customers



Top 25 customers' share of total sales revenue
(%)



^^ Excludes impact of capital securities distribution on net income and capital securities on equity

Forging a bold future

"Standing firm on our solid foundations, differentiated business model and track record, the Group continued to forge ahead with our Re-organisation Plan so as to deliver sustained long-term growth and value creation for stakeholders."

Lim Ah Doo
Chairman, Non-Executive
& Independent Director

The year 2022 was yet another immensely difficult one – with the Ukraine-Russia war, inflationary pressures and rising interest rates among the latest in a line of defining challenges to have emerged.

Standing firm on our solid foundations, differentiated business model and track record, the Group continued to forge ahead with our Re-organisation Plan so as to deliver sustained long-term growth and value creation for stakeholders. We are now on the cusp of transformational growth.

Steady financial performance

The Group reported steady financial performance for 2022. Against a strong prior year and amid heightened geopolitical risks and significant macroeconomic volatility, we nonetheless delivered double-digit revenue and EBIT growth year-on-year, at S$54.9 billion (+16.8%) and S$1.6 billion (+13.1%) respectively.

Reported PATMI declined by 8.3% to S$629.1 million against the robust 2021 performance when we experienced a substantial bounce-back in demand as COVID-19 restrictions eased. The decline also came on the back of higher net finance costs in 2022 as benchmark rates rose globally, which affected almost all businesses. Excluding non-recurring exceptional items, Operational PATMI decreased by 18.7% to S$781.5 million.

Olam Agri delivered another strong year in 2022 against an exceptional performance in 2021, with revenue growing 18.0% and EBIT increasing by 13.9%, as most of its component business segments navigated the challenges over the past year well.

ofi made commendable progress operationally and strategically. Revenue grew by a healthy 15.3%, led by pricing growth in both its business segments. EBIT decreased 9% against a strong comparative prior period, as **ofi** was adversely impacted by external events in 2022. Initiatives taken to counter those effects are now flowing through and we are hopeful that its situation will improve over 2023.

The Remaining Olam Group saw revenue grow 6.4% and reported a significant EBIT turnaround to S$4.5 million, from a loss of S$151.1 million in 2021. This was due to better performance across all its segments.

During the year, we achieved a major milestone in our Re-organisation Plan through the sale of a substantial minority stake in Olam Agri to SALIC[1] for US$1.24 billion or S$1.72 billion, crystallising a benchmark equity valuation of US$3.5 billion (S$4.8 billion) for Olam Agri. The transaction resulted in a net gain of S$1.2 billion recorded in capital reserves. The proceeds from the sale also helped us generate a strong positive Free Cash Flow to Equity of S$1.9 billion (2021: -S$1.0 billion), while reducing our gearing from 1.72 times in 2021 to 1.47 times in 2022.

We are in a stronger financial position and our performance underscored the strengths and resilience of each of our operating groups, as we remain steadfast in the face of unprecedented geopolitical and macroeconomic challenges. We also demonstrated the growing effectiveness of our business transformation. In view of this, the Board has recommended a final dividend of 4.5 cents per share for 2022, taking total dividends for the year to 8.5 cents per share, the same level as 2021.

"We are in a stronger financial position and our performance underscored the competitive strengths and resilience of each of our operating groups, as we remain steadfast in the face of unprecedented geopolitical and macroeconomic challenges."

1. Saudi Agricultural and Livestock Investment Company

"Over the past 33 years, Olam's success has been founded on our resilience and ability to navigate even the most severe headwinds beyond our control."

Standing ready to unlock greater value and right-size for our future

The successful carve-out of **ofi** and Olam Agri into new and innovative operating entities demonstrates the Group's commitment to unlocking and maximising shareholder value, while also offering differentiated investment opportunities for existing and potential new shareholders.

In January 2023, we announced that the Group is planning a primary listing of Olam Agri on the Singapore Exchange and possible concurrent listing on the Saudi Exchange by the first half of 2023. The proposed Olam Agri IPO will be the first such dual-listing on these two markets, and the first on the Saudi Exchange by a company outside the Gulf Cooperation Council region. This would give investors an opportunity to tap into the global agri-industry and its trends at a time when the importance of food security is in sharp focus, and to invest in a company with a consistent growth track record.

ofi's plans for a concurrent listing on the London Stock Exchange and the Singapore Exchange remain on track and is expected to take place after Olam Agri is listed. Even as we prepare and stand ready to launch these IPOs, all listing plans remain subject to prevailing market conditions in order to realise the best value and to protect our shareholders' interest.

After the successful spin-offs of Olam Agri and **ofi**, Olam Group will remain listed on SGX with the current Remaining Olam Group businesses. The Group will target new strategic partners to support the future growth of new and incubating businesses in Nupo Ventures, our incubator for startups, and Mindsprint, our global shared services platform supporting all our operating groups that is also pivoting towards meeting IT services and digital needs of third parties. It will continue to divest non-core businesses to further reduce gearing, as well as nurture our gestating businesses to full potential and explore strategic options to monetise them.

Staying true to our Purpose

Over the past 33 years, Olam's success has been founded on our resilience and ability to navigate even the most severe headwinds beyond our control. In the face of such challenges, we have consistently made strategic choices necessary to adapt, to meet, and to anticipate the changing needs of our customers and markets.

Our leadership in our sector saw us named as a Fortune 500 company for a second consecutive year in 2022 – an acknowledgment that not only speaks to our brand credibility but also recognises our unwavering commitment to sustainable business practices and enabling rewarding livelihoods throughout our supply chain.

From our position as a leading agri-business and given our ability to address pressing global food security challenges, Olam will continue to play a part to catalyse the transformation of global food and agriculture systems.

As we continue our transformation, we are confident that each of our operating groups – born from our distinct culture – will be successful in their own right, capitalising on industry opportunities and leveraging their unique strengths to drive long-term growth and value for their shareholders.

Governance ensuring value creation

Rigorous governance policies and processes continue to play a critical role in supporting our Re-organisation journey. We continue to strengthen our capabilities in these areas so that we remain ready to protect the interests and concerns raised by various stakeholder groups.

We are proud to have established world-class Boards for both **ofi** and Olam Agri, and I would like to acknowledge the respective Directors' commitment, oversight and stewardship of the operating groups along the same strong principles of corporate governance and transparency that have always been a part of our larger culture.

It is from this place of gratitude that I thank all Olam Group Directors for steering Olam to where we are today. I would like to express our thanks to Mr Norio Saigusa, who resigned from the Board on 16 May 2022 due to internal restructuring of roles and responsibilities within Mitsubishi Corporation, for his contribution to the Board, and to the business and restructuring. I would like to welcome Mr Hideyuki Hori as Non-Executive Director of the Group. Hori brings to us more than 20 years of in-depth knowledge in the food and agriculture industry as well as extensive experience in corporate strategy, planning and investments.

I would also like to thank Mr Sanjiv Misra for his tenure as Non-Executive and Independent Director of Olam Group. Sanjiv played an integral role in our Re-organisation Plan, and we are grateful for his contribution and counsel over the past nine years.

Appreciation

Finally, I would like to thank our shareholders and other stakeholders – customers, suppliers, communities, our employees, and the financial community – for their continued support and trust in the Olam Group and its leadership. As economies and businesses continue to face unprecedented challenges, it is crucial that we live up to the confidence you have placed in us.

I am grateful to the executive teams for your steadfast dedication to our Company, as well as to the advisers and people working tirelessly behind the scenes, offering us invaluable guidance in executing the Re-organisation and preparing both **ofi** and Olam Agri for their next phase of growth.

These are exciting and rewarding times ahead for all of us. The Group remains optimistic in the opportunities that lie ahead and together with our leadership teams, we will continue to create sustainable value that positively impacts the livelihoods of the people and communities around us.

Thank you.

Lim Ah Doo
Chairman, Non-Executive
& Independent Director

US$1.24 bn
sale of a substantial minority stake in Olam Agri to SALIC

US$3.5 bn
benchmark equity valuation for Olam Agri

In 2022, we were recognised as a
Fortune 500 company
for a second consecutive year

8.5 cents
total dividend per share for 2022

"I would like to thank our shareholders and other stakeholders – customers, suppliers, communities, our employees, and the financial community – for their continued support and trust in the Olam Group and its leadership."

Delivering a clear and differentiated strategy for growth

"We achieved another strong year through the extraordinary efforts of our employees, as well as the partnerships we continue to forge with customers, communities and stakeholders."

Sunny Verghese
Executive Director, Co-Founder & CEO

2022 was another year of strong operating performance and continued progress against our transformational Re-organisation with each of our operating groups repositioned to tap into the growing demand in their respective sectors.

Our discipline in executing our strategy enabled us to ride industry tailwinds against a backdrop of a global environment where the cascading effects of COVID-19, geopolitical tensions, rising inflation and significant macroeconomic volatility brought into sharp relief the issues of food security and energy security.

Yet, our Re-organisation enabled our businesses to capitalise on shifts in the global marketplace and we achieved another strong year through the extraordinary efforts of our employees, as well as the partnerships we continue to forge with customers, communities and stakeholders. The way we came together and responded throughout the year underlines the significant role we can play to support the challenges facing our global food system and the longer-term issues facing global food and agriculture. It underscores the competitive strengths, unique positioning in the marketplace and capabilities of our businesses, as well as reinforcing the merits of a transformation that aims to deliver sustained long-term growth and value creation for stakeholders.

The war in Ukraine has had an enormous impact on global food supply chains with Ukrainian corn and wheat exports in the 2021/22 marketing year down 20% from projections made before the conflict.[1] While grain shipments continue, volumes remain constrained by the war, and farmers are facing liquidity issues coupled with the lack of quality seeds and fertiliser: these are expected to result in lower production yields for the year ahead. The Ukraine Grain Association forecasts a decline in production to around 50 million metric tonnes of grain, down 17 million metric tonnes in a year.[2]

World food prices hit a record high in 2022 with the Food and Agriculture Organization (FAO) food price index up 14.3% from 2021; the highest since 1990.[3] To date, domestic food price inflation remains elevated across all countries of varying income levels, with inflation levels above 5%[4] in 83.3% of low-income countries, 90.2% of lower-middle-income countries and 91% of upper- middle-income countries as noted by the World Bank.

High food prices driven by supply disruptions, higher on-farm, production and transportation costs, increased energy prices and inflationary pressures are having an adverse impact on livelihoods, particularly in emerging markets. We expect commodity prices and supply chain disruptions to ease from the highs of 2021/2022 although geopolitical uncertainties, volatile market conditions and high interest rates are likely to persist. We have leveraged our global sourcing and origination network to minimise disruptions for customers and are monitoring the short- and longer-term effects for global food and agricultural supply chains.

Maintaining resilient performance

We delivered strong operational PATMI in 2022 and saw robust revenue and EBIT growth for the year, despite a challenging operating environment. Revenue increased to S$54.9 billion largely due to higher prices across many products and commodities, while EBIT grew 13.1% to S$1.6 billion.

There was a good contribution from each of the Operating Groups with Olam Agri delivering another stellar year, **ofi** continuing to deliver a solid performance and a significant turnaround by the Remaining Olam Group.

Even as the industry grappled with increased working capital needs due to higher commodity prices, we maintained discipline in our use of capital and reduced our gearing while generating strong operating cash flows.

The Group is now at the cusp of a new transformational period as each of the operating groups have been repositioned to tap into the demand in their respective sectors. In the year ahead, we expect both Olam Agri and **ofi** to maintain their business momentum, capitalising on industry trends, the reopening of economies and the easing of supply chain disruptions. Likewise, we see opportunities for the businesses across the Remaining Olam Group to build on the positive turnaround achieved during the past year as they capitalise on the market opportunities for digital and sustainability solutions.

1. Source: https://farmdocdaily.illinois.edu/2023/02/the-russia-ukraine-war-and-changes-in-ukraine-corn-and-wheat-supply-impacts-on-global-agricultural-markets.html
2. Source: https://www.foodingredientsfirst.com/news/uncertainty-hangs-over-black-sea-grain-deal-renewal-while-ukraines-cereal-crops-decline.html
3. Source: https://www.reuters.com/markets/world-food-prices-hit-record-high-2022-despite-december-fall-2023-01-06/
4. Source: https://www.worldbank.org/en/topic/agriculture/brief/food-security-update

During the year, the respective groups continued to invest to expand and strengthen their capabilities to support growth. **ofi** acquired Coffee Club in Canada and Märsch Importhandels in Germany, as well as investing in new coffee manufacturing facilities in Brazil and dairy ingredient manufacturing in New Zealand, both of which are expected to be operational in 2023. Olam Agri's strategic investments were made in Processing & Value-added in Nigeria with the expansion of its fish feed milling capacity, its rice milling capacity and its fleet of trucks to more than 1,000 to support the logistics needs of its wheat milling and pasta business.

We are proud to have maintained our inclusion in Fortune's Global 500 list of companies, after being included for the first-time in 2021.

As we prepare Olam Agri for its proposed dual-listing in Singapore and the Kingdom of Saudi Arabia, we are progressing with the rest of our Re-organisation plan – the listing of **ofi** in London and Singapore – as well as developing new growth engines and reshaping our assets within the Remaining Olam Group to focus on the future of sustainability and digitalisation to offer its own value proposition for investors and stakeholders

Delivering on our Strategy and Re-organisation

Since we announced our transformational Re-organisation in January 2020, we have continued to make significant progress that has enabled **ofi**, Olam Agri and the Remaining Olam Group to establish clear and differentiated strategies following their carve-out on January 1, 2022, in order to chart their own independent futures and unlock long-term value for our shareholders.

On February 18, 2022, shareholders approved the proposed restructuring of the Group by way of a Scheme of Arrangement, which became effective on March 15, 2022 with Olam Group Limited as new parent company holding 100% each of **ofi**, Olam Agri and the Remaining Olam Group (comprising Olam Global Holdco, Nupo Ventures and Mindsprint). Olam Group Limited was listed on the mainboard of the Singapore Exchange on March 16, 2022 with Olam International Limited delisted at the same time.

In March 2022, Olam Group announced a strategic partnership with SALIC through the sale of a 35.43% minority stake in Olam Agri for S$1.7 billion. The transaction, completed in December, valued Olam Agri at US$3.5 billion which is equivalent to approximately 85% of the combined market capitalisation of the entire Olam Group. In line with our Re-organisation, this transformative deal illuminates and unlocks value in Olam Agri and crystallises a benchmark valuation for the business. Proceeds from the transaction have gone towards right-sizing Olam Group's capital structure and reducing its leverage, while capitalising on partnership synergies to support growth.

The Strategic Supply and Cooperation Agreement with SALIC is expected to realise synergies across our complementary strengths and position Olam Agri to access the Middle East markets.

Following the SALIC transaction, we intend to seek a primary listing for Olam Agri on the mainboard of the Singapore Exchange, while exploring a concurrent listing on the Saudi Exchange, subject to market conditions.

The decision to target an IPO for Olam Agri follows a thorough review in relation to maximising Olam Group's long-term shareholder value. The decision also considers the global agri-business trends, rising food security concerns and Olam Agri's strong growth and performance. Concurrently with the IPO, Olam Agri will be demerged from Olam Group, via a distribution in specie of shares in Olam Agri to Olam Group shareholders. Shareholders will not need to make any payment for shares in the newly listed Olam Agri and will continue to retain their shares in Olam Group.

We remain committed to the IPO of **ofi**, which will see a primary listing in London and a secondary listing in Singapore. This is subject to prevailing market conditions, and further updates on the timing and progress will be provided.

Should the IPOs for Olam Agri and **ofi** proceed, Olam Group will remain listed on the Singapore Exchange. The Remaining Olam Group will comprise:

- Olam Global Holdings (OGH), which warehouses and nurtures our gestating assets and continuing businesses to support them on the road towards progressive growth, with a view to partially and/or fully monetise them.
- Nupo Ventures (formerly Olam Ventures), a technology and sustainability-focused incubator that works hand-in-hand with entrepreneurs to grow Purpose-driven businesses which includes Terrascope (a smart platform enabling companies towards decarbonisation); Jiva (a digital solution helping smallholder farmers transform their lives and livelihoods); Re~ (a consumer snack brand business using all-natural, sustainably sourced ingredients); and Adva (a lifestyle app promoting daily habits for sustainable living). Read more on pages 62 to 67.
- Mindsprint (formerly Olam Technology and Business Services), our digital and technology solutions business offering digitally enabled IT services and expertise, which currently provides services to each of our operating groups, with a plan to utilise and deploy its capabilities to third party companies. Read more on pages 68 to 71.

Living up to our ESG commitments

Conducting business in an ethical, socially responsible and environmentally sustainable manner has long been central to Olam. We recognise the management of our non-financial capitals – Manufactured, Intellectual, Intangible, Natural, Human and Social – plays an intersectional and integral role in our ongoing profitability and performance. It also allows us to build and nurture meaningful and lasting relationships with our stakeholders. A further elaboration of our non-financial capitals and activities can be found in greater detail on pages 84 to 119.

Championing sustainability, and pioneering and integrating digital technologies, to transform how we engage farmers and serve customers has helped us to strive to improve livelihoods, strengthen communities and conserve our natural environments. Addressing climate change, deforestation and conserving natural resources cannot be dissociated from improving farmer livelihoods, strengthening health, water and sanitation, education and prosperity in rural communities.

Each of the operating groups continues to implement an approach to sustainability in line with their respective clear and differentiated strategies, with both **ofi** and Olam Agri establishing sustainability frameworks and targets that reflect their commitments to making positive impacts to reduce GHG emissions, improve energy and water use, as well as address areas across their value chains.

At COP27, we joined with 14 global agri-commodity companies to set out an agriculture sector roadmap to work towards reducing emissions from land use change consistent with a 1.5°C pathway. Additionally, along with leading food and agricultural companies, we supported the launch of an action plan to scale regenerative farming globally to tackle the impacts of climate change and biodiversity loss as part of the Agribusiness Task Force, part of the Sustainable Markets Initiative.

Sharing knowledge and experience is fundamental to tackle the climate challenge and, born out of our own years of experience in addressing decarbonisation in our operations, in June 2022 we launched Terrascope, a smart platform enabling companies to measure their emissions comprehensively and accurately while giving them the ability to take action and track progress to chart their decarbonisation journey. In a few months, it has been selected as the partner of choice by companies in APAC, Europe, Middle East and Australia on their journey to net-zero.

Supporting communities and improving the livelihoods of farmers and their families is crucial to our continued and long-term success. As part of the Steering Committee for the IDH Living Income Roadmap, we helped initiate the first multi-stakeholder Living Income Summit in June 2022, at which we presented a tool to estimate living income gaps for farmers and identify poverty hotspots across our supply chains; we are working with the Sustainable Food Lab and industry partners to refine and expand its scope beyond our supply chains in 2023.

We are delighted **ofi**'s cocoa business was recognised for its Cocoa Compass sustainability ambition in 2022, receiving the Sustainable Supply Chain of the Year at the Global Good Awards, as well as the Sustainability Innovation Award from Food Ingredients Europe. Further, in Nigeria Olam Agri's Seeds for the Future Foundation expanded its initiatives for women's empowerment to support women to develop commercial skills that can help them enhance their earning potential.

We are committed to high levels of corporate governance and alongside the Board, we continue to ensure that Olam is governed purposefully as we strive to deliver sustainable growth and equitable opportunities for all stakeholders. Greater detail can be found in the Corporate governance report in this document.

Engaging and working collaboratively with stakeholders is pivotal to continuing our progress across ESG. We see the tangible value of engagement across pubic and private sectors and multi-stakeholder initiatives to take collective positive action to combat the largest challenges we face, such as through our participation in the Business Commission to Tackle Inequality and Champions 12.3 to tackle reduce food loss and waste. Read more about how we are actively collaborating and engaging with our key stakeholders on page 86 of this report.

Driving innovation and operational efficiency

Consistency and efficiency are the direct result of the operational excellence fundamentally embedded in our business. Our ongoing investment in technology and data analytics has enabled us to continue to drive innovation and best-in-class efficiencies across our global operations.

Leveraging insights, and working closely with customers, is enabling our businesses to improve the quality of service and improve cost-efficiency, such as in Nigeria where our pasta business has transitioned from traditional cartons to shrink-wrapped packaging for some of our product lines.

Our focus on operational excellence is helping to minimise asset down time, enhance operating capacity and enhance quality standards. With targets around waste and water management and emissions, we have several initiatives focused to reduce these, as well as implementing innovative approaches such as heat recovery machines in our food processing facilities to capture heat to use it to heat water, saving fuel, money and significantly reducing emissions.

Similarly, we remain focused on the quality and safety of our products and working towards ISO 22000 food safety certification for all our processing plants, which we aim to achieve by the end of 2023. Greater detail on our Intellectual and Manufacturing Capitals can be found on page 104 to 116 respectively.

Supporting our people

Our sustainability initiatives in 2022 have been instrumental in enhancing our reputation as well as that of our customers, and in motivating employees who want to work for a company with Purpose. People remain our most valuable asset and we are focused on creating and maintaining a safe and inclusive workplace that supports diversity and equity, where every individual feels valued and respected. While our respective businesses are carving their own path, they retain key elements of the DNA that has driven Olam to success – an entrepreneurial spirit, integrity, mutual respect, and a commitment to sustainability.

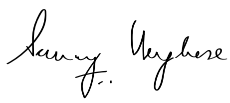
Following our biennial employee survey in December 2021, when engagement levels were 71% across the Group, further sessions with employees were conducted in 2022 to identify actions to improve engagement, particularly to support the operating groups as they develop and embed their own culture. We are pleased that our employee-focused approach continues to be recognised with a number of employer of choice awards in key markets during the year.

The safety and wellbeing of our employees remains paramount, and we continue to strengthen our focus on working to embed a zero-harm culture across all our businesses. Additionally, we have implemented several activities on mental health and wellness, as well as to improve nutrition for employees in line with the Workforce Nutrition Alliance.

I would like to thank every Olam employee around the world for their continued contribution, as well as their patience and tenacity as we have progressed with our Re-organisation. Our strong performance over the past year, and our successful growth over three decades is in no small measure a result of their hard work, dedication, innovation, and expertise. They have embraced the changes and are seizing the opportunities as each of our respective businesses set their own clear and differentiated strategies for growth. Together we have worked closely to serve our customers and with our business partners, suppliers and communities towards a global food and agriculture system that is more sustainable.

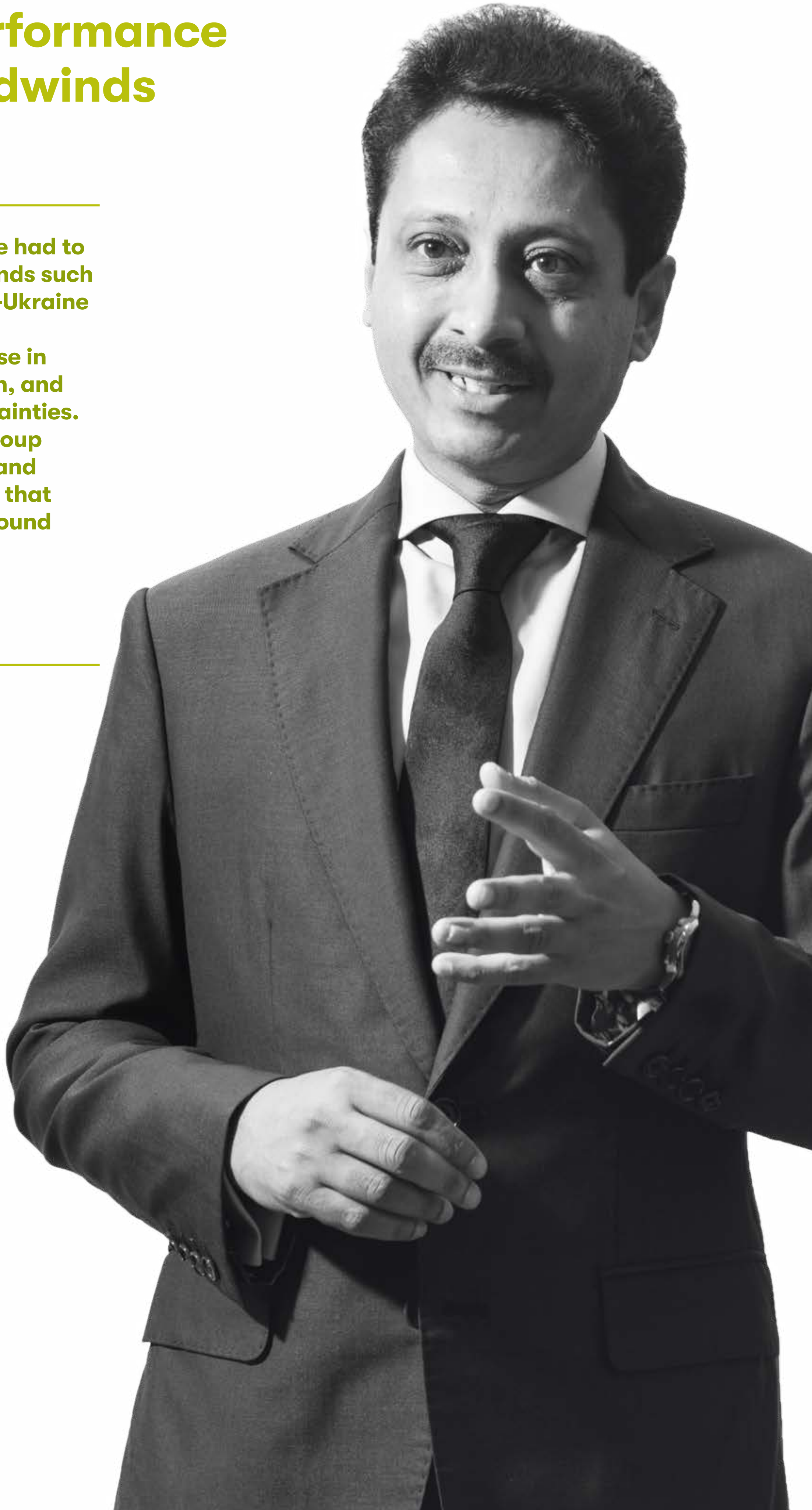
On behalf of our Board, I wish to thank our shareholders for their loyal support and strong mandate as we have executed our Re-organisation Plan and towards our planned IPOs and demergers of Olam Agri and **ofi**.

I remain grateful to the Board for their continued counsel, endorsement and guidance as we strive to push our businesses to forge a bold future and deliver sustained value for all our stakeholders.



Sunny Verghese
Executive Director, Co-Founder & CEO

Resilient performance despite headwinds



"In the last three years, we had to navigate several headwinds such as the pandemic, Russia-Ukraine war, global supply chain disruptions, rapid increase in interest rate and inflation, and other geopolitical uncertainties. Despite all that, Olam Group continues to be resilient and nimble. This is testament that the Group's strategy is sound and robust."

N Muthukumar
Group Chief Financial Officer

Highlights

Volume	EBIT	Operational PATMI	Gearing
42.9 m MT	**S$1.6 bn**	**S$781.5 m**	**1.47x**
-5.6%	**+13.1%**	**-18.7%**	**from 1.72x**

Revenue	PATMI	Invested Capital	Free Cash Flow to Equity
S$54.9 bn	**S$629.1 m**	**S$19.3 bn**	**S$1.9 bn**
+16.8%	**-8.3%**	**+1.7%**	**+3.0 bn**

S$ million	2022	2021	% Change
Volume ('000 MT)	**42,873.3**	45,425.3	(5.6)
Revenue	**54,901.0**	47,002.0	16.8
Net gain/(loss) in fair value of biological assets^	**90.9**	97.7	(7.0)
Depreciation & Amortisation	**(709.0)**	(627.2)	13.0
EBIT^	**1,608.7**	1,422.6	13.1
Adjusted EBIT^	**1,658.8**	1,459.9	13.6
Net Finance costs^	**(728.2)**	(411.2)	77.1
Taxation^	**(176.5)**	(133.9)	31.8
Exceptional items	**152.4**	(274.7)	(44.5)
PAT	**551.6**	602.8	(8.5)
PATMI	**629.1**	686.4	(8.3)
Operational PATMI^	**781.5**	961.1	(18.7)

^Excluding exceptional items

During the year under review, we recorded sales volume of 42.9 million metric tonnes, a 5.6% decrease compared to 2021.

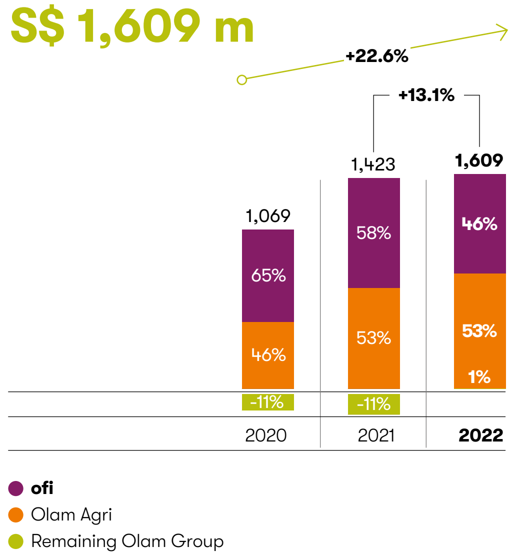
Despite lower sales volumes, revenue increased by 16.8% to S$54.9 billion (2021: S$47.0 billion) on higher selling prices across many products and commodities, including grains and oilseeds, cotton, edible oils, coffee, and dairy.

We achieved a healthy EBIT growth of 13.1% to S$1.6 billion. The Remaining Olam Group turned around to report positive EBIT at S$4.5 million (2021: -S$151.1 million). Compared to an exceptional prior year performance, Olam Agri maintained a strong performance in 2022 and achieved EBIT growth of 13.9% to S$857.7 million (2021: S$752.9 million). **ofi** reported lower EBIT of S$746.5 million against a very strong comparative prior year (2021: S$820.7 million), impacted by increased depreciation and amortisation from new investments and inflationary pressures, especially the sudden surge in energy costs.

Excluding amortisation of acquired intangibles, **ofi**'s Adjusted EBIT was S$788.5 million in 2022 compared with S$849.0 million in 2021. The Group's Adjusted EBIT would have been S$1.7 billion in 2022 or 13.6% higher compared with S$1.5 billion in the previous year.

EBIT (S$ million)

S$ 1,609 m



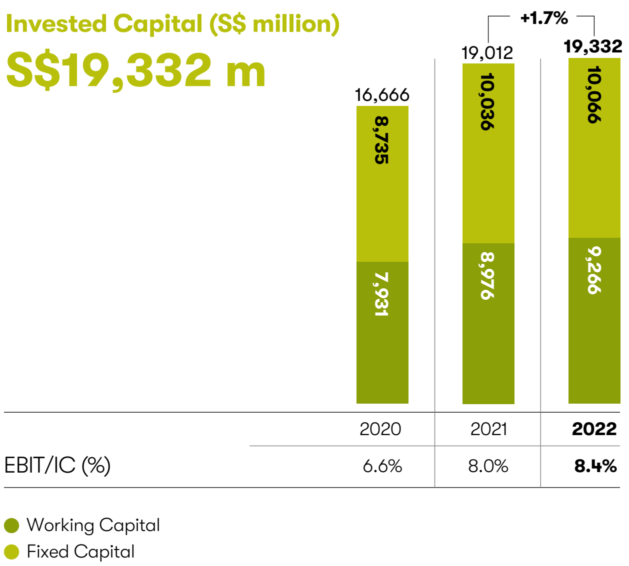
PATMI declined 8.3% to S$629.1 million (2021: S$686.4 million) against a strong prior year in 2021 when we experienced a sharp pick-up in demand post the COVID-19 impacts. Our growth in EBIT in 2022 was however offset by the significantly higher net finance costs and tax provisions, which arose as part of the Re-organisation due to tax dis-synergies. The rapid rise in interest rates through 2022 resulted in a significant increase in net finance cost of approximately S$317.0 million.

The period under review recorded a lower net exceptional loss of S$152.4 million in 2022 (2021: -S$274.7 million) mainly on the Re-organisation costs of S$149.3 million, and share-based expenses from accelerated vesting of the employee performance share awards after the Scheme process was completed.

S$ million	2022	2021
Acquisition related cost	**(3.1)**	(6.3)
Profit on sale of stake in subsidiary and JV	–	13.6
Re-organisation cost	**(149.3)**	(134.1)
Exit/Closure costs	–	(147.9)
Exceptional Items	**(152.4)**	(274.7)

Excluding exceptional items, Operational PATMI was down 18.7% to S$781.5 million (2021: S$961.1 million). Notably, the change in Operational PATMI was S$179.6 million compared with an interest cost increase of S$317.0 million, which reflects that a significant portion of our interest cost increase was effectively passed down to customers through the supply chain.

Operational earnings per share stood at 19.6 cents compared to 26.3 cents in the previous year. Compared with a strong 16.8% in 2021, our return on equity on Operational PATMI basis was lower at 11.7%, but nonetheless an improvement on 2020 return on equity of 11.2%.



There was a marginal increase in Invested Capital from S$19.0 billion to S$19.3 billion, reflecting disciplined Fixed Capital management, which was almost flat year-on-year, and S$289.7 million of increase in Working Capital in spite of the significant increase in commodity prices, especially in the first half of 2022. Our EBIT growth during the year helped lift our EBIT on average Invested Capital from 8.0% in 2021 to 8.4% in 2022.

Strategic progress

I am happy to report the strategic progress we have made for all three operating groups as they are right at the heart of key global food and consumer trends.

ofi completed the acquisition of Club Coffee L.P. ('Club Coffee'), one of Canada's largest roasters and packaging solutions providers to the 'At Home' segment, serving private label customers and retail brands. **ofi** acquired Club Coffee at an enterprise value of CA$150.0 million. The acquisition is aligned with **ofi**'s growth strategy in which the private label and co-manufactured channel is an attractive, high-value and growing part of its portfolio.

ofi also completed the acquisition of Märsch Importhandels GmbH ('Märsch'), one of Europe's leading private label nuts manufacturers, with manufacturing facilities in Germany at an enterprise value of EUR93.0 million. The acquisition complements **ofi**'s current footprint in private label and manufacturing operations in the USA and Asia and provides **ofi**'s nuts business with a solid platform for an accelerated entry into Europe.

ofi continues to invest in new greenfield facilities for soluble coffee manufacturing in Brazil and dairy ingredient manufacturing in New Zealand, both of which are expected to commence operations in 2023.

Olam Agri's strategic investments in 2022 were made in its Food & Feed – Processing & Value-added segment, including the expansion of its fish feed milling capacity in Nigeria, which was commissioned in the second half of 2022. It also expanded its fleet of trucks in Nigeria to more than 1,000 to support the logistics needs of its wheat milling and pasta business, and expanded its rice milling capacity in Nigeria.

As we remain focused on growing our core competencies and businesses, we continued to divest our de-prioritised assets. During the year, we sold our remaining equity stakes in ARISE Integrated Industrial Platforms ('ARISE IIP') and ARISE Infrastructure Services ('ARISE IS'), part of the ARISE group, for US$189.0 million to Africa Transformation and Industrialization Fund ('ATIF'), an equity investment fund set up by the management team of the ARISE group to invest in assets supporting Africa's industrialisation, decarbonisation and economic development.

Earlier in 2022, we sold our entire long-term investment in PureCircle made up of 26,408,751 ordinary shares, which represents an interest of 5.9% in Ingredion SRSS, to Ingredion Inc. in a tender offer for a cash consideration of approximately US$23.0 million.

In December 2022, we completed the sale of 35.43% in Olam Agri to SALIC for US$1.24 billion (S$1.7 billion). The transaction resulted in a net gain of S$1.2 billion recorded in capital reserves in the statement of changes in equity, released cash and reduced the overall gearing for the Group.

The Group continues to operate our dairy farming operations in Russia and supply milk to customers in the domestic market. This is consistent with one of the key objectives of our Purpose to strive for food security for all and with our duty of care to our employees, herd population, customers and farmers who deliver these food staple crops to us.

Olam Agri's operations in the Black Sea were impacted in 2022 by shipment disruptions from both Russia and Ukraine. The recent agreement between Russia and Ukraine brokered by the United Nations and Turkey to reopen the Ukraine grains shipment corridor – which took effect in July 2022 and renewed in November 2022 – is expected to gradually ease future shipments of essential food staples and grains from Ukraine and Russia to improve the current global food security crisis and restore global trade flows.

Disciplined capital management, strong cash flow generation

Even as the industry grappled with increased working capital needs due to higher commodity prices, we maintained discipline in our use of capital and reduced our gearing while generating strong operating cash flows.

As of end-2022, the Group's total assets[1] were S$24.2 billion, comprising S$9.4 billion of Fixed Capital, S$846.3 million of right-of-use assets, S$8.5 billion of Working Capital and S$4.8 billion of cash.

The total assets were funded by S$7.7 billion of equity, S$5 billion of short-term debt, S$10.0 billion of long-term debt, as well as short-term and long-term lease liabilities of S$140.8 million and S$886.3 million respectively.

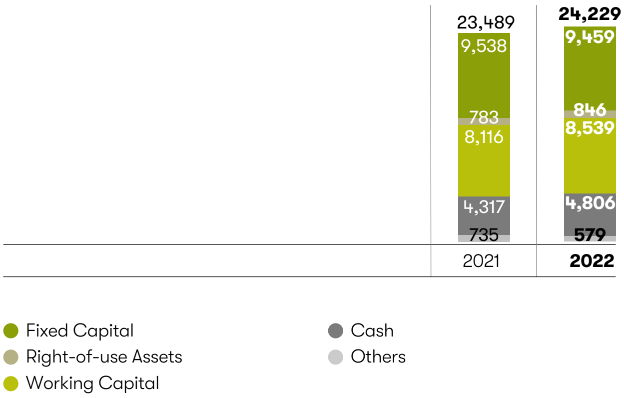
Compared with a year ago, the overall balance sheet as at December 31, 2022 grew by S$739.8 million mainly from the increase in cash position and Working Capital. Our cash position increased to S$4.8 billion (December 31, 2021: S$4.3 billion) to meet potentially higher Working Capital and operating costs as well as to manage near-term repayment obligations on borrowings. Working Capital also rose by S$423.3 million, driven by higher commodity prices.

The increase in Working Capital over the past year was mainly due to the higher receivables, partly driven by the rise in commodity prices, even as payables came down. This was largely mitigated by the improvement in margin accounts. We remained disciplined in our capital management throughout the year and reduced our working capital cycle to 55 days (December 31, 2021: 58 days).

1. Total assets are net of trade payables and accruals, derivative financial instruments (current liabilities), provision for taxation, other current liabilities and non-current liabilities, and deferred tax liabilities.

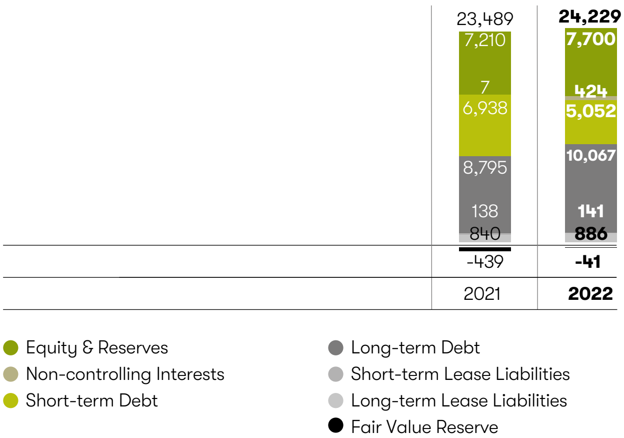
Uses of capital (S$ million)

S$24,229 m



Sources of capital (S$ million)

S$24,229 m



Cash-to-cash cycle (days)

55 days

Against December 31, 2021, net gearing improved to 1.47 times (December 31, 2021: 1.72 times). Our net debt decreased by S$1.1 billion to S$11.3 billion as cash proceeds from the sale of the substantial minority stake in Olam Agri were channeled to repay debt. Of the S$8.9 billion inventory position, approximately 63.0% or S$5.6 billion were RMI that were liquid, hedged and/or sold forward, operating as near-cash assets on our balance sheet. In addition, approximately 27.0% of the S$2.9 billion in trade receivables were secured. Adjusting for RMI and secured receivables, our net gearing as at December 31, 2022 would be 0.64 times (December 31, 2021: 0.75 times), reflecting the true indebtedness of our Group.

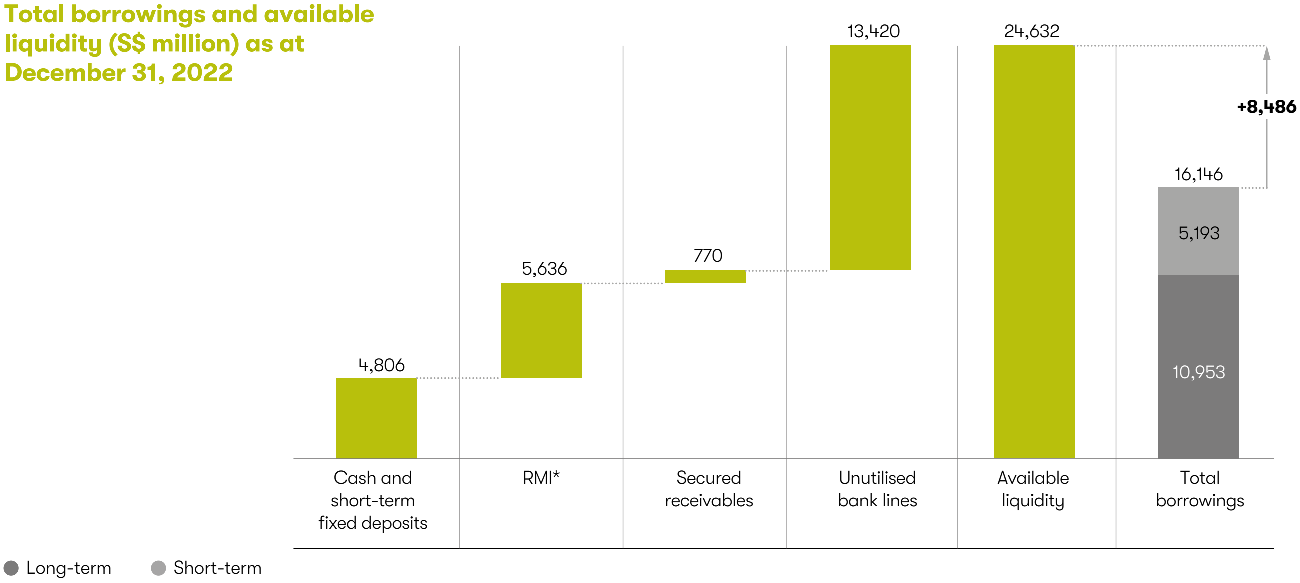
Net operating cash flow for 2022 grew by S$630.0 million to S$1.9 billion on account of lower working capital requirements during the year compared to 2021. Gross capital expenditure (Capex) was significantly lower at S$1.1 billion compared to S$1.9 billion in 2021 when sizeable, strategic acquisitions were completed. Cash proceeds from sale of substantial minority stake in Olam Agri, along with improved net operating cash flow and lower Capex, resulted in both FCFF and FCFE returning to positive territory at significantly improved levels of S$2.7 billion (2021: -S$602.8 million) and S$1.9 billion (2021: -S$1.0 billion) respectively.

S$ million	2022	2021	Change
Gross debt	**16,145.7**	16,710.2	(564.5)
Less: Cash	**4,805.6**	4,317.5	488.1
Net debt	**11,340.1**	12,392.7	(1,052.6)
Less: Readily marketable inventory (RMI)	**5,636.2**	5,937.9	(301.7)
Less: Secured receivables	**770.0**	1,064.7	(294.7)
Adjusted net debt	**4,933.9**	5,390.1	(456.2)
Equity (before fair value adjustment reserves)	**7,700.0**	7,210.5	489.5
Net debt / Equity (Basic)	**1.47**	1.72	(0.25)
Net debt / Equity (Adjusted)	**0.64**	0.75	(0.11)

S$ million	2022	2021	Change
Operating Cash flow (before Interest & Tax)	**2,193.3**	1,787.3	406.0
Changes in Working Capital	**(265.2)**	(489.2)	224.0
Net Operating Cash Flow	**1,928.1**	1,298.1	630.0
Tax paid	**(214.0)**	(179.9)	(34.1)
Capex/Investments/ Divestments	**984.8**	(1,721.0)	2,705.8
Free cash flow to firm (FCFF)	**2,698.9**	(602.8)	3,301.7
Net interest paid	**(749.5)**	(427.7)	(321.8)
Free cash flow to equity (FCFE)	**1,949.4**	(1,030.5)	2,979.9

"Even as the industry grappled with increased Working Capital needs due to higher commodity prices, our disciplined use of capital, strong operating cash flows and a prudent Working Capital management has allowed us to significantly reduce our gearing and be primed for the next phase in our Re-organisation Plan."

Total borrowings and available liquidity (S$ million) as at December 31, 2022



Liquidity and financing primed for future growth

We maintained sufficient liquidity to support our Working Capital and Capex requirements, with a total of S$24.6 billion in available liquidity as at December 31, 2022, including unutilised bank lines of S$13.4 billion.

In 2022, the operating groups refinanced borrowing facilities by securing revolving credit facilities (RCF) and loans that also align with our Purpose:

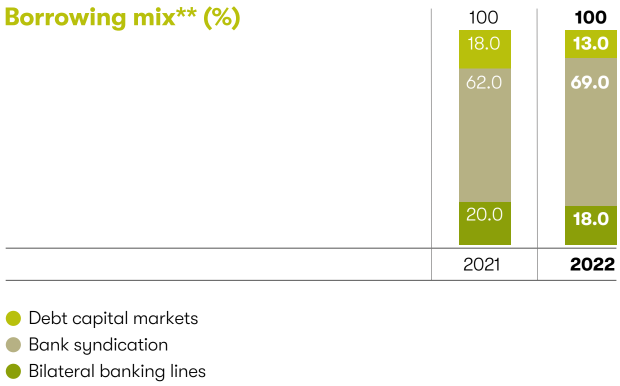
- **ofi** through its subsidiary priced a US$275.0 million fixed rate notes via a private placement, which comprised US$200.0 million of five-year fixed rate notes at a coupon of 3.05% and US$75.0 million of seven-year fixed rate notes at a coupon of 3.25%.
- **ofi** secured a multi-tranche sustainability-linked facility aggregating US$1,975 million to refinance existing loans and to support general corporate purposes. The facility comprises a two- and three-year revolving credit facility and a three-year term loan. The interest margin is linked to meeting sustainability targets across environmental, social and governance areas.
- Olam Agri secured a financing facility from banks in the United Arab Emirates of approximately US$745.0 million, which builds upon its increasing activity in the Gulf Cooperation Council region and diversifies our funding mix.
- Olam Agri obtained a loan of US$200.0 million from the International Finance Corporation to finance the purchase of essential food staples for delivery to processing operations in developing markets, thereby ensuring food security to some of the most populous countries in Asia and Africa most at risk of global food inflation.
- Olam Agri secured US$2.9 billion loan based on Poseidon Principles, which provide a framework for integrating climate considerations to improve carbon management in our freight business, while promoting international shipping's decarbonisation efforts. Its Poseidon Principles-linked loan is structured to track the carbon intensity of the fleet of chartered ships that Olam Agri chooses to charter against the shipping industry's decarbonisation trajectory.
- Olam Agri entered into a US$2.0 billion bridge financing facility to support the Re-organisation Plan and our general corporate purposes.

We obtained relevant consents for the novation of existing bank facilities to the new operating groups, including those required from bondholders and perpetual securities holders.

In July 2022, we redeemed and cancelled all outstanding 5.5% S$350.0 million perpetual securities.

Post 2022, **ofi** secured a two-year loan facility aggregating US$600.0 million, comprising a RCF tranche and a term loan tranche. **ofi** also signed a two-year RCF amounting to US$250.0 million for refinancing and general corporate purposes. In early March 2023, Olam Agri secured a US$615.0 million refinancing loan facility with a tenor of three years.

Borrowing mix** (%)



* RMI: Readily marketable inventories that are liquid, hedged and/or sold forward

** Excludes capital securities

Performance by operating group

A management discussion of the performance by operating group and segmental review and analysis is found within the relevant operating groups section.

Segment	Sales volume ('000 MT)		Revenue		EBIT		Invested Capital (IC)		EBIT/IC	
S$ million	**2022**	2021	**2022**	2021	**2022**	2021	**2022**	2021	**2022**	2021
ofi	**3,585.1**	3,676.9	**16,391.7**	14,216.8	**746.5**	820.7	**11,545.9**	10,761.5	**6.7%**	8.3%
Global Sourcing	**2,974.2**	2,999.5	**11,077.5**	9,676.9	**339.0**	412.6	**4,475.5**	4,673.4	**7.4%**	8.4%
Ingredients & Solutions	**1,270.3**	1,248.4	**7,532.7**	6,612.2	**407.5**	408.1	**7,070.4**	6,088.1	**6.2%**	8.2%
Inter-segmental sales	**(659.4)**	(571.0)	**(2,218.5)**	(2,072.3)	**–**	–	**–**	–	**–**	–
Olam Agri	**38,175.6**	40,607.1	**36,904.0**	31,276.9	**857.7**	752.9	**5,123.5**	5,242.1	**16.5%**	15.9%
Food & Feed – Origination & Merchandising	**31,785.7**	33,878.1	**24,811.6**	21,952.6	**262.7**	266.9	**1,410.7**	851.1	**23.2%**	32.1%
Food & Feed – Processing & Value-added	**4,031.7**	4,500.2	**4,873.9**	4,124.3	**423.0**	275.1	**2,306.7**	2,074.0	**19.3%**	14.0%
Fibre, Agri-industrials and Ag Services	**2,358.2**	2,228.8	**7,218.5**	5,200.0	**172.0**	210.9	**1,406.1**	2,317.0	**9.2%**	10.9%
Remaining Olam Group	**1,112.6**	1,141.3	**1,605.3**	1,508.3	**4.5**	(151.0)	**2,663.1**	3,008.6	**0.2%**	-4.6%
De-prioritised/ Exiting Assets	**169.4**	195.7	**291.1**	322.4	**13.9**	(26.5)	**551.3**	564.0	**2.5%**	-3.6%
Continuing/ Gestating Businesses	**688.2**	898.2	**1,213.0**	1,163.0	**52.2**	(47.5)	**2,097.5**	2,430.4	**2.3%**	-1.9%
Incubating Businesses (including corporate adjustments)	**255.0**	47.4	**101.2**	22.9	**(61.6)**	(77.0)	**14.3**	14.2	**n.m.**	n.m.
Total	**42,873.3**	45,425.3	**54,901.0**	47,002.0	**1,608.7**	1,422.6	**19,332.5**	19,012.2	**8.4%**	8.0%

ofi: Pricing growth coming through segments

A global leader in ingredients and at the forefront of food and beverage consumer trends, **ofi** offers sustainable, natural and plant-based ingredients and solutions for large, attractive and high-growth end-use categories.

Sales volume in **ofi** decreased 2.5% predominantly driven by the decline in Global Sourcing volumes, from the green coffee business. Revenues grew strongly, up 15.3% to S$16.4 billion led by pricing growth from both segments.

ofi EBIT decreased 9% to S$746 million against a high base of 2021 which had benefited from the bounce-back from COVID-19. The Global Sourcing segment saw a decline of 17.8% as the headwinds from China's unexpected lockdown impacted parts of the Global Sourcing segment while the Ingredients & Solutions segment remained flat after accounting for the impact of the sudden and unprecedented surge in energy costs which impacted pre-sold contracts in H1 2022.

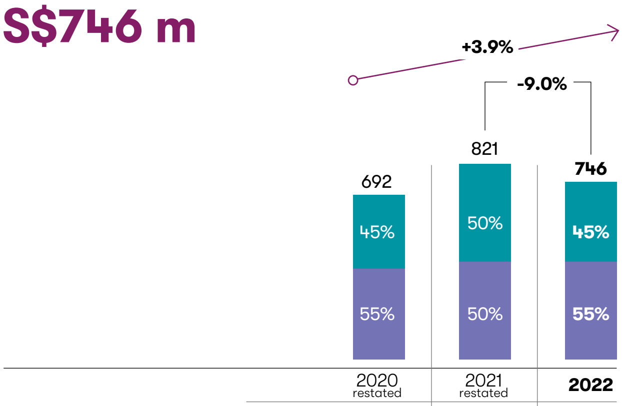
New contracts signed from the second quarter of 2022 are already passing through input cost inflation, including energy, in line with the expected lag as pre-sold contracts roll off. This, together with the contribution from acquisition and the organic business growth drove a H2 2022 recovery in EBIT per tonne which gives management confidence for improved performance in 2023. Growth in EBIT per tonne was adversely impacted by additional depreciation and amortisation arising from acquisitions concluded in the prior year as well as in H2 2022.

Invested Capital increased by 7.3% or S$784.4 million, driven by the Ingredients & Solutions segment which saw higher fixed and working capital from recent acquisitions of Club Coffee and Märsch Importhandels, as well as ongoing greenfield investments, primarily the new dairy processing facility in New Zealand and soluble coffee facility in Brazil. The increase was partly offset by lower capital deployed in the Global Sourcing segment as we maintained strong operational control on Working Capital, even with an inflationary backdrop.

EBIT on average Invested Capital (EBIT/IC) for the year decreased from 8.3% in 2021 to 6.7% in 2022 reflecting the challenges during the year and the recognition of recently acquired assets that had a partial contribution as well as greenfield investments that are yet to generate earnings.

EBIT (S$ million)

S$746 m

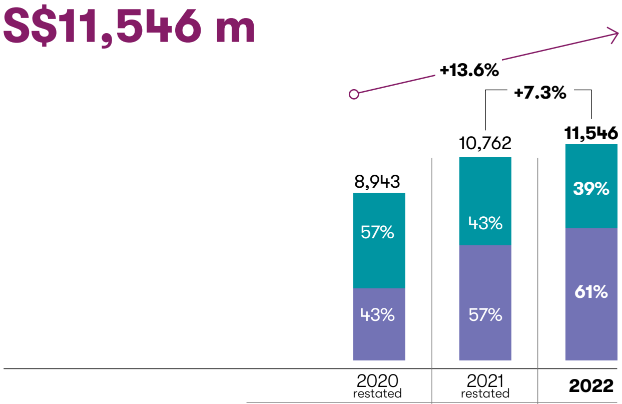


	2020 restated	2021 restated	2022
EBIT/MT (S$)	212	223	**208**
Adjusted EBIT (S$)	**704**	**849**	**789**

Adjusted EBIT: +5.8% (2020 to 2022), -7.1% (2021 to 2022)

Invested Capital (S$ million)

S$11,546 m



	2020 restated	2021 restated	2022
EBIT/IC (%)	7.9%	8.3%	**6.7%**

- Global Sourcing
- Ingredients & Solutions

Global Sourcing

Global Sourcing reported a 0.8% decrease in sales volume in 2022, with a decline in green coffee volumes as well as the dairy and almond supply chain businesses that were impacted by the lockdown in China. This was largely offset by strong growth in the cocoa business. Revenue grew by 14.5%, reflecting the inflationary environment that led to higher selling prices to customers, primarily in coffee and dairy markets.

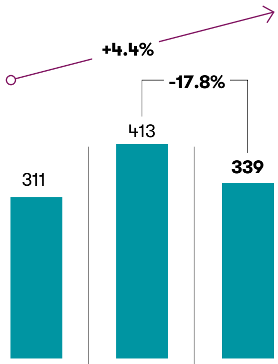
Segment EBIT decreased by 17.8% year-on-year to S$339.0 million, driven by impacts that outweighed a strong start to the year. Firstly, an unexpected China lockdown in Q3 impacted parts of our almonds and dairy operations. Secondly, we saw a reduction in green coffee volumes particularly in Brazil. Finally, our nuts product platform was impacted by higher operating costs in cashew and peanut shelling, along with a reduced contribution from almond orchards where prices continued to remain depressed. These were partly offset by strong growth from our cocoa bean and dairy supply chain businesses. Adjusted EBIT in Global Sourcing decreased 17.6% year-on-year.

Invested Capital decreased year-on-year by 4.2% to S$4.5 billion, reflecting strong Working Capital management despite the inflationary impact on input raw materials.

EBIT/IC for the year decreased from 8.4% in 2021 to 7.4% in 2022 driven by the decrease in EBIT.

EBIT (S$ million)

S$339 m

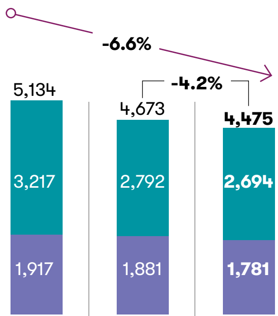


	2020 restated	2021 restated	2022
EBIT/MT (S$)	102	138	**114**
Adjusted EBIT (S$)	318	419	345

+4.2%
-17.6%

Invested Capital (S$ million)

S$4,475 m



	2020 restated	2021 restated	2022
EBIT/IC (%)	6.1%	8.4%	**7.4%**

● Working Capital ● Fixed Capital

Ingredients & Solutions

Ingredients & Solutions reported a marginal volume increase of 1.8% in 2022, supported by increased captive consumption and consolidation of Olde Thompson as well as mid-year acquisitions of coffee roaster 'Club Coffee' and nuts private label manufacturer 'Märsch Import'. Revenue grew by 13.9%, primarily reflecting ongoing pricing pass through of input cost inflation.

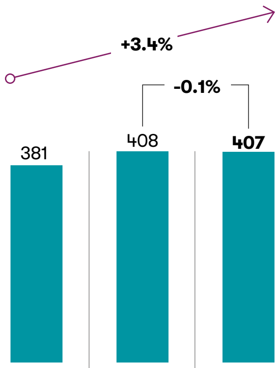
Segment EBIT maintained at S$407.5 million. Strong growth in our spices business in the USA as well as hazelnut processing in Turkey were offset by our cocoa and soluble coffee processing facilities in Europe that were impacted by the war-led spike in energy costs in the first half. Depreciation and amortisation costs saw a significant step up over the prior year due to recent acquisitions that have not yet contributed for the full year. Adjusted EBIT in Ingredients & Solutions grew 3.0% year-on-year.

Invested Capital increased by 16.1% to S$7.1 billion driven by recent acquisitions, as well as ongoing greenfield investments in a dairy processing facility in New Zealand and soluble coffee facility in Brazil. Both investments are progressing well and are expected to commence operations in 2023.

EBIT/IC for the year decreased from 8.2% in 2021 to 6.2% in 2022, reflecting the recognition of recently acquired assets with partial-year performance.

EBIT (S$ million)

S$407 m

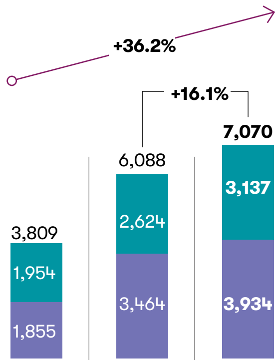


	2020 restated	2021 restated	2022
EBIT/MT (S$)	386	327	**321**
Adjusted EBIT (S$)	386	430	444

+7.1%
+3.0%

Invested Capital (S$ million)

S$7,070 m



	2020 restated	2021 restated	2022
EBIT/IC (%)	10.6%	8.2%	**6.2%**

● Working Capital ● Fixed Capital

Olam Agri: Another strong year in 2022

Olam Agri is a differentiated global food, feed and fibre agri-business focused on high-growth emerging markets.

The operating group delivered yet another strong set of results in 2022 despite growing geopolitical risks and significant macroeconomic volatility during the year. Revenue grew by 18.0% to S$36.9 billion. The increase was driven mainly by an increase in commodity prices across the grains and oilseeds complex, as well as edible oils and cotton. Sales volume declined by 6.0% from 40.6 million metric tonnes in 2021 to 38.2 million metric tonnes in 2022 driven by disruption in grains and oilseeds flows from Russia and Ukraine, offset partly by higher volumes in other trade flows in the Food & Feed segments and the Fibre, Agri-Industrials & Ag Services segment.

In the Food & Feed segments, the freight business, wheat milling & pasta, rice and edible oils businesses performed better than 2021 with improved EBIT contribution. Against a strong prior year, the grains & oilseeds trading business was down marginally primarily due to the reduced exports out of Russia and Ukraine because of the war.

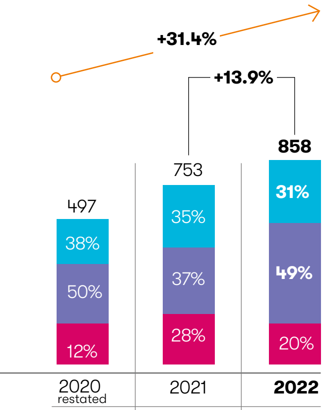
EBIT grew 13.9% to S$857.7 million in 2022. The increase in EBIT was mainly attributable to the increase in contribution from the Processing & Value-added segment, partly offset by a reduction in contribution from the Fibre, Agri-industrials & Ag Services segment. Food & Feed – Origination & Merchandising performed well as it did in 2021 despite the volatile market conditions faced by the business during the year. EBIT per tonne grew from S$19 in 2021 to S$22 in 2022.

The Fibre, Agri-industrials & Ag Services segment reported lower earnings in 2022 against an exceptionally strong year in 2021.

Total Invested Capital declined by 2.3% or S$118.6 million to S$5.1 billion in 2022 as working capital deployed in the Fibre, Agri-industrials & Ag Services segment reduced substantially on account of lower inventory levels in cotton and rubber, thereby compensating for the increase in working capital from the Food & Feed – Origination & Merchandising segment as grains and oilseeds prices rose. Overall EBIT/IC grew from 15.9% in 2021 to 16.5% in 2022 on the improvement in EBIT.

EBIT (S$m)

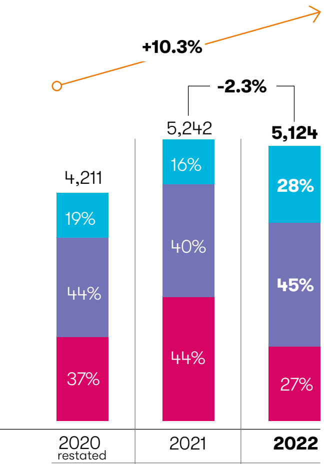
S$858 m



	2020 restated	2021	2022
EBIT/MT (S$)	12	19	**22**

Invested Capital (S$m)

S$5,124 m



	2020 restated	2021	2022
EBIT/IC (%)	13.4%	15.9%	**16.5%**

- Food & Feed - Origination & Merchandising
- Food & Feed - Processing & Value-added
- Fibre, Agri-industrials & Ag Services

Food & Feed – Origination & Merchandising

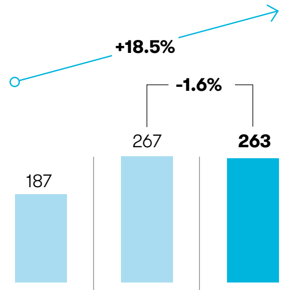
Revenues from the Food & Feed – Origination & Merchandising segment increased 13.0% to S$24.8 billion in 2022. Sales volume decreased by 6.2% from 33.9 million metric tonnes in 2021 to 31.8 million metric tonnes. The reduction in volumes in 2022 was primarily due to lower traded volumes in grains and oilseeds as the exports out of Russia and Ukraine were significantly lower since the war began in late February 2022. Some of the reduced sourcing volumes from this region were compensated by higher sales volumes out of other origins within our global origination network, including North and South America, India and Australia. The increase in revenue was primarily due to higher grains and oilseeds prices, with improved revenue contribution from rice and edible oils trading.

EBIT from the segment decreased marginally to S$262.7 million compared with a strong 2021 for the segment. (2021: S$266.9 million). The grains & oilseeds trading reported lower earnings in 2022 on reduced sales volumes. These reductions in contribution were partly offset by higher EBIT from the freight business, rice and edible oils trading. The freight business grew earnings on account of a larger freight capacity compared with 2021, supported by higher freight rates. Despite the recent ban by India on the export of certain grades of rice, such as broken rice, our rice volumes remained resilient on account of our market position as an exporter out of the three key origins: India, Thailand and Vietnam. The rice trading business had also established strong footholds in new markets across North Africa and the Middle East where demand is rising. Demand and sales for edible oils remained buoyant during the year despite elevated prices, which underpinned its improved performance during this period. On a per tonne basis, our margin remained firm and steady at S$8 in 2022, unchanged from 2021.

Invested Capital was markedly higher at S$1.4 billion, an increase of 65.8% or S$559.6 million from S$851.1 million a year ago. This was mainly driven by significantly higher Working Capital arising from the steep rise in grains and oilseeds prices following the Russia-Ukraine war and continuing supply chain disruptions. As a result, EBIT/IC came down from 32.1% in 2021 to 23.2% in 2022.

EBIT (S$ million)

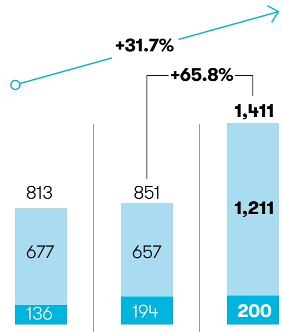
S$263 m



	2020 restated	2021	2022
EBIT/MT (S$)	6	8	**8**

Invested Capital (S$ million)

S$1,411 m



	2020 restated	2021	2022
EBIT/IC (%)	34.7%	32.1%	**23.2%**

Food & Feed – Processing & Value-added

Revenue from the Food & Feed – Processing & Value-added segment increased by 18.2% to S$4.9 billion in 2022 compared with 2021. The revenue increase was primarily due to higher average selling prices for our products, offset in part by the decrease in volumes. All businesses recorded higher revenues, including processing businesses which were able to adjust selling prices to compensate for the increase in raw materials and manufacturing expenses, including energy costs. Sales volumes were down 10.4% from 4.5 million metric tonnes in 2021 to 4.0 million metric tonnes in 2022, primarily due to the impact on the demand for flour and pasta in Nigeria from higher prices.

EBIT for the segment grew strongly by 53.8% to S$423.0 million in 2022. EBIT per metric tonne was up from S$61 in 2021 to S$105 in 2022. The increase in EBIT in 2022 was primarily due to a significant improvement in contribution from the wheat milling & pasta business as it was able to adjust its selling prices to compensate for its increased raw materials and manufacturing expenses, including energy costs. The wheat milling & pasta business was also able to improve its margins by operating and expanding its own fleet of trucks, and by selling more value-added products, such as branded pasta and semolina, to consumers directly through retail channels. All flour and pasta operations across Nigeria, Ghana, Senegal and Cameroon posted an increase in EBIT contribution.

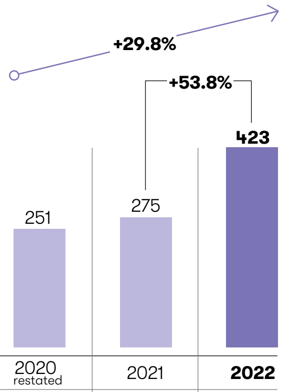
The increased contribution from wheat milling & pasta was however offset by marginally lower contribution from the Integrated feed & protein business. The poultry industry, particularly the day-old-chicks segment, was adversely impacted by the avian influenza in Nigeria. The impact was partly compensated by a healthy growth in the fish feed segment and broiler feed segments due to our market position in the country. Our edible oils processing operation in Nigeria registered higher EBIT. Despite the continued ban on the import of CPO into Nigeria, it focused on sourcing and processing local CPO, and supplied a larger variety of oils and palm-based products to cater to domestic demand.

Rice, specialty grains & seeds also performed better in 2022 as the sesame business which underperformed in 2021 has been restructured to focus on trading from selected origins and value-added processing in Nigeria. The branded rice distribution business also performed well, particularly in Cameroon. These improvements helped offset the lower contribution from the rice farming in Nigeria, where severe flooding in the Nasarawa State in October 2022 had submerged our rice farm and destroyed the crop, causing damage to the farming infrastructure. The rice milling operation in Nigeria improved its EBIT performance, partly offsetting the impact on rice farming.

Invested Capital increased by 11.2% or S$232.7 million to S$2.3 billion in 2022 on account of higher Working Capital due to higher rice prices as well as higher input prices across wheat milling & pasta, integrated feed & protein and edible oils processing businesses. Despite higher invested capital, EBIT/IC improved from 14.0% in 2021 to 19.3% in 2022.

EBIT (S$m)

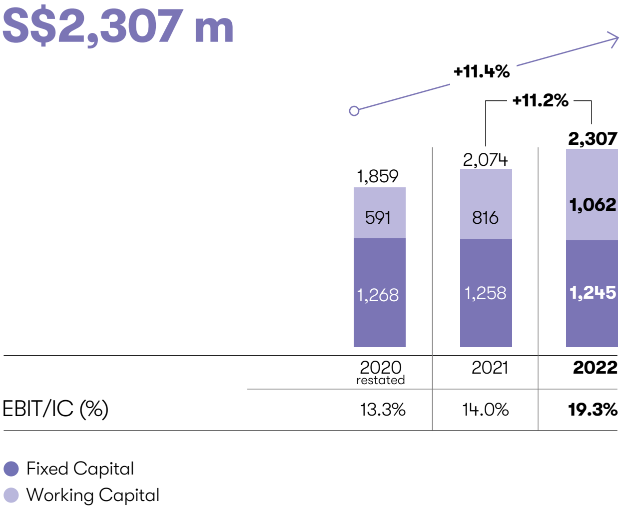
S$423 m



	2020 restated	2021	2022
EBIT/MT (S$)	58	61	**105**

Invested Capital (S$ million)

S$2,307 m



	2020 restated	2021	2022
EBIT/IC (%)	13.3%	14.0%	**19.3%**

Fibre, Agri-industrials & Ag Services

The Fibre, Agri-Industrials & Ag Services segment reported an increase in revenue from S$5.2 billion in 2021 to S$7.2 billion in 2022. Sales volumes increased from 2.2 million metric tonnes in 2021 to 2.4 million metric tonnes in 2022. The increase in revenue in 2022 was primarily due to higher prices for cotton and increased volumes. Our global cotton business, the sustainability forestry concessions and saw milling business in the Republic of Congo, and the rubber business in Côte d'Ivoire contributed to the increase in revenue.

Compared against a strong set of results in the prior year, EBIT for the segment declined 18.4% to S$172.0 million in 2022. EBIT per metric tonne also declined from S$95 in 2021 to S$73 in 2022. The decrease in EBIT in 2022 was primarily due to the reduction in contribution from the funds management business and the cotton business compared against a robust performance in 2021. The funds management business saw lower earnings due to the unprecedented market volatility.

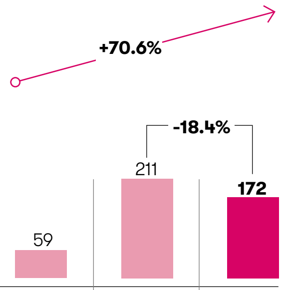
Cotton demand from mills in China, which is one of our major cotton markets, was significantly impacted by the lockdowns imposed to control COVID-19 outbreaks. As a result, cotton prices fell from their decade-high levels from March 2022 and remained volatile throughout the year. However, cotton demand remained firm in our domestic USA operation and across textile mills in the other major textile producing centres, including India, Pakistan, Vietnam, Indonesia and Turkey. Integrated ginning in Africa reported a higher EBIT with Côte d'Ivoire posting an increase in cotton output. Our ginning operations in Australia also reported higher income on a bumper crop this season.

Our rubber business reported increased sales volume, particularly into Asia. The sustainable forestry concessions and saw milling business in the Republic of Congo contributed to the growth in EBIT in 2022. Our wood products volumes grew as demand for certified timber for housing and construction material in the US and several European countries, including the Netherlands and the United Kingdom, remained steady.

The segment posted substantially lower invested capital of S$1.4 billion in 2021, a reduction of 39.3% or S$910.9 million from 2021. This was mainly driven by reduced inventory levels in cotton and rubber. EBIT/IC declined from 10.9% in 2021 to 9.2% in 2022.

EBIT (S$m)

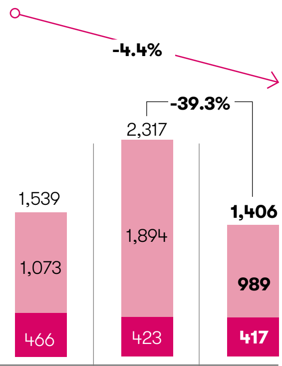
S$172 m



	2020 restated	2021	2022
EBIT/MT (S$)	29	95	**73**

Invested capital (S$m)

S$1,406 m



	2020 restated	2021	2022
EBIT/IC (%)	4.6%	10.9%	**9.2%**

- Fixed Capital
- Working Capital

Remaining Olam Group: Strong turnaround in 2022

The Remaining Olam Group businesses comprise Olam Global Holdco (gestating and continuing businesses and de-prioritised assets earmarked for exit), Nupo Ventures (comprising technology and sustainability-led new ventures), and Mindsprint (formerly known as Olam Technology and Business Services, comprising IT and digital services business).

Since its restructuring, the Remaining Olam Group continued to see sales volumes drop by 2.5% in 2022 post the divestments and closures of de-prioritised assets. However, revenues were up 6.4%, supported by higher prices during the period.

The operating group reported positive EBIT of S$4.5 million (2021: -S$151.1 million) as all segments registered an improvement in EBIT in 2022.

Invested Capital decreased by 11.5% or S$345.5 million primarily on the continued restructuring of the Continuing/Gestating Assets as well as divestments and closures of de-prioritised assets.

De-prioritised/Exiting assets

The De-prioritised/Exiting Assets segment reported EBIT of S$13.9 million in 2022 (2021: -S$26.5 million), an improvement of S$40.4 million due to better performance by the sugar assets in India and absence of losses from assets that were divested or shut down during 2021. Invested capital was S$12.6 million lower as of December 31, 2022 on account of reduced working capital as a result of the full-year impact of these divestments and closures. Five remaining assets are expected to be divested.

Continuing/Gestating businesses

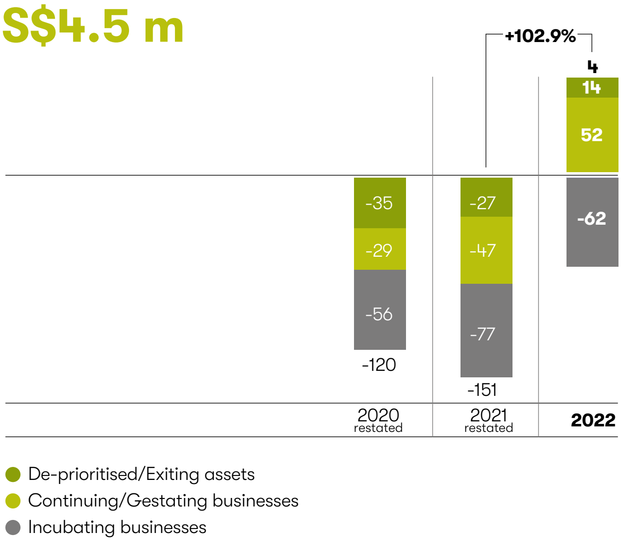
Continuing/Gestating Businesses recorded positive EBIT of S$52.2 million in 2022 (2021: -S$47.5 million) mainly because of the higher fair value gains on biological assets from Rusmolco and improved contribution by Olam Palm Gabon, which benefited from increased sales volumes and palm oil prices, as well as higher production yields. Mindsprint also reported better results in 2022 as it continues to provide IT, digital and shared services to the new operating groups under a long-term service agreement and gears up to offer similar services to third party clients. Invested Capital in Continuing/Gestating Businesses decreased by 13.7% or S$333.0 million. The Group has sold its remaining equity stakes in ARISE IIP and ARISE IS for US$189.0 million to the ARISE management-led buy-out group ATIF. We will look to divest our remaining 32.4% stake in ARISE P&L.

Incubating businesses

We continued to invest and incubate the six Engine 2 growth initiatives through Nupo Ventures, including a digital farmer services platform Jiva, a B2C sustainability lifestyles platform Adva, a B2B smart carbon management platform Terrascope (formerly GreenPass), a carbon trading and sustainable landscapes investment platform, the Re~ B2C purpose brands, and a food and agri sector digital and sustainability platform. Incubating Businesses recorded a jump in revenue from S$22.9 million to S$101.2 million, primarily driven by higher sales volumes from Jiva. Jiva increased its procurement volume five-fold and deepened its market penetration in Indonesia from two to seven provinces. Its AgriCentral app surpassed 8 million farmers in India, becoming one of the largest farmer advisory platforms in India in 2022. Overall, EBIT losses from the Incubating Businesses narrowed from S$77.0 million in 2021 to S$61.6 million in 2022.

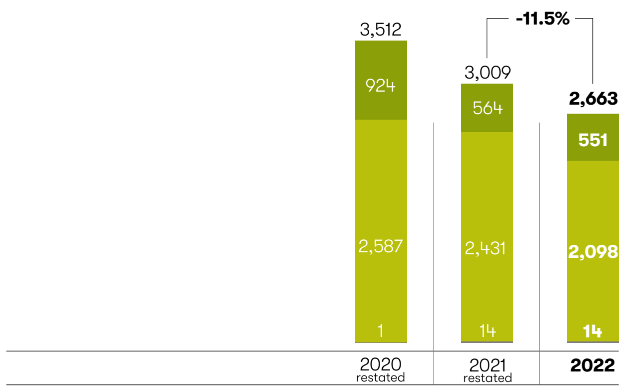
EBIT

S$4.5 m



Invested Capital (S$m)

S$2,663 m



Innovate

We partner with customers to co-create solutions that anticipate and meet changing consumer preferences.

ofi
make it real

Working to inspire new concepts that make it real, from plant to palate.

Led by its Purpose, 'Be the Change for Good Food and a Healthy Future', **ofi** offers sustainable, natural, value-added food products and ingredients so consumers can enjoy the healthy and indulgent products they love. Consisting of industry-leading businesses, cocoa, coffee, dairy, nuts, and spices, it partners with customers to co-create solutions that anticipate and meet changing consumer preferences as demand increases for healthier food that's traceable and sustainable.

Key highlights

Volume	EBIT	Invested Capital
3.6 m MT	**S$746.5 m**	**S$11.5 bn**
-2.5%	-9.0%	+7.3%

EBIT/IC	Employees	Innovation centres
6.7%	**20,000+**	**15**
-160 basis points		

Be the change for good food and a healthy future

"I am proud of the momentum we're building throughout the organisation as we continue our journey to pivot towards a more solutions-led and customer-centric organisation. Our complementary portfolio of natural ingredients and solutions sits at the heart and centre of enduring consumer trends in the food and beverage industry. I would like to thank our customers for their continued support, and all my colleagues for their exceptional hard work and commitment as we continue to embrace this next stage of ofi's evolution."

A Shekhar
CEO, **ofi**

We made good operational and strategic progress across many parts of **ofi** in 2022 while facing the challenges of a volatile macroeconomic and political environment.

In 2022 we continued our journey to pivot towards a more solutions-led and customer-centric organisation, leveraging the benefits of our diversified yet complementary product portfolio. Our global Ingredients & Solutions business with our range of on-trend and natural ingredients sits at the forefront of enduring consumer trends in the food and beverage industry. Our ability to deliver products that are both sustainable and traceable continues to differentiate our broad portfolio and underpins our strong customer relationships.

Market conditions in 2022 were challenging. The war in Ukraine led to unanticipated levels of cost inflation and a highly uncertain economic and geopolitical environment in many markets. The sudden and unprecedented surge in energy costs impacted all our manufacturing operations, especially in Europe, which was reflected in lower margins from pre-sold customer contracts. In addition, the prolonged lockdown in China in the second half of the year as well as sporadic global supply chain and logistics disruptions also impacted our business in some geographies.

We worked closely with all our customers throughout the year to reflect and pass through the significant cost inflation that commenced from the first quarter of 2022 into our new contracts. This process started immediately as inflation took hold and was successfully executed throughout the remainder of the year. We exited 2022 with good momentum in this area, our contracts are passing through costs with the expected time lag for our business and are delivering improved margins. Our ability to raise prices in a tough inflationary environment is evidence of our position as a trusted supplier to our customers, underpinned by our surety of supply and strong relationships that we've nurtured over many years.

Against this backdrop, we made good operational and strategic progress across the business and importantly we continued to provide a secure and high-quality supply to our customers. Our Customer First strategy and our unified customer service model is driving integration and synergies to the business as well as providing additional focus on execution to our key accounts. As a result, we are building even stronger relationships with our existing customers and winning new customers across the globe.

We expanded our innovation infrastructure during the year, investing in a new Ingredient Excellence Centre for coffee at our Willowbrook facilities in Chicago, and a new Customer Solutions Centre in Singapore, taking our total innovation facilities to 15. These new facilities complement our existing global footprint of ingredient and solutions centres which we use to drive greater collaboration with our customers and to develop our pipeline for future growth in Ingredients & Solutions.

We enhanced our consumer insights capabilities, including initiating our own consumer research. Aligned with our understanding of different markets and regional preferences, this enables us to provide differentiated offerings to our customers to meet the evolving needs of the end consumers that they serve.

Our sustainability capabilities are also delivering results. Our Cocoa Compass and Coffee LENS sustainability strategies made good progress against their published targets, working with customers and partners to deliver sustainable impacts in their respective global product supply chains. During the year we also published targets for our almond orchards and farming operations in Australia and the USA through Almond Trail which sets out ambitious targets for water stewardship, carbon reduction and support for communities and ecosystems, including a commitment to reduce emissions in line with achieving a 1.5°C pathway. In 2023 I look forward to sharing information on **ofi**'s refreshed sustainability strategy and 2030 targets, including contributions from each of our five product platforms.

Our comprehensive innovation and sustainability initiatives allow us to deliver differentiation, quality and insights to our customers and are a strong contributor to the very valuable customer loyalty we enjoy and are working tirelessly to build further on.

We made a number of new investments to support our channel extension, in particular our expansion in the value-added area of private label. In July we acquired Club Coffee L.P., one of Canada's largest coffee roasters and packaging solutions providers to the 'At Home' segment and Märsch Importhandels GmbH, one of Europe's leading private label nuts manufacturers.

Our growth strategy

ofi's growth strategy will be executed on both an organic and inorganic basis. Wherever strategic growth opportunities are identified, we will explore opportunities to build or buy, and ensure that any investments are made in a disciplined manner to enhance earnings growth and returns.

Organic investments made include greenfield development of two new facilities in Brazil and New Zealand that are expected to commence operations in the second half of 2023. These will drive additional focus on the value-added opportunities within our portfolio. We also invested in additional processing capacity across our portfolio to support future growth.

Our growth into the value-added area of private label continued with the acquisitions of Club Coffee L.P., one of Canada's largest coffee roasters and packaging solutions providers to the 'At Home' segment and Märsch Importhandels GmbH, one of Europe's leading private label nuts manufacturers. These investments, together with our 2021 acquisition of Olde Thompson, are supporting expansion for **ofi** in this attractive and high-growth channel.

Märsch Importhandels GmbH, Germany, acquired by **ofi** in 2022.

Ongoing investments into greenfield developments in soluble coffee in Brazil and dairy ingredients in New Zealand are progressing well and both facilities are expected to commence operations in 2023, driving further focus on our high-growth end-use categories of Bakery, Beverages, Chocolate & Confectionery, Savoury & Culinary and Snacking.

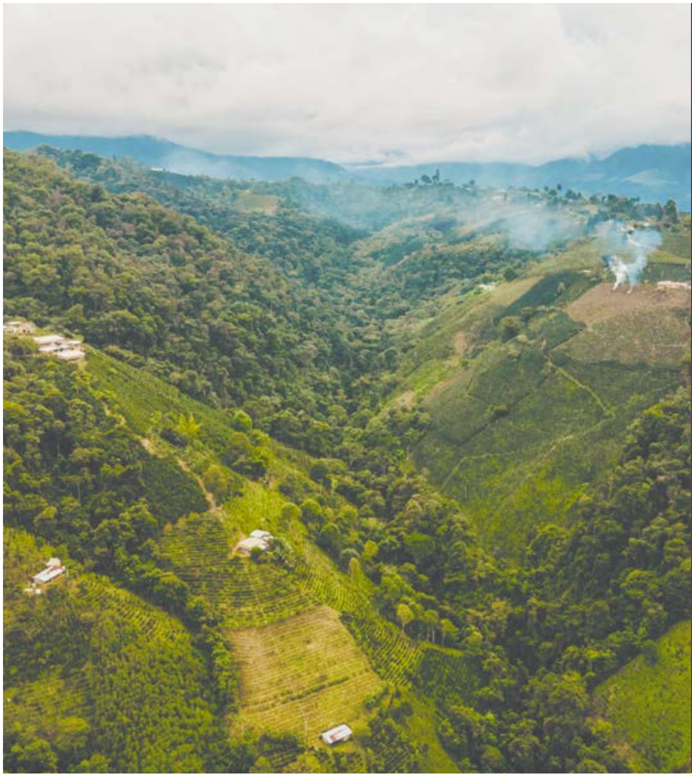
Our talented team of employees worked hard to deliver our Purpose, '*Be the change for good food and a healthy future*' throughout our operations. Our strong entrepreneurial spirit is alive across our global operations and is shared by both long-tenured and more recently acquired high-calibre talent, both of which are critical for our exciting future growth journey.

ofi has a diverse and skilled Board of Directors and welcomed six Non-Executive Directors during 2022 (Patrick Coveney, Nancy Cruickshank, Nagi Hamiyeh, Amanda Sourry, Sunny Verghese, and Carole Wainaina), each bringing extensive experience and complementary skills to **ofi** from distinguished executive and board careers. The Board of Directors intends to meet best practice corporate governance standards and will provide the necessary stewardship for **ofi** as it strives to deliver sustainable and profitable growth for all stakeholders.

We remain ready and committed to pursue the demerger and inital public offering (IPO) of **ofi** on the premium segment of the London Stock Exchange, with a concurrent listing in Singapore, subject to prevailing market conditions.

Whilst 2022 was a challenging year on many fronts, I am pleased that we took quick and decisive action to maintain profitability and pass through inflationary costs to customers, which are flowing through with the expected lag across our businesses. In addition, some of the other external disruptions that heavily impacted our financial performance have eased.

Consequently, we exited 2022 with good momentum and have entered 2023 confident about the next chapter in our development. We will continue to leverage the scale and expertise from our Global Sourcing operations to accelerate investments and expand our capabilities. We expect to extract full potential from recent investments and acquisitions in Ingredients & Solutions, and bring this together to drive future growth in 2023 and beyond.



ofi **and Melitta partner to offer consumers differentiated and fully traceable coffee**

ofi and Melitta - Division Coffee commenced an innovative project with selected specialty coffees to combine the capabilities of blockchain with other digital tools to meet growing consumer demand for coffee that not only stands out for its aroma and taste but is also traceable – from farm to roaster.

Using the sustainability management system AtSource to add a layer of transparency for customers, the social and environmental footprint of a coffee purchase can be measured across multiple metrics, at various stages of the supply chain journey – at farmer group level, through processing and logistics, up to the roaster.

ofi's digital tools enabled Melitta to take customers on a virtual journey back to the selected farms where their Arabica coffee beans were grown.

An integrated value-added ingredients business

Ingredients & Solutions

Ability to provide complete package to customers – from single ingredients to value-added finished products

- Value-added processing, innovation and co-creation
- Global manufacturing presence in both origin and destination markets
- Strong innovation capabilities across the value chain from plant science to customer solutions
- Ecosystem partnerships and co-creation with customers
- Categories and channels expertise

Global Sourcing

Supply chain expertise and global presence enabling differentiated sustainability and traceability impact

- Farming, origination and sourcing
- Global footprint and presence in all key origins
- Direct and indirect network of farmers globally
- Sustainability and traceability at the heart of business with social, environmental and economic impact
- Deep market research and risk management expertise

Customer focus

Our sales, innovation and marketing teams have been delivering on our Customer First strategy. Working collaboratively across the organisation we have invested in new assets and capabilities to support our innovation pipeline, serve our customers with greater focus and drive, and drive growth in the higher value-added areas within our Ingredients & Solutions portfolio.

Our customers

Our diversified yet complementary portfolio, which can create natural, delicious, and nutritious products, has wide appeal to a common customer base - from large global and regional food brands to niche local and artisanal chefs.

Our customers deliver via multiple channels including consumer packaged goods (CPG), quick service restaurants, private label and e-commerce. We have a strong presence in serving the CPG channel and are growing well in private label, which is an important and underpenetrated growth channel for **ofi**.

We work closely with our customers to serve the large, attractive, and high-growth end-use categories of Bakery, Beverages, Chocolate & Confectionery, Savoury & Culinary and Snacking. In addition, with sustainability at the core of our five product platforms, we collaborate with our customers to support their own sustainability ambitions and journeys with sustainable and traceable ingredients that help them meet the growing consumer demand for natural, healthy, and sustainably sourced ingredients.

These common customers, end-use consumption categories, channels and enduring consumer trends bind **ofi**'s product platforms and provide an exciting growth opportunity for the future.

Customer focus in 2022

Many of our customer relationships have been nurtured over the years. Our ongoing investment in our facilities and capabilities is delivering greater customer intimacy and our unified customer service model is driving integration and synergies to the business as well as additional focus on execution to our key accounts. We are building deeper and stronger relationships with existing customers, and are winning new customers across the globe.

New facilities

We continued to expand our innovation capabilities with the opening of a new Ingredient Excellence Centre for coffee in the USA, and a new Customer Solutions Centre in Asia. These new facilities enable us to better collaborate and co-create with brands, grocery retailers and foodservice companies to create their next delicious and nutritious product for consumers using our range of highly complementary ingredients.

Collaborating with Knorr and expert partners on forest resilience and water restoration efforts in the USA

ofi's team in the USA, the USDA Forest Service, the National Forest Foundation, and Knorr, a Unilever brand, have partnered on a series of restoration projects within the Pine Flats watershed in California, to focus on improving the health and resilience of forested watershed to improve conservation of water resources and reduce the potential impact of severe wildfire.

These initiatives directly address known problems with conifer encroachment on historically open meadows and will also use a series of controlled burns to help maintain ideal vegetation conditions for adequate water drainage and CO_2 absorption. Combined, the two flagship programmes are expected to replenish over 600 million gallons of water and lead to a reduction of over 80,000 metric tonnes of CO_2 in California's Central Valley, delivering positive impact to regional growers and communities in the process.

The Sierra National Forest and surrounding watersheds provide roughly 50% of the water to Californians, including that used by **ofi**'s local onion, garlic, and parsley growers.

New capabilities

Following the successful launch of the **ofi** brand in 2021, we have focused on increasing brand awareness in 2022. We ramped up our innovation and marketing capabilities to identify insights in our end-use categories, channels, or other relevant consumer trends. We commissioned our first proprietary consumer research focusing on the plant-based market for desserts, ice-cream and beverages across five European countries and the USA. We showcased these insights, as well as a range of delicious plant-based samples at 'Food Ingredients Europe' in Paris in December 2022. We were delighted to win the Sustainability Innovation Award at this event for our ambition to make the future of cocoa more sustainable, set out in our Cocoa Compass sustainability strategy. These consumer insights have enabled us to drive brand development and marketing activities to deliver opportunities to customers in the following focus areas:

- Across our five product platforms we have gained pace with a targeted programme to sell more, upsell and cross-sell. We have seen strong and profitable growth with strategic customers, particularly in the higher-margin Ingredients & Solutions segment.
- Focusing on end-use categories, we are strengthening our understanding of regional preferences and have executed a number of category 'sprints' to drive incremental sales and future pipeline, as well as delivering category solutions from our Customer Solutions Centres in each region.
- In the high-growth private label channel, we've refreshed and increased our range of SKUs, supported by the skills and capabilities from recently acquired businesses. We have also won new customers.

Sustainability offer

Our ability to offer our customers a traceable and sustainable supply of high-quality ingredients underpins our customer value proposition and drives the customer loyalty we have built over many years. We use our extensive network in origin countries, as well as our capabilities and expertise, to drive impact on the ground, collaborating with our customers to develop and implement sustainable supply chain practices and to deliver sustainability impacts.

Sustainability insights are provided to customers with AtSource, **ofi**'s proprietary B2B sustainability management system. AtSource delivers a differentiated customer proposition through a three-tier solution, with each level providing increasingly enhanced data, metrics, insights, and impact. In this way, customers can upgrade to receive more granular data and insights to better inform and collaborate on more ambitious action plans and programmes to act upon their particular areas of sustainability focus. To read more, visit atsource.io.

ofi**'s targeted consumer research into plant-based beverages, desserts and ice cream**

ofi commissioned targeted consumer research in 2022. Conducted across five European countries, the research reported two thirds (67%) of consumers see plant-based dairy as complementary to dairy products, and 'an opportunity to try something new' (65%). 61% of consumers surveyed indicated they are consuming more plant-based products than two years ago, and 58% expect it to increase in the coming two years. The survey revealed that nuts were a popular choice in formulating plant-based proteins, with almonds, cashews, and hazelnuts in particular being strongly associated with being tasty, natural, and healthy.

Strategic delivery during a challenging period

"ofi's financial performance in 2022, following a very strong 2021, was impacted by the turbulent external environment that arose following the war in Ukraine. The subsequent inflationary pressures affected our manufacturing operations, especially in Europe, with energy prices reaching historical highs and compressing our margins on some pre-sold customer contracts. Leveraging our strong customer relationships, we have been able to pass on the increased costs in new contracts in the latter part of the year, thereby improving margins."

"Against this challenging backdrop, we have maintained tight discipline on our capital as we continue to invest to drive growth in our complementary product portfolio."

Rishi Kalra
CFO, **ofi**

Revenues grew strongly in 2022, up 15.3% to S$16.4 billion led by pricing growth across Global Sourcing and Ingredients & Solutions. Sales volume in ofi decreased 2.5% predominantly driven by the decline in Global Sourcing volumes.

ofi's EBIT decreased 9% to S$746.5 million against a high base of 2021 which had benefited from the bounce-back from COVID-19 in both segments. The lower EBIT performance was driven by a decline in Global Sourcing which was hit by headwinds from China's unexpected lockdown in the second half of 2022, while EBIT in the Ingredients & Solutions segment remained flat after accounting for the impact of the sudden and unprecedented surge in energy costs which impacted pre-sold contracts in the first half.

Adjusted EBIT declined 7.1% year-on-year, adjusting for the impact of amortisation on intangible assets in businesses recently acquired in the Ingredients & Solutions segment.

Invested Capital increased by 7.3% or S$784.4 million, driven by the Ingredients & Solutions segment which saw higher fixed and working capital from the recent acquisitions of Club Coffee and Märsch Importhandels, as well as ongoing greenfield investments, primarily the new dairy processing facility in New Zealand and soluble coffee facility in Brazil. These increases were partly offset by lower capital deployed in the Global Sourcing segment as we maintained strong operational control on Working Capital, even with an inflationary backdrop.

EBIT over average Invested Capital (EBIT/IC) for the year decreased from 8.3% in 2021 to 6.7% in 2022 reflecting the challenges during the year, partial earnings contribution from recently acquired assets, increased capital from these acquisitions as well as greenfield investments that are yet to generate earnings.

Global Sourcing

Global Sourcing reported a 0.8% decrease in sales volume in 2022, with a decline in green coffee volumes as well as in the dairy and almond supply chain businesses that were impacted by the lockdown in China. This was largely offset by strong growth in the cocoa business. Revenue grew 14.5%, reflecting the inflationary environment that led to higher selling prices to customers, primarily in coffee and dairy markets.

EBIT in Global Sourcing decreased 17.8% year-on-year to S$339.0 million, driven by impacts that outweighed a strong start to the year. Firstly, an unexpected China lockdown in the second half of 2022 impacted parts of our almonds and dairy operations. Secondly, we saw a reduction in green coffee volumes particularly in Brazil in the final quarter of the year. Finally, our nuts product platform was impacted by higher operating costs in cashew and peanut shelling, along with a reduced contribution from almond orchards where prices continued to remain depressed. These were partly offset by strong growth from our cocoa bean and dairy supply chain businesses. Adjusted EBIT in Global Sourcing decreased 17.6% year-on-year.

Invested capital decreased year-on-year by 4.2% to S$4.5 billion, reflecting strong Working Capital management despite the inflationary impact on input raw materials. EBIT over average invested capital (EBIT/IC) for the year decreased from 8.4% in 2021 to 7.4% in 2022 driven by the decrease in EBIT.

10,000+
customers

483,000+
farmers, women (19%), and youth receiving sustainability support

20,000+
employees

110+
manufacturing facilities

12,500
ofi supply chains mapped under AtSource

15
innovation centres

Ingredients & Solutions

Ingredients & Solutions reported a volume increase of 1.8% in 2022, supported by increased captive consumption, the consolidation of Olde Thompson as well as mid-year acquisitions of coffee roaster Club Coffee and nuts private label manufacturer Märsch Importhandels. Revenue grew 13.9%, primarily reflecting the ongoing pricing pass-through of input cost inflation.

EBIT in Ingredients & Solutions remained flat at S$407.5 million. Strong growth in our spices business in the USA as well as hazelnut processing in Turkey were offset by our cocoa and soluble coffee processing facilities in Europe that were impacted by the Russia-Ukraine war-led spike in energy costs in the first half of 2022. Depreciation and amortisation costs saw a significant step-up over the prior year due to recent acquisitions that have yet to contribute earnings for the full year. Adjusted EBIT in Ingredients & Solutions grew 3.0% year-on-year.

Invested Capital increased 16.1% to S$7.1 billion driven by recent acquisitions, as well as ongoing greenfield investments in New Zealand and Brazil. Both investments are progressing well and are expected to commence operations in 2023.

EBIT over average Invested Capital (EBIT/IC) for the year decreased from 8.2% in 2021 to 6.2% in 2022, reflecting the recognition of recently acquired assets with partial year performance.

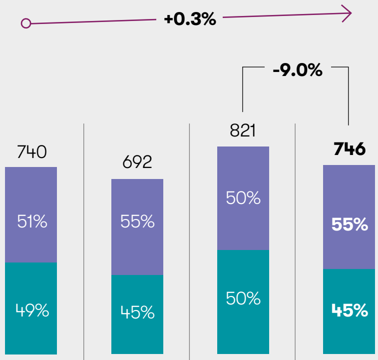
Outlook

ofi has entered 2023 with good momentum. The timing and execution of new customer contracts are proceeding to plan, passing through the higher energy and other costs in line with expected lags as pre-sold contracts roll off. This, together with contribution from second half acquisitions and the organic business growth delivered a recovery in EBIT per tonne in the second half of 2022, which gives management confidence for improved financial performance in 2023. In addition, **ofi** retains a clear focus on cost discipline and has taken steps to ensure it remains as efficient as possible. **ofi** remains confident about its future growth prospects and its ability to deliver sustainable value creation for all stakeholders. Its guidance remains unchanged at low to mid single-digit volume growth and high single-digit adjusted total EBIT growth over the medium term.

2022 highlights

EBIT (S$m)

S$746 m

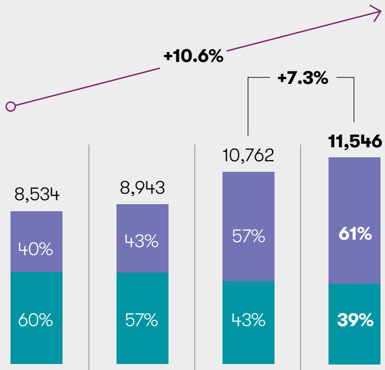


	2019	2020	2021	**2022**
EBIT margin	6.4%	5.8%	5.8%	**4.6%**

Global Sourcing   Ingredients & Solutions

Invested Capital (S$m)

S$11,546 m

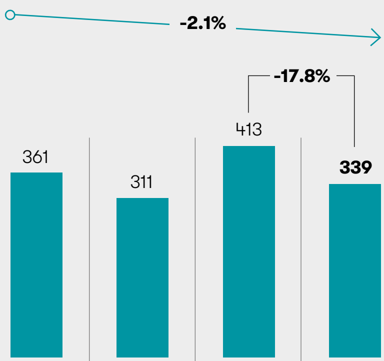


	2019	2020	2021	**2022**
EBIT/IC	8.8%	7.9%	8.3%	**6.7%**

Global Sourcing   Ingredients & Solutions

EBIT: Global Sourcing

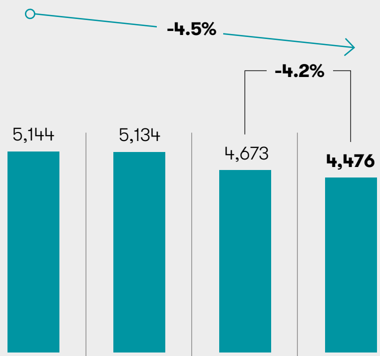
S$339 m



	2019	2020	2021	**2022**
EBIT margin	3.9%	3.3%	4.3%	**3.1%**

Invested Capital: Global Sourcing

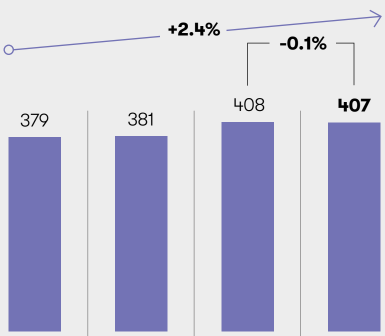
S$4,476 m



	2019	2020	2021	**2022**
EBIT/IC	7.2%	6.1%	8.4%	**7.4%**

EBIT: Ingredients & Solutions

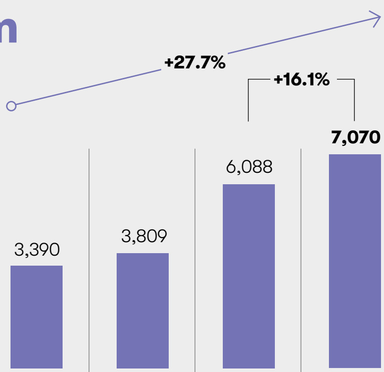
S$407 m



	2019	2020	2021	**2022**
EBIT margin	7.9%	7.3%	6.2%	**5.4%**

Invested Capital: Ingredients & Solutions

S$7,070 m



	2019	2020	2021	**2022**
EBIT/IC	11.2%	10.6%	8.2%	**6.2%**

Locking in goodness from source

ofi's deep-rooted presence in all major cocoa, coffee, nuts, and spices origins brings us close to the source of production. Our network of farmers, sustainability teams, agronomists, R&D specialists, and quality teams, allow us to influence how products are made, from the farms and facilities where they are produced, to the innovation centres exploring new ingredients and formulations.

This means opportunities to deliver positive impact and value for farmers, customers, and partners by:

Constantly improving data and insights to deliver more targeted interventions and support customer commitments

Our 2022 highlights include:

- Over 483,000 farmers received sustainability support with 19% women.
- Over 12,500 **ofi** supply chains and 1.1 million hectares of agricultural land have been mapped under AtSource (cumulative total).
- Over 580,000 farmers are registered on the Olam Farmer Information System (OFIS), providing access to data including farm location, nearest schools, and yields.

Accelerating decarbonisation on a path to net-zero

Changing temperatures and extreme weather events, such as drought and flooding, may affect crop yield and quality, and therefore farmer livelihoods and our volumes. We aim to drive climate action across the supply chain, exploring decarbonisation pathways to meet our customers' Science-Based Targets (SBTi), adding value to our ingredients.

On-farm emissions (Scope 3) are by far the biggest part of our footprint and that of our customers, so we work directly with farmers to incentivise and implement climate-smart measures. Our Carbon Scenario Planner, which uses the digital footprint calculator on AtSource[1], allows us to model the most cost-effective interventions (Read more under Natural Capital on page 98 of this report).

This will be one of the critical tools to support climate action under our 2030 climate targets, to be published later this year as part of **ofi**'s sustainability strategy. We have defined a pathway to decarbonisation to set out how we will achieve these targets. See how we scale up our approach across our supply chains in the diagram below.

Scaling up climate-smart agriculture across our supply chains

Policy commitment and governance	Supply chain risk assessment and diagnostics	Climate-smart actions	Metrics	Outcomes & impacts
SBTi GHG Protocol Land sector and removals guidance	Carbon footprint and hotspot analysis via AtSource Digital Footprint Calculator (DFC) AtSource	**Reduce farm emissions** Varietal selection, nutrient management and composting, integrated pest managment, crop-residue management, no-till or low-till, wastewater treatments. **On- and off-farm carbon removal and insets** E.g., soil carbon management, agroforestry, beneficial tree planting, conservation and catchment protection.	**Key AtSource+ metrics include:** • Soil and tree carbon sequestration • GHG emissions from energy and fuel • GHG emissions from fertiliser and pesticide use • GHG emissions from crop-residue management and wastewater treatment	Low carbon and carbon neutral products and ingredients SBTi reductions Corporate reporting: Carbon Disclosure Project (CDP) SBTi TCFD (Task Force on Climate-related Financial Disclosures)

Tools

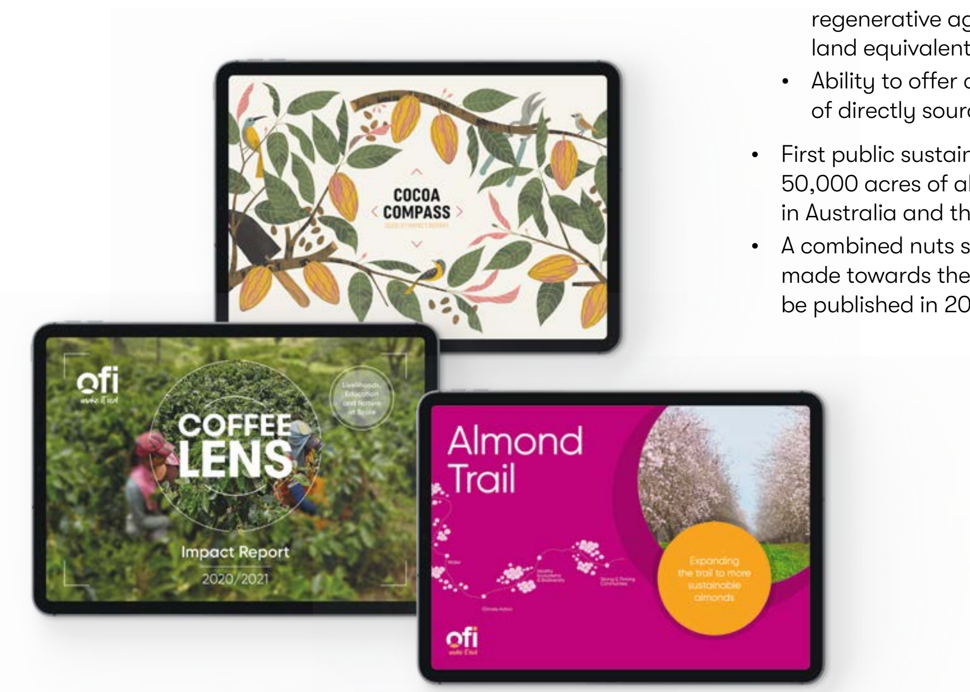
Carbon Scenario Planner to plan and cost climate actions	Carbon Sequestration Monitoring tool and other widely accepted GHG calculators

1. AtSource enables customers to track their sustainability metrics including supply chain carbon footprint. For more information, visit Atsource.io

Scaling sustainability through innovative sector partnerships

Our 2022 highlights include:

- **ofi**'s spices team in the USA, partnered with the USDA Forest Service, the National Forest Foundation, and Knorr, a Unilever brand, on a series of restoration projects to improve the health and resilience of forested watershed in the San Joaquin Valley - California's top producing agricultural region.
- We launched RESTORE (Resilient Ecosystems and Sustainable Transformation of Rural Economies) with the United States Agency for International Development (USAID) West Africa, the Rainforest Alliance and several manufacturer customers.
- A pilot project between **ofi**'s Uganda team and non-profit 100WEEKS is introducing the concept of weekly cash donations for the poorest coffee farmers - mostly women – to alleviate debt pressures and incentivise farm investment. In return, farmers must prune a third of their farm with the support of an **ofi**-trained workforce and attend training sessions on agronomy, personal development, financial literacy, entrepreneurship, and life skills.
- As a lighthouse leader of the Workforce Nutrition Alliance, convened by the Global Alliance for Improved Nutrition and the Consumer Goods Forum, **ofi** is actively rolling out the Workforce Nutrition Scorecard, a self-assessment tool that we have helped to refine.



Defining metrics, setting targets, tracking, and reporting on continuous progress

Our 2022 highlights include:

- New sustainability strategy and 2030 targets agreed with defined contributions from each of **ofi**'s product platforms. To be launched publicly in 2023.
- Second full-year impact report for the Cocoa Compass sustainability ambition, sharing progress achieved in collaboration with customers and partners, and benchmarked against three years of impact data. The report won the FIE Sustainability Innovation Award and Sustainable Supply Chain of the Year Gold award at the Global Good Awards.
- Progress from 2017/18-2020/21 includes:
  - 1.7 million trees distributed to farmers (almost a 360% increase since 2017/18).
  - Enhanced accuracy of deforestation monitoring with two thirds of sustainability programmes polygon mapped.
  - Almost a 20% reduction since 2017/18 of CO_2 emissions per metric tonne of product output from cocoa processing facilities, through initiatives like installing circular biomass boilers fuelled by waste cocoa shells and switching to green electricity at several sites.
- First full-year impact report for Coffee LENS sharing progress against 2025 targets up to the end of 2021 including:
  - ~105,000 farmers reached with sustainability support, over halfway towards a target of 200,000.
  - Introduction of a digital child labour monitoring and remediation system (CLMRS) in Guatemala. To be rolled out to more coffee origins in 2023.
  - 2 million native and beneficial trees planted to promote regenerative agriculture and rejuvenate soils across land equivalent to 11,000 football fields.
  - Ability to offer customers verified traceability for 100% of directly sourced coffee.
- First public sustainability targets developed for **ofi**'s 50,000 acres of almond orchards and farming operations in Australia and the USA with Almond Trail.
- A combined nuts sustainability impact report on progress made towards the Cashew, and Hazelnut Trail targets will be published in 2023.

Transform

We are an agri-business with a global footprint and capabilities, focused on emerging markets.

olamagri.com

Olam Agri

Transforming food, feed and fibre to cultivate a sustainable and food secure future.

Olam Agri is a food, feed and fibre agri-business with a global origination footprint and processing capabilities focused on emerging markets. Our products and services include grains and oilseeds, animal feed and proteins, edible oils, rice, specialty grains and seeds, cotton, wood products, rubber and commodity financial services. Guided by our Purpose to transform food, feed, and fibre for a more sustainable future, we strive to create value for customers and enable farming communities to prosper sustainably.

Key highlights

Volume	EBIT	Sales revenue
38.2 m MT	**S$857.7 m**	**S$36.9 bn**
-6.0%	+13.9% YoY	+18.0% YoY

Invested Capital	Customers	Employees
S$5,123.5 m	**7,100+**	**9,600+**
-2.3%		

Enhancing to capitalise on opportunities

"Olam Agri's strong performance is testament to our ability to deliver high growth, capital efficiency and returns against the backdrop of heightened geopolitical and macroeconmic risks. Global food security remains a major concern and we are well placed to meet the rising demand for food staples and to capture growth in new markets."

Sunny Verghese
Co-Founder & Group CEO

How is Olam Agri meeting the demand for food, feed and fibre in growth markets?

As the world remains on track to grow by more than two billion people by 2050[1], with diets changing to include more animal proteins, farming is facing the impacts of climate change and geopolitical tensions are having disruptive impact on trade.

Olam Agri continues to be well placed to meet the growing demand for food, feed and fibre in high-growth emerging markets and to address the food security and sustainability needs that are shaping the global food and agricultural landscape.

Our operating capabilities in global origination, processing, trading, logistics, distribution, and risk management, along with a deep understanding of food and agricultural market needs built over 33 years, sets us apart from our peers. We have a strong presence across emerging markets, especially in Asia and Africa, and a broad and deep global network of smallholder farmers and farming communities, which positions us to serve and capitalise on meeting the rising demand.

1. Source: www.un.org/development/desa/pd/sites/www.un.org.development.desa.pd/files/wpp2022_press_release.pdf

We are helped by a differentiated asset-light model that offers agility and cost efficiency. Combined with our position as an independent trader, we are able to trade with both local players and global majors in origin and destination markets, giving us a cost advantage and increased flexibility to respond to shifting trade flows. Our integrated freight and logistics solutions help provide end-to-end value chain capabilities to customers across product categories.

Our ability to quickly adapt to changing market conditions was tested in 2022 following global trade disruptions across several commodities.

With exports of grains and oilseeds from the Black Sea severely impacted since late February 2022, following the Ukraine-Russia war, we leveraged our global origination network and increased sourcing from the Americas, India and Australia to continue meeting demand from customers. Our wheat milling business in West Africa was able to rely on our ability to maintain a steady supply of wheat and wheat-based products.

In spite of export bans on certain categories of rice from India, we continued supplying products to customers thanks to a strong presence in two other major export markets – Thailand and Vietnam. We increased rice trading in new markets across North Africa and the Middle East where demand is rising.

We have continued to expand our presence in cotton sourcing origins and grew our origination market share in Latin America, capitalised on a good crop year in Australia to grow volumes by more than 70%, and increased output from our integrated ginning operations in West Africa where we work with close to 290,000 smallholder farmers to ensure access to our global customer base.

What is the focus for future growth?

We are well poised for growth in 2023 and beyond as we focus on expanding our core businesses into new markets and geographies that we are familiar with.

Olam Group announced in December 2022 the successful completion of the sale of a 35.43% minority stake in Olam Agri to the Saudi Agricultural and Livestock Investment Company (SALIC) for US$1.24 billion, valuing Olam Agri at an equity valuation of US$3.5 billion. This transformative deal is a testament to the strength of our business.

This strategic partnership marks a pivotal moment by accelerating our growth into new markets in support of SALIC's food security strategy and the aspirations of the Kingdom of Saudi Arabia's Vision 2030.[2] The Strategic Supply and Cooperation Agreement (SSCA) with SALIC will accelerate our access into the large and high-growth Middle East markets.

Our growth strategy remains focused on four pillars:

1. **Maximise returns on strategic investments**
   Maximising the significant embedded potential from recently invested projects, through continued operational improvements in our wheat milling and pasta manufacturing operation, strengthening our position in the Nigerian poultry and aquafeed market and improving cotton out-grower yields in our integrated ginning business. Alongside this, we have a strong pipeline in place for new capital deployments to enhance our existing capabilities and support continued growth ambitions.
2. **Enhance our Processing & Value-added businesses**
   Investing in processing capacity and capabilities to strengthen and expand our wheat milling and pasta production, rice milling, and premium branded packaged product offerings across Africa. Additional digital capability and technology to improve cotton yields for our integrated ginning model in West Africa, such as with farmer information systems[2], satellite imagery and analytics. Increasing our processing capacity in our rubber business and fully leveraging our sustainable forestry concessions.
3. **Expand into new, high-growth markets**
   Selectively enter attractive markets, building on our current expertise and capabilities, to expand our businesses into new geographies. This includes potential opportunities across the Middle East, North Africa and Southeast Asia, to grow our animal and aquafeed business in emerging markets with increasing protein consumption, as well as exploring new markets for branded rice distribution.
4. **Enter new adjacent businesses**
   Leverage our current business strengths to expand into complementary capabilities, such as oilseed processing, expand our food and feed trading, increasing our third party freight volumes, growing our portfolio of our commodity financial services business and risk management solution business.

How is the business enhancing to capitalise on opportunities?

While we faced challenging market conditions in 2022, we strengthened our core competencies to capitalise on opportunities in 2023 and beyond.

In Food & Feed, we have continued to enhance and expand our capacity and capabilities. In our feed business in Nigeria, our largest globally, we have expanded our existing production facility in Kwara state to increase monthly production capacity to 12,500 MT to meet the growing demand for locally produced animal proteins.
We are working closely with the government and local communities to source our raw materials primarily domestically to mitigate the risk of trade disruptions.
Thanks to the success of our aquafeed model in Nigeria to increase local production while sourcing raw materials locally, we are exploring opportunities to replicate this approach in other West African countries.

In India, where we are one of the major exporters of rice, we have invested in a mill for the processing of Basmati rice with a total capacity of 40,000 MT per year. This will enable us to increase our trade volumes of the more premium Basmati rice from and within India.

In Vietnam, we have invested in increasing our production capacity of rice to meet growing demand globally with volume traded from our own milling facilities more than doubling in 2022 to 44,000 MT from the year before. This is largely due to the increase in confidence in our rice products thanks to our continued investment to improve quality to meet international standards. In 2022, we received certification from SMETA, SEDEX and FSSC and were able to expand our presence in existing markets and enter new markets globally. Our rice is being sold by large retailers in Europe, Australia and Asia under both private labels and our own brands.

In our wheat milling business, we had to quickly switch our wheat from the Black Sea region to other regions in Europe. We invested in R&D to formulate new recipes of inputs in our flour in view of the new sources of wheat and to ensure the highest quality. We also introduced a new flour brand, Crown Flour Premium, which enabled us to grow our presence in Southeast Nigeria.

2. Our farmer information systems collect data from smallholder farmers within our supply chain.
3. Read more at www.vision2030.gov.sa/
4. Investment of US$15 million with addition of a second production line.

We have continued to build on our Bake Well mobile app for bakers in Nigeria in 2022, reaching more than 15,000 bakers by the end of the year.

In Fibre, Agri-Industrials & Ag Services, we continued to maintain our position as one of the leading cotton merchants and ginners in the world. In 2022, we expanded our operations in the USA to boost our participation in premium Pima cotton trade flows, while continuing to invest in working with close to 290,000 smallholder farmers in West Africa to generate higher yields.

We have expanded our operations in Forest Stewardship Council (FSC®[1]) certified operations in the Republic of Congo to meet the demand for high-quality, fully sustainable timber amongst customers in the USA and Europe. We are moving up the value chain and have invested in increasing our production of semi-finished and finished wood products to ensure quicker and more efficient supply to our customers.

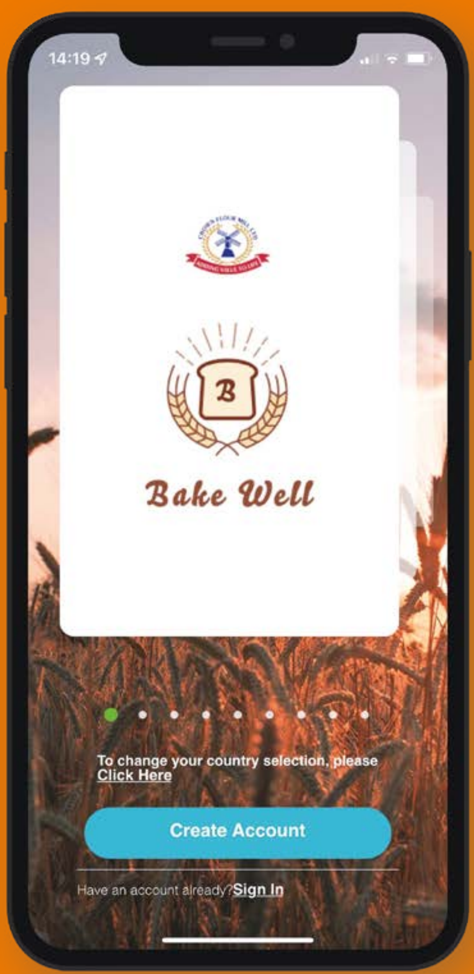
We have invested in doubling our rubber production capacity at our existing facility in Côte d'Ivoire to 88,000 MT to meet growing demand globally as China is expected to rebound in 2023 and USA demand continues to be strong.

Giving bakers the digital edge in Nigeria

Wheat flour and products derivatives such as bread, semolina and pasta are staples in Nigeria and demand continues to grow to support its population of more than 200 million people. Bakeries are naturally widespread but face intense competition and growing production costs. As one of the largest millers in Africa with a working relationship with thousands of bakers in the country, we are constantly looking for ways to help bakers improve their operations and profitability.

One of the ways we are giving bakers who work with us an advantage is through digitalisation. We started an innovative mobile app for bakers in 2019 to communicate and engage with them. In addition to enabling them to connect directly with us and gain fresh insights and tips on baking, it also allows them to calculate the profitability of their business and map out trends which helps them improve profits. Bake Well is available on both Android and Apple phones.

In 2022, we continued to build on our Bake Well app to improve our services and engagement levels with bakers and have invested in growing our baker base to over 15,000 registered users. Following the success of Bake Well in Nigeria, we have also launched the app in Cameroon and expect rapid growth in usage in the coming year.



1. Refer to the certificates on www.olamagri.com/content/dam/olam-agri/products-services/wood-products/wood-products-pdfs/wood-products-license-numbers-14-03-2022.pdf

Has there been a change of focus around sustainability?

Olam Agri's commitment to sustainability has long been integral to what we do, and how we do it, and is guided by our Purpose to transform food, feed, and fibre for a more sustainable future. We are focused on playing our part to ensure food and agriculture positively contributes to conserving our environment, strengthening communities, and increasing global food security.

Food systems are under growing pressure to strengthen global food security to meet the needs of a growing population, while addressing the challenges of changing dietary habits, climate change, social inequality and conserving biodiversity. As such, we have identified three clear priority areas for sustainability – Climate, Nature and Livelihoods – and have set goals under each priority which are aligned with the UN Sustainable Development Goals with the aim of making a positive impact on climate, nature and biodiversity, and enabling farming communities to prosper sustainably.

In February 2022, we launched a refreshed brand identity for Olam Agri which preserves and builds on our trusted Olam heritage and signals a bright, bold future – one where we are well positioned to seize the opportunities and to serve the needs of a changing global food and agricultural landscape. Our brand reflects our Purpose and the values which are fundamental to us – entrepreneurial, agile, resourceful, collaborative and sustainable. It underlines our focus on transforming food, feed and fibre across our product portfolio and delivering real and meaningful changes in agricultural value chains by being a trusted partner to customers and farmers.

How is the planned demerger and IPO progressing?

Following the SALIC transaction, in January 2023 Olam Group Limited announced plans to list Olam Agri, as early as H1 2023, by seeking a primary listing on the mainboard of the SGX, while exploring a concurrent listing on the Saudi Exchange – this would make Olam Agri the first global company to list in Saudi Arabia.

SGX has been selected as the primary listing venue given the strong investor base for food and agri-business companies in Singapore, as well as the continued long-term support of shareholders. The additional listing in Saudi Arabia is being considered given the importance of food security in the Gulf region, the large incremental investor base that would be able to participate in the IPO, and the new strategic partnership with SALIC, which will further enhance Olam Agri's activities in the Gulf region, particularly Saudi Arabia, amongst other factors.

The decision to target an IPO follows a thorough review in relation to maximising Olam Group's long-term shareholder value, alongside the global agri-business trends, rising food security concerns and Olam Agri's performance track record. The planned IPO is an opportunity to unlock shareholder value by tapping into current global agri-industry trends, enhanced global focus on food security and Olam Agri's position as a growing company with a proven and consistent track record.

Although no final decision has been made on the Olam Agri IPO offer structure, it may involve an offering in Singapore and globally via an issuance of new Olam Agri Holdings Pte. Ltd. shares as well as a sale of shares in Olam Agri Holdings Pte. Ltd by the Olam Group. Concurrently, Olam Agri Holdings Pte. Ltd will be demerged from the Group, via a distribution in specie of shares in Olam Agri to Olam Group shareholders, at the point of demerger in conjunction with the Olam Agri IPO. Shareholders of Olam Group Limited will not need to make any payment for shares in the newly listed Olam Agri and will continue to retain their shares in Olam Group Limited.

Approval for proposed transactions relating to the Olam Agri IPO and demerger will be sought from Olam Group shareholders at an Extraordinary General Meeting.

How did the business perform in 2022?

Olam Agri delivered another strong set of results in 2022 in spite of growing geopolitical risks and significant macroeconomic volatility during the year. Revenue grew by 18.0% to S$36.9 billion driven mainly by the increase in commodity prices across grains and oilseeds, as well as edible oils and cotton. Sales volume declined by 6.0% to 38.2 million metric tonnes from 40.6 million metric tonnes in 2021, mainly due to disruption in grains and oilseeds flows from Russia and Ukraine.

EBIT grew 13.9% to S$857.7 million mainly attributable to increased earnings from Food & Feed – Processing & Value-added and the maintained performance of Food & Feed – Origination & Merchandising. EBIT per tonne grew to S$22 up from S$19 in 2021.

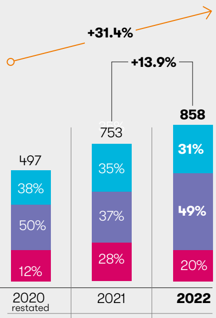
In Food & Feed, the freight business, wheat milling & pasta, rice & edible oils delivered improved EBIT contributions. Against the previously strong year, grains & oilseeds trading was down marginally primarily due to reduced exports out of Russia and Ukraine. Fibre, Agri-industrials & Ag Services reported lower earnings against an exceptionally strong year in 2021.

Total Invested Capital declined by 2.3% (S$118.6 million) to S$5.1 billion as Working Capital deployed in the Fibre, Agri-industrials & Ag Services reduced substantially on account of lower inventory levels in cotton and rubber, thereby compensating for the increase in Working Capital from the Food & Feed - Origination & Merchandising as grains and oilseeds prices rose. Overall EBIT/IC grew to 16.5% from 15.9% in 2021 on the improvement in EBIT and a 2.3% decline in Invested Capital.

2022 highlights

EBIT (S$m)

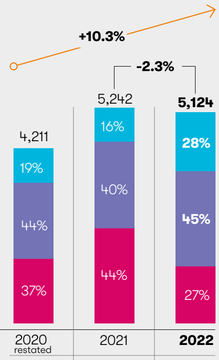
S$858 m



EBIT/MT (S$)	12	19	**22**

Invested Capital (S$m)

S$5,124 m

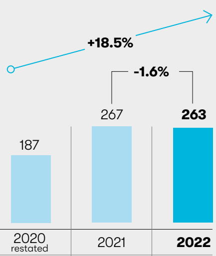


EBIT/IC (%)	13.4%	15.9%	**16.5%**

- Food & Feed - Origination & Merchandising
- Food & Feed - Processing & Value-added
- Fibre, Agri-industrials & Ag Services

EBIT: Food & Feed – Origination & Merchandising (S$ million)

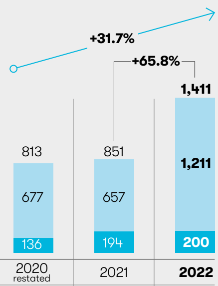
S$263 m



EBIT/MT (S$)	6	8	**8**

Invested Capital: Food & Feed – Origination & Merchandising (S$ million)

S$1,411 m

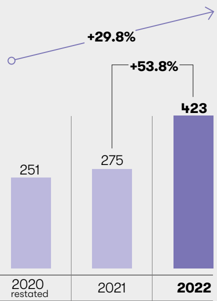


EBIT/IC (%)	34.7%	32.1%	**23.2%**

- Fixed Capital
- Working Capital

EBIT: Food & Feed – Processing & Value-added (S$m)

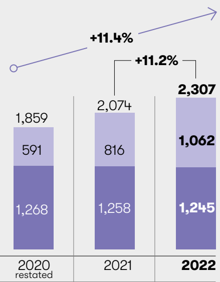
S$423 m



EBIT/MT (S$)	58	61	**105**

Invested Capital: Food & Feed – Processing & Value-added (S$ million)

S$2,307 m

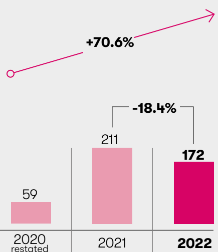


EBIT/IC (%)	13.3%	14.0%	**19.3%**

- Fixed Capital
- Working Capital

EBIT: Fibre, Agri-industrials & Ag Services (S$m)

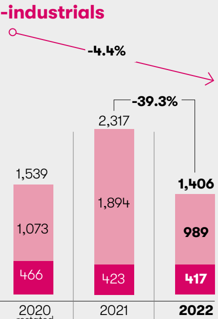
S$172 m



EBIT/MT (S$)	29	95	**73**

Invested Capital: Fibre, Agri-industrials & Ag Services (S$m)

S$1,406 m



EBIT/IC (%)	4.6%	10.9%	**9.2%**

- Fixed Capital
- Working Capital

Food & Feed – Origination & Merchandising

Revenue from Origination & Merchandising increased 13.0% to S$24.8 billion in 2022 thanks to higher grains and oilseeds prices and improved revenue contributions from rice and edible oils trading. Sales volume decreased by 6.2% to 31.8 million metric tonnes from 33.9 million metric tonnes in 2021, primarily due to lower traded volumes in grains and oilseeds as exports out of Russia and Ukraine have significantly fallen since the war began in February 2022. Some of the reduced sourcing volumes from this region were compensated by leveraging our global origination network to deliver higher sales volumes out of North and South America, India and Australia.

EBIT from the segment increased marginally to S$262.7 million compared with a strong 2021 (S$266.9 million) with higher EBIT from the freight business, and rice and edible oils trading. The freight business grew earnings with a larger freight capacity compared with 2021, supported by higher freight rates. Rice trading also established strong footholds in new markets across North Africa and the Middle East where demand is rising. Demand and sales for edible oils remained buoyant during the year despite elevated prices, which underpinned improved performance. On a per tonne basis, our margin remained firm and steady at S$8 in 2022, unchanged from 2021.

Higher Working Capital arising from the steep rise in grains and oilseeds prices and continuing supply chain disruptions increased Invested Capital to S$1.4 billion, an increase of 65.8% or S$559.6 million from S$851.1 million a year ago. As a result, EBIT/IC came down to 23.2% from 32.1% in 2021.

Opening access to the USA and Europe for Vietnam's rice farmers

In Vietnam farmers are primarily smallholders with little access to quality inputs, agronomic advice, financial services and machinery, and very few are able to grow safe, high-quality, sustainably-produced rice. This has been a barrier for most farmers to trade in high-value markets such as the USA and Europe, as they did not meet the quality and sustainability standards.

In partnership with the German development agency Deutsche Gesellschaft für Internationale Zusammenarbait (GIZ) GmbH and Vietnam's Ministry of Agriculture and Rural Development, we launched a large-scale market-oriented smallholder value chain programme in 2018. Rice farmers from the Mekong Delta were equipped with new skills and resources to produce better-quality, more sustainable rice that helped improve their operations and livelihoods.

In 2022, the programme reached more than 10,000 rice farmers. Thanks to their confidence in the programme and the dedication of Olam Agri and partners' teams on the ground, the farmers have started producing higher-quality, more sustainable rice that uses up to 40% less water and 15% less fertilisers. Most farmers in the programme recorded more than 50% increase in scores verified by the Sustainable Rice Platform (SRP), the world's first voluntary sustainability standard for rice production.

This has opened the doors for Vietnamese rice to enter the USA and European markets as it crossed the required quality and sustainability threshold to be marketed there. In 2022, 150,000 tonnes of rice paddies were traded with these markets. Today, we are engaging with farmers from the programme to produce and pack private label rice carrying the Sustainable Rice Platform's SRP-Verified Label to trade globally, a first in Vietnamese rice farming.

Food & Feed – Processing & Value-added

Our revenue from Food & Feed - Processing & Value-added segment increased by 18.2% to S$4.9 billion compared with 2021 primarily due to higher average selling prices for our products. All businesses recorded higher revenues, though sales volumes were down 10.4% to 4.0 million metric tonnes from 4.5 million metric tonnes in 2021, following reduced demand for flour and pasta in Nigeria as a consequence of higher prices.

EBIT for the segment grew strongly by 53.8% to S$423.0 million, with EBIT per metric tonne up to S$105 from S$61 in 2021. The increase in EBIT was primarily due to a significant improvement in contribution from the wheat milling & pasta business that remained resilient in spite of increased raw materials and manufacturing expenses, including energy costs, with operations across Nigeria, Ghana, Senegal and Cameroon posting an increased EBIT contribution. The segment was also able to improve its margins by selling more value-added products, such as branded pasta and semolina, to consumers directly through retail channels, as well as operating and expanding its own fleet of trucks.

Our integrated feed & protein business saw healthy growth in fish feed and broiler feed in Nigeria, where the poultry industry, particularly day-old-chicks, was adversely impacted by avian influenza. Our edible oils processing operation in Nigeria registered higher EBIT as it mitigated a ban on the import of crude palm oil (CPO) into Nigeria to focus on sourcing and processing local CPO and supply a larger variety of oils and palm-based products to cater to domestic demand.

Rice, specialty grains & seeds demonstrated a better performance across the year. Branded rice distribution, particularly in Cameroon, and the rice milling operation in Nigeria performed well, as did the sesame business following a restructuring to focus on trading from selected origins and value-added processing in Nigeria. This helped offset a lower contribution from rice farming in Nigeria, where severe flooding in Nasarawa State in October 2022 submerged the farm, destroyed crop and damaged farm infrastructure.

Invested Capital increased by 11.2% (S$232.7 million) to S$2.3 billion on account of higher Working Capital due to higher rice prices, as well as higher input prices across wheat milling & pasta, integrated feed & protein and edible oils processing. Despite higher Invested Capital, EBIT/IC improved to 19.3% from 14.0% in 2021.

Expanding value-added services in our wood products business

In Europe, which is one of our key destination markets, timber is witnessing increased significance thanks to its resilience, stability, versatility as well as being one of the most sustainable building materials available today. Its green credentials could be a key driver for growth as European countries pioneer new regulations that mandate consideration of embodied carbon, referring to carbon emissions from construction, maintenance and end-of life of building materials.[1]

We deliver high-quality and sustainably manufactured timber from our natural forest concessions in the Republic of Congo, all of which are Forest Stewardship Council (FSC®)certified.[2] With one of the largest processing capacities for tropical hardwoods in Africa, our harvesting capabilities and processing expertise allow us to treat various species and produce specific dimensions of semi-finished and finished products to meet customers' needs.

To meet the increase in demand of semi-finished and finished products, we have expanded our primary transformation capacity in 2022 to handle 300,000m^3 of input logs. We have also invested in 7,800m^3 output capacity automated production line for finger-jointed products also known as scantlings. This enables us to produce value-added products, directly from our operations in the Republic of Congo and then ship them to our customers globally. Not only does this greatly improve delivery time, consistency and efficiency for our customers, it also lowers their carbon footprint in freight, construction, maintenance and subsequent disposal at the end of its lifecycle.

1. https://www.storaenso.com/en/newsroom/news/2022/1/good-for-wood-new-embodied-carbon-regulations / https://edition.cnn.com/style/article/wooden-skyscraper-revolution-timber/index.html / https://woodforgood.com/news-and-views/2022/07/25/cutting-carbon-in-europe-the-rise-of-timber-construction
2. Refer to the certificates on www.olamagri.com/content/dam/olam-agri/products-services/wood-products/wood-products-pdfs/wood-products-license-numbers-14-03-2022.pdf

Fibre, Agri-Industrials & Ag Services

Fibre, Agri-Industrials & Ag Services reported an increase in revenue to S$7.2 billion up from S$5.2 billion in 2021, with global cotton, sustainability forestry concessions and saw milling in the Republic of Congo, and rubber in Côte d'Ivoire contributing to the increase. The increase in revenue was primarily due to higher prices for cotton while sales volumes increased to 2.4 million metric tonnes up from 2.2 million metric tonnes in 2021.

EBIT was S$172.0 million, down 18.4%, with EBIT per metric tonne also down to S$73 from S$95 in 2021. The decrease was due to a reduced contribution from the funds management business and the cotton business as a result of unprecedented market volatility.

Cotton demand from mills in China, one of our major cotton markets, was significantly impacted by the lockdowns imposed to control COVID-19 outbreaks. As a result, from May 2022 cotton prices fell from decade-high levels and remained volatile throughout the year. However, cotton demand remained firm in our domestic USA operation and across textile mills in other major textile producing centres including India, Pakistan, Vietnam, Indonesia and Turkey. Integrated ginning in Africa reported a higher EBIT with Côte d'Ivoire posting an increase in cotton output and our ginning operations in Australia reporting higher income on a bumper crop.

Our wood products volumes grew as demand for certified timber for housing and construction material in the USA and several European countries, including the Netherlands and the United Kingdom, remained steady. While rubber reported increased sales volume, buoyed by a record 2022 crop in Côte d'Ivoire, there were significant headwinds in the last quarter, especially from Europe.

Invested Capital was substantially lower at S$1.4 billion, a reduction of 39.3% (S$910.9 million) from 2021. This was mainly driven by reduced inventory levels in cotton and rubber. EBIT/IC declined to 9.2% from 10.9% in 2021.

Empowering communities of quinoa and chia farmers in Peru

Thanks to the efforts of local smallholder farming communities, Peru is the world's largest producer of quinoa seeds. But despite the growing popularity of these nutrient-rich superfoods, the smallholders whose livelihoods depend on them are still struggling to fully realise the economic and social benefits.

In support of these farmers, we have made strides towards creating more sustainable quinoa and chia supply chains in Peru. Central to this is our work focusing on the economic empowerment of farmers by transitioning them to organic farming practices and supporting initiatives that nurture better health and nutrition for these communities.

Under our organic programme, we provided farmers with year-round support and personalised technical assistance across the entire crop growth journey, from soil preparation to harvest and post-harvest – enabling them to improve crop quality and increase productivity. Since 2021, approximately 2,100 smallholder farmers have secured organic certification, opening access to new markets in Europe and the USA for their products and raised their potential for higher incomes.

Thanks to our partnerships with the public sector, we are able to scale up initiatives and make real, lasting impact. Together with USAID (USA Agency for International Development), we supported nearly 350 quinoa farmers to transition from conventional to sustainable organic production through quality extension services and access to new technologies. In addition, we have collaborated with the Regional Agrarian Directorate, SENASA (Peruvian Ministry of Agriculture's technical body), and municipalities of our main farming districts to organise Field Days that benefited more than 200 farmers.

Building a truly sustainable supply chain goes beyond the farm level. When quinoa and chia farming communities are healthy, they are empowered to work and have a greater ability to produce food crops. Through the Food Secure Future programme, we have improved the nutrition and wellbeing of these local communities. More than 500 people received nutrition education while a total of 162 children were screened for anaemia, stunting, and wasting.

Olam

Nurturing businesses to grow and create sustained value

The Remaining Olam Group is responsible for incubating new sustainability and digital platforms for growth; providing IT, digital and shared services; holding and developing our continuing and gestating businesses and is responsible for the divestment of our non-core assets to partially or fully monetise these.

Key highlights

Volume ('000)	EBIT ($S million)	Sales Revenue ($S million)
1,112.6 MT	**S$4.5 m**	**S$1,605.3 m**
-2.5%	+102.9%	+6.4%

Invested Capital (S$ million)	Customers	Employees
S$2,663.1 m	**3,100+**	**18,000+**
-11.5%		

Incubating and nurturing for future growth

Which businesses are under the Remaining Olam Group?

The businesses in this Operating Group are:

- **Nupo Ventures** – previously named Olam Ventures, this business has renamed in line with its focus on growth as independent incubator for sustainability and digital growth initiatives. As an incubation studio we are focused on working with start-ups and entrepreneurs to nurture and scale businesses to their full potential.
- **Mindsprint** – previously Olam Technology and Business Services, Mindsprint has rebranded to support its growth to offer digitally enabled IT services and expertise beyond Olam Group businesses to organisations globally.
- **Olam Global Holdco** – holds and develops our continuing and gestating businesses with a view to partially and/or fully monetise these assets over time and overseeing the responsible divestment of our de-prioritised assets. This includes the joint ventures, Olam Palm Gabon and Olam Rubber Gabon; Caraway, the consumer-packaged foods business in West Africa; Rusmolco, our dairy farming business in Russia.

We believe each of the businesses has potential to grow and create value on a sustained basis.

How did these businesses perform over the past year?

Remaining Olam Group saw a significant turnaround in operating profits with EBIT delivery of S$4.5 million compared to a loss of S$151.1 million in 2021 with the continuing/gestating assets, de-prioritised assets and incubating businesses all performing better year-on-year. Revenues were up 6.4% supported by higher prices despite lower volumes post divestments and closures of de-prioritised assets.

Invested Capital decreased by 11.5% (S$345.5 million) primarily on the continued restructuring of the continuing/gestating assets as well as divestments and closures of de-prioritised assets.

De-prioritised/Exiting Assets

The De-prioritised/Exiting Assets reported EBIT of S$13.9 million in 2022 up from a loss of S$26.5 million in the previous year, an improvement of S$40.4 million due to better performance by the sugar assets in India and absence of losses from assets that were divested or shut down during 2021. Invested Capital was S$12.6 million lower as of December 31, 2022 on account of reduced Working Capital as a result of the full-year impact of these divestments and closures. Five remaining assets are expected to be divested.

Continuing/Gestating Businesses

Continuing/Gestating Assets recorded positive EBIT of S$52.2 million in 2022, up from -S$47.5 million in 2021 mainly because of the higher fair value gains on biological assets from Rusmolco and improved contribution by Olam Palm Gabon, which benefited from increased sales volumes and palm oil prices, as well as higher production yields. Mindsprint also reported better results in 2022 as we continues to provide IT, digital and shared services to the new operating groups under a long-term service agreement and gears up to offer similar services to third party clients. Invested Capital in Continuing/Gestating Businesses decreased by 13.7% or S$333.0 million. In June 2022 we completed the sale of our remaining equity stakes in ARISE Integrated Industrial Platforms (ARISE IIP) and ARISE Infrastructure Services (ARISE IS) for US$189 million to a management-led buy-out group, Africa Transformation and Industrialization Fund. We are continuing to look to divest our remaining minority 32.4% stake in ARISE Ports & Logistics.

Incubating Businesses

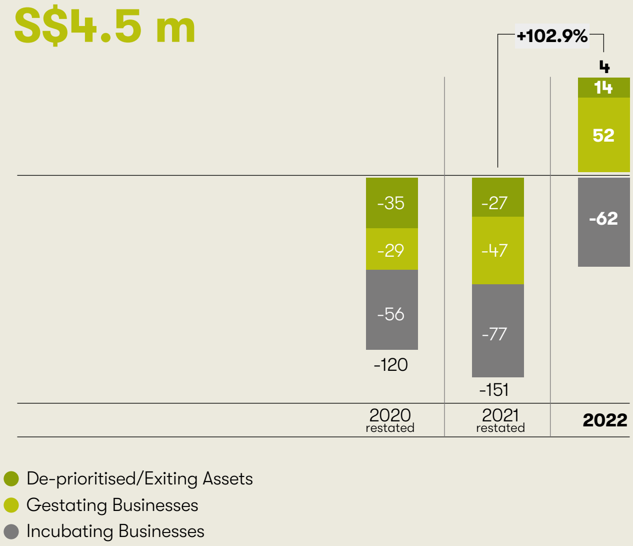
We continued to invest and incubate growth initiatives through Nupo Ventures including Jiva, a digital farmer services platform; Terrascope, an enterprise smart carbon measurement and management platform; Re~ a natural, sustainable consumer snacks business; Adva, a B2C sustainability lifestyles platform; and a food and agri sector digital and sustainability platform.

Incubating Businesses recorded a jump in revenue from S$22.9 million to S$101.2 million, primarily driven by higher sales volumes from Jiva, which increased its procurement volume five-fold and deepened its market penetration in Indonesia from two to seven provinces. Its AgriCentral app surpassed 7 million farmers in India, becoming one of the largest farmer advisory platforms. Overall, EBIT losses from the Incubating Businesses narrowed from S$77.0 million in 2021 to S$61.6 million in 2022.

2022 highlights

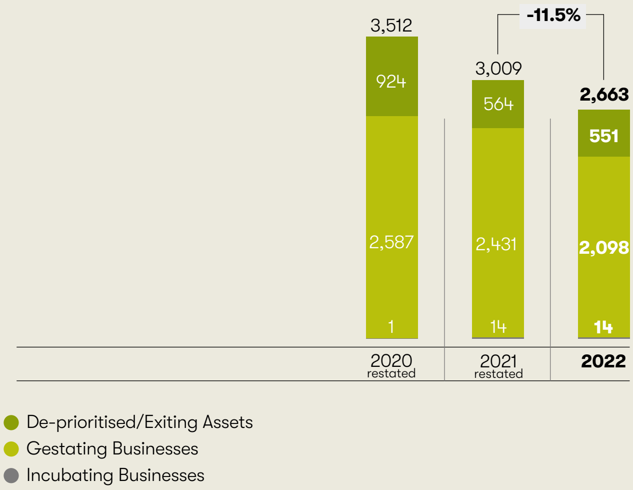
EBIT

S$4.5 m



Invested capital (S$m)

S$2,663 m



Incubate

We incubate start-up growth initiatives.

adva.io

refoods.com

jiva.ag

terrascope.com

Unleashing the potential of next-generation businesses to positively impact people and our planet.

Nupo Ventures is a sustainability and technology-focused incubation studio working with entrepreneurs and start-ups to grow Purpose-driven businesses. It incubates, develops and accelerates next-generation businesses pioneering game-changing solutions that deliver positive impacts for people, communities and our planet. This includes Terrascope, a smart platform enabling companies towards decarbonisation; Jiva, a digital solution helping smallholder farmers transform their livelihoods; Re~, consumer snacks using all-natural, sustainably sourced ingredients; and Adva, a lifestyle app promoting daily habits for sustainable living.

Growing great ideas

Does the new name reflect a new focus for the business?

Our new brand for Olam Ventures reflects our focus and ambition to be an incubation studio for pioneering business ventures that drive sustainable change for people, communities and the planet. Nupo is two Latin words combined - Nutrio and Potentia - meaning 'nourish potential'. We chose this name to honour the amazing power of the human spirit to overcome great challenges, and the passionate, creative entrepreneurs we work with. Our new name also reflects our clear intention to help our team and our partners reach their potential. How do we do this? With rigorous market research, harnessing our operational knowledge, our collective expertise, and our access to technology to invest in and to realise the most visionary ideas.

We are an incubator for new businesses that pioneer our vision of bold sustainability in food, agriculture and beyond. Collectively we're aiming to achieve positive and meaningful change by nurturing successful, visionary businesses that can unlock great financial value for all our shareholders. We want everyone involved in Nupo Ventures to recognise the positive contribution that we're making for future generations.

"We are an incubator for new businesses that pioneer our vision of bold sustainability in food, agriculture and beyond."

Does the business have particular focus areas?

We aim to drive transformational change, and a positive sustainable impact that makes a better way of living become an everyday, affordable commodity. We are focusing on accelerating the growth of sustainable products and services that recognise and mitigate the impact on the planet. From the beginning, we invest in research validated against specific metrics to provide a roadmap to success, and our expert partners work with our team to test new products and services. We've a proven framework to support our venture leaders throughout the build process, and we continue to fund ideas up to Series B or C stages, if required.

We're identifying business investment opportunities around three key areas:

1. **Sustainable consumers:** As consumer preferences shift, our aim is to help support responsible consumption and production by reducing the environmental impact for consumers around nutrition and lifestyle.
2. **Regenerative food systems:** We're supporting the UN mission on climate action through regenerative agriculture, green financing, and zero food waste and loss.
3. **Future-ready supply chains:** We're shaping the farm and the supply chain of the future while equipping farmers with innovations that will enhance productivity and reduce environmental damage.

What progress have Nupo Ventures' businesses made during the past year?

Our ventures are still in the early stages of growth, and although they are each at a different phase in their development, we continue to see their long-term potential.

Jiva – a holistic farmer services platform to uplift smallholder farmer livelihoods. 2022 was a year of significant growth across our micro-collector network, increase in participating farmers, and expansion of operations. Read more on page 66.

Re~ – a natural, sustainable consumer snacks business added nut bites and nut butters to its range of nuts snacks, as well as strengthening its go-to-market channels for consumers in Singapore.

Terrascope – publicly launched in June 2022, the platform provides digital tool and data-driven insights to help large enterprises measure their scope 1, 2 and 3 emissions. In just a few months, it has been identified as partner of choice by leading enterprises, as well as established strategic partnerships with DBS Bank, ERM and Workiva. Read more on page 67, and page 107 in the Natural Capital section of this report.

Re~

In a relatively short time span, we have built strong associations with consumers in Singapore, thanks to the growing availability of snacks produced from all-natural, sustainable ingredients, which are kind to farmers, to the community, and to the planet. In 2022 we extended our omni-channel availability and conducted extensive sampling activities and promotions. We added nut bites and nut butters to our range of nuts and muesli, and strengthened and widened our go-to-market channels in Singapore.

Our products made it easier for the growing segment of environmentally conscious consumers in Singapore who want to make a positive impact with their daily food choices. In 2023, the team will focus on finding efficiencies and enhancing differentiated channel approaches, as we continue to drive growth.

Adva

Adva is a sustainable lifestyle app for consumers who are seeking practical guidance on more environmentally friendly living choices. Launched in Singapore and India, the app uses gamified experiences that offer rewards and contextual nudges to help users take action towards mitigating their environmental impact. We are currently exploring the right market approach to scale up.

Jiva

Jiva is dedicated to improving the lives of smallholder farmers, by building an ecosystem founded on innovation, and by providing access to the best possible advice, products, and trade services. Through our combined digital and on-the-ground approach, we are able to offer a holistic service to farmers to overcome supply chain inefficiencies and connectivity issues in rural communities. Working directly with farmers, community-based collectors (micro-collectors, and village-level retailers in the community to develop strong, lasting relationships and provide four key services to farmers: selling high-quality agricultural inputs, providing credit facilities to purchase inputs from Jiva, offering AI-driven agronomy advice, and purchasing crops directly at fair market prices.

In 2022 we scaled our micro-collector network to 4,000 from 1,000, brought over 100,000 farmers into our ecosystem, and expanded operations from 11 districts to 46 districts across three major provinces.

Our technology apps with 'fit-for-purpose' tools and other tailored solutions such as image recognition and predictive analytics delivered agronomy advice and improved supply chain efficiency for farmers and micro-collectors.

Jiva's India-based platform, AgriCentral, had more than seven million registered farmers and close to one million monthly active users, and was recognised by Google as one of the top agritech applications within India last year.

Jiva is well-positioned for the year ahead as it expects to serve hundreds of thousands of farmers and increase its network of rural entrepreneurs and partners beyond 10,000. We will deepen our presence in key operating areas and expand into new territories, services, and commodities.

Terrascope

Publicly launched in June 2022, the Terrascope platform is an enterprise-grade, end-to-end, smart carbon measurement and management SaaS (software as a service) platform that tackles scope 1, 2 and 3 emissions.

By combining data science, machine learning, and sustainability expertise, we provide the data, analytics, and digital tools to help large companies decarbonise their business operations and supply chains. Bringing together experts with complementary strengths across the ESG ecosystem – green finance institutions, sustainability consultants, and disclosure reporting services – Terrascope offers robust measurement methodologies for key sectors with complex, global supply chains, including agriculture, food and beverages, industrial manufacturing, consumer goods, and technology manufacturing.

In just a few months, Terrascope has been selected as the partner of choice by leading enterprises across APAC, Europe, Middle East and Australia on their journey to net-zero - such as MC Agri Alliance, Princes, MUI and Property Guru – and has established strategic partnerships with DBS Bank, ERM and Workiva.

Accurate carbon measurement is just the first step of the decarbonisation journey. We will scale our platform capabilities in 2023 to help companies model and compare decarbonisation scenarios, commit to reduction initiatives, and build credible pathways to net-zero. Strengthening audit and assurance partnerships will guarantee carbon measurement accuracy, and deepening relationships with sustainability consultancies will drive the implementation of new decarbonisation initiatives. Expansion into a number of new markets is planned, including Japan, the United Kingdom, Switzerland, and France. The company is globally headquartered in Singapore and is a key partner of the Monetary Authority of Singapore's ESG Impact Hub.

"Terrascope is on a mission to make decarbonisation accessible, actionable and credible. We imagine a future where in-house teams, external stakeholders and ecosystem players collaborate in one common platform – a single source of truth to drive positive climate impact."

Maya Hari
CEO of Terrascope

Enable

We deliver transformative digital and technology solutions to empower businesses.

mindsprint.org

MINDSPRINT

Digital solutions to empower businesses to meet today’s needs and anticipate tomorrow’s challenges.

Mindsprint delivers transformative digital and technology solutions to empower businesses to navigate change and thrive. Leveraging its expertise and experience providing services to Olam operating groups, it intends to utilise its capabilities to serve third party companies. With a proven track record of delivery, it combines deep expertise, insights, and future-ready technologies to offer digital solutions, enterprise technology applications, business process services, cybersecurity and privacy solutions.

Re-imagining businesses through talent, technology, and insights-driven services

With a new name and brand, what's the vision for the business?

The restructure of Olam Group initiatied a discovery process for a new identity for Olam Technology & Business Services and the new name is Mindsprint. While we continue to strengthen our existing partnerships with **ofi**, Olam Agri and the Remaining Olam Group in delivering end-to-end digitally enabled technology, business processes and cybersecurity services, we have also set our sights on partnering with global businesses across industries beyond the Olam Group to leverage our decades of expertise and core capabilities.

With a Purpose to re-imagine business with talent, technology, and insight-driven services, Mindsprint aims to drive innovative outcomes for our customers and pioneer their technology-enabled transformation, offering precise targeted solutions.

Our unique experience and expertise working with complex businesses and supply chains across the Olam Group positions us well to support similar businesses globally in their transformation journey.

Leveraging our deep knowledge, insights and capabilities, Mindsprint has embarked on a journey to become established as an independent dedicated technology solutions provider globally.

How has the business performed during the past year?

The business has performed well over the past year and made significant progress across a number of technology applications and services. We've continued to pioneer the digital transformation of Olam's operating groups, particularly **ofi** and Olam Agri.

Our digital solutions have continued to deliver growth and value for the businesses, including:

- Digital Direct – our mobile app that allows farmers to connect directly to markets and get paid for their crops – is being implemented in 22 profit centres for eight products, up from 19 profit centres and five products in 2021.
- Almost 900,000 farmers are now actively engaged on digital platforms, a 20% increase on 2021.
- Digital warehousing solutions are operational in more than 500 warehouses, up from ~300 in 2021.
- Over US$2 billion of orders were placed for the first time in one year through Olam Markets – a digital mobile platform that allows food distributors to make and track their orders.
- More than 15,000 bakers are active on the Bake Well app – developed for Olam Agri's flour milling business – up from 11,200 in 2021. Read more about Bake Well on page 52.

We've explored and developed new technology, such as an AI-based solution to enhance and personalise video communication, which we are using to improve engagement with Mindsprint's 2,000+ employees.

We are pleased that our collective success was recognised during the year with Suresh Sundararajan receiving CIO of the Year for Singapore from IDC Future Enterprise Awards.

What are the business' priorities?

We are continuing to adapt to businesses' needs and technology advances to bring innovative thinking and new technologies together to solve customer challenges. These traits shape our culture, and our entrepreneurial mindset will drive the next phase of our growth. We're currently in discussions with potential non-Olam Group customers about both new and existing digital solutions. We expect to have our first non-Olam group customer soon.

We are strengthening our processes to drive customer-centric outcomes, and help our existing strategic partnerships find new growth opportunities. To accelerate our transformation, we're investing in and augmenting our capabilities and talent pool to help us onboard new customers and deliver successful outcomes, and make Mindsprint market-ready.

We are showcasing our existing capabilities by providing live demonstrations of our most successful solutions, as well as engaging with customers on digital solutions to address their specific needs. Our capabilities were recognised with several awards including:

- Enterprise IT being recognised by SAP as Best Business Leader; and
- Business Process Services receiving four awards from Shared Services & UBS Forums in India, Best Employer India by Kincentric and for Best Compliance towards GST by Government of India.

"Our vision is to build a uniquely differentiated, digitally enabled IT services organisation bringing leading technologies and deep expertise to customers not just for the Olam Group but for businesses globally, by focusing on providing digitally enabled services and end-to-end supply chain solutions."

Suresh Sundararajan
CEO Nupo Ventures & Mindsprint

To help us reach our goals, we have established an office in Delaware, USA, which will be the base to support our growth in North America.

Talent acquisition and retention are key to our success. It is an important time to engage and excite our employees as we build our new brand, plan our future, and share how they can help shape our direction. We will continue to strengthen our capabilities across the business – including sales, marketing, communications and business development – to enable us to flourish. We are establishing Centres of Excellence to harness the rich experience we've gained over the past three decades, and support best practice across all our operations.

How is Mindsprint placed to support businesses around the world?

When it comes to digital, we have a deep understanding of business strategy, the supply chain, and how we can support the transformation. Good examples of our technical capabilities are the Digital Direct apps we have developed to work effectively on the ground in remote locations where telecommunication networks are weak or non-existent.

Many of our solutions are integrated with SAP, we have pioneered a global template which is unique to the food and agri industry. In addition to our technical capabilities, our ability to design and tailor solutions to meet specific customer business needs is a strong differentiator against our competitors.

Over the years we've kept much of our development work in-house, hence when it comes to security, governance, project management, implementation and support maintenance, our customers can rely on the depth of our experience. We take a consultative approach, combined with our tried and tested business process expertise, cutting edge technologies and a culture of innovation. We've got a track record of delivering. Our customers can take confidence in our operational excellence and deep domain experience.

To date, Digital Direct has been implemented in

22

profit centres for eight products

Over

US$2 bn

of orders were placed for the first time in one year through Olam Markets

Almost

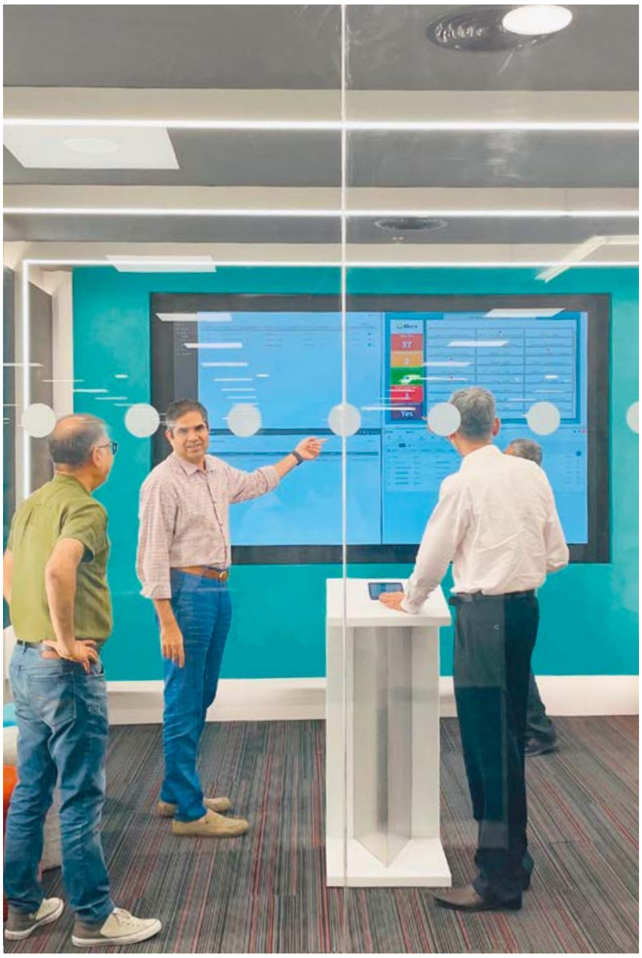
900,000

farmers are now actively engaged on digital platforms, up 20% on 2021

Over

15,000

bakers are active on the Bake Well app



Nurture

We nurture gestating businesses along the value chain.

Leveraging food, agriculture and emerging market expertise to develop businesses along the value chain.

Olam Global Holdco holds and nurtures continuing and gestating businesses to support their growth. These include our joint ventures, Olam Palm Gabon and Olam Rubber Gabon, which are setting benchmarks for sustainable palm and rubber production in Africa; Rusmolco which is one of the largest fresh milk producers in Russia; and Caraway, a market-leader in packaged foods with culinary and snack brands that delight consumers across West Africa.

Developing our gestating businesses

Olam Global Holdco holds and develops our continuing and gestating businesses with a view to partially and/or fully monetise assets over time, and overseeing the responsible divestment of our non-core, de-prioritised businesses and assets.

Our joint ventures, Olam Palm Gabon and Olam Rubber Gabon are setting benchmarks for sustainable palm and rubber production in Africa. Integrating advanced technology and sustainable production, Rusmolco is one of the largest fresh milk producers in Russia. In West Africa, Caraway is a market-leader in packaged foods with popular consumer culinary and snack brands.

Olam Palm Gabon and Olam Rubber Gabon

Olam Palm Gabon (OPG) and Olam Rubber Gabon (ORG) – both joint ventures with the government of Gabon – delivered strong performances during 2022.

OPG saw 38% year-on-year growth in yield, with several initiatives, such as advanced resource planning, infrastructure, and 2,000 new harvesters successfully managing the peak crop months. Mechanisation was expanded to 30,000 ha, and enhancements in spraying, planning, continuous training, incentive schemes and intensified field supervision delivered up to 200% productivity improvements.

OPG's biogas power plant at Awala became fully operational and replaced fossil fuel power generation to reduce its carbon footprint. The refinery capacity was increased by 50% to achieve the highest ever sales of our Cuisin'Or refined oil brand in Gabon. Phase 1 of our sub-surface drip irrigation project was commissioned in mid-December, which is expected to deliver increased yields going forward.

Sales of Crude Palm Oil (CPO) exceeded 100,000 MT with a growth of 37%, with exports in the regional markets rising by 80%. We have established reliable and regular trade flows with EU customers through annual supply agreements as proposed EU legislation is seeing demand strengthening for traceable supplies that do not contribute to deforestation, and deepend vessel chartering capabilities to support increasing volumes of CPO exports. A new tank farm facility in Libreville port, with a capacity of 15,000 MT was commissioned in October, which will allow segregated CPO to be sold as Identity Preserved (IP) under RSPO standards which commands a premium in European markets.

OPG fulfilled our commitment to achieve RSPO certification for all of our concessions, becoming the largest fully certified company in Africa. We protect about 106,000 ha of natural ecosystems which are third party recognised as High Conservation Value (HCV), representing one third of the total surface protected by RSPO players, making OPG the largest conservation contributor in the palm sector worldwide. A biodiversity action plan put in place in 2022 will further monitor wildlife and produce scientific evidence of the positive role played by OPG and ORG in preserving biodiversity in the forests of Gabon.

ORG is a gestating asset with only 60% of our area currently tapped, with full maturity expected in 2024. Our rubber plantation is the first in the world to have a task of 1,250 trees per tapper against the normal average of 750 trees, which has been achieved by intensive training through tapping schools which enable tappers to hone their skills to improve quality of their tapping.

A number of initiatives have resulted in improvements to yields during the past year. Following successful trials, ORG was the first rubber plantation to carry out headlight tapping which is undertaken very early in the morning when the turgor pressure is the highest. The tappers are incentivised and rotated to support staggered tapping, which has been introduced to ensure all trees are tapped at regular intervals. Staggered tapping in conjunction with headlight tapping contributed to one third of the production of volumes. A new semi-processed rubber line was commissioned in 2022 to ensure ease of export of rubber and improve sales.

ORG continues to focus on training our workforce to increase productivity and reduce the cost per tonne of dry rubber, with mechanisation increasing weeding productivity almost three-fold. Smallholder plantations are also being revived and supported by ORG through training, technical knowledge sharing and by arranging funding through local authorities and banks.

Caraway

Our packaged foods business, Caraway, maintained a robust performance in 2022 despite challenging operating conditions driven by commodity inflation, currency depreciation, rising energy costs and higher interest rates, which significantly reduced consumers' disposable income and trade Working Capital.

Caraway has established leading market positions in the culinary and snacks categories with a portfolio of brands that 'surprise and delight' West African consumers. During the past year, we have strengthened our brand equity with increased engagement with consumers, optimising spend behind key master brands, launching unique experiential activations, targeting more digital-savvy consumers and increasing direct distribution.

Pricing actions resulted in short-term pressure on market share but already this is being regained. Products were re-engineered to make them more affordable without compromising on performance, while there was a focus on more profitable products through a sales team and channel focus.

Caraway continued to drive innovation across the business. During the year this saw a strong focus on premiumisation across categories with new product launches including Perk Chocolate Chip Cookies, and Perk Wafers in Ghana, and Chic Choc Wafers in Nigeria. Additionally, this strategy saw entry into new categories, such as savoury snacks with the launch of GoodTime Cracker Pops and Perk Cakes in Ghana. We are test-marketing innovations, both in existing categories and new categories, before scaling up.

Caraway continued to make offerings healthier and more nutritious with product reformulations to reduce fat and sugar, and added vitamins and minerals, such as the launch of reduced sugar fortified FreshYo and Tasty Tom tomato mix fortified with iron.

Sales of Crude Palm Oil (CPO) exceeded 100,000 MT with a growth of

37%

A new tank farm facility in Libreville port, with a capacity of

15,000 MT

was commissioned in October

OPG saw

38%

year-on-year growth in yield

Protects approximately

106,000 ha

of natural ecosystems

While capital expenditure was strategically controlled during the year, the business strengthened and expanded its operational and distribution network. It grew its key distributor model in Nigeria and Ghana while strengthening geographic and portfolio presence in Côte d'Ivoire. It drove greater efficiencies in its supply chain with the manufacturing team focused on ensuring world-class practices, addressing key areas of food safety, quality, productivity, and cost control. Local sourcing of tomatoes from its tomato farm and 1,943 outgrowers in Nigeria commenced in 2022, which were converted to tomato paste through a third party.

Principal risks and uncertainties

The Group tracks 52 risks across 11 categories. Of these, strategic risk is monitored and overseen by the Board.

Each of the other 51 risks is monitored by a specific function and overseen by the relevant Board Committee, and assessed on the likelihood of occurrence and potential impact on three-point scale of high, medium or low. Additionally, potential impacts on earnings are estimated for 16 of the 52 risks which are considered as quantitative.

The Internal Audit function collates inputs from the relevant functions every quarter for presentation to and discussion by the Board, Board Audit Committee and Board Risk Committee. The risk assessments assist the Board with identifying the main risks and their associated processes, systems, and mitigation plans.

The Risk Office monitors and controls trading risks, credit risk, counterparty risk and transactional currency risk. Value-at-Risk (VaR) is measured for trading risks and transactional currency risks. The Risk Office is organised into two teams, each headed by a Chief Risk Officer - one in charge of risk monitoring and control for **ofi**; and the other in charge of risk monitoring and control for Olam Agri and the Remaining Olam Group.

The table on the following pages provides an overview of how the Group mitigates each risk and whether it has stayed stable, increased, or decreased over the year.

Five Board Committees oversee risk management

Risk overview and ownership matrix

Risk type	Ownership and sub-risks	Mitigation	Developments in 2022	Risk status
Trading Risks	**Risk Committee** • Price Risk • Basis Risk • Structure Risk • Arbitrage Risk • Liquidity Risk	The Board sets Group-level risk envelopes (including market risk VaR) as part of the annual risk budgeting exercise. The Risk Office allocates risk limits across businesses and tracks exposures for adherence to set limits. The Group hedges price risk on various futures exchanges across the world.	Agri-commodity prices witnessed increased levels of volatility from a confluence of war and economic risks. Grains and oilseeds prices rose on trade disruptions caused by the war in Ukraine, while cotton and coffee prices fell on rising interest rates and recession worries. Stocks at Ukrainian ports were subject to heightened liquidity risk prior to the opening of the Black Sea grain export corridor. European energy prices rose sharply due to reduced supplies of Russian natural gas.	Increased
Operational Risks	**Risk Committee** • Credit Risk • Counterparty Risk	The Board sets Group-level risk envelopes (including nominal credit and counterparty risk limits) as part of the annual risk budgeting exercise. The Risk Office allocates limits across businesses, and on individual parties, set in accordance with defined approval hierarchies. The Risk Office tracks exposures. Credit insurance, bank guarantees, post-dated cheques and cash advances are employed as risk mitigants.	Contract performance risks rose on the back of large price moves. The Russia-Ukraine conflict resulted in force majeure cancellations of contracts for the purchase and sale of Ukrainian grains.	Increased
	Audit Committee • Stock Risk • Quality Risk • Fraud Risk • Systems and Controls Failure Risk	Documented procedures and audit programmes are in place to ensure physical inventory verification in terms of quantity and quality, grade, age, shelf-life and liquidity; that procedures for payments, receipts and confirmations are properly implemented and governed to ensure fraud risk is mitigated.	Continued remote working/working from home from several locations, increasing some vulnerabilities to fraud risk and supply chain disruptions. The Group was able to implement control measures and leverage our digital/IT capabilities to enhance remote oversight, coverage and continuity.	Stable
	Capital and Investment Committee • Project Execution Risk • Asset Utilisation Risk	A thorough analysis of the project economics is undertaken to stress and evaluate potential impacts to project returns; documented procedures exist to ensure functional buy-in from all relevant stakeholders; asset utilisation risk is mitigated through procedures and protocols which govern operational excellence.	The utilisation of facilities broadly re-balanced post-pandemic, though the impact on demand as a result of geopolitical tensions and macroeconomic volatility affected utilisation in some assets. Investment in facilities and equipment continued as needed without any significant change. Asset utilisation will be adjusted based on forecast demand signals and as the global inventories settle.	Stable
Currency Risks	**Risk Committee** • Transactional Currency Risk **Capital and Investment Committee** • Translational Currency Risk	The Group's functional currency is the US Dollar, which is also the dominant transactional currency. The Board sets Group-level risk envelopes (including transactional currency risk VaR) as part of the annual risk budgeting exercise. The Risk Office allocates risk limits for transactional non-USD exposures across businesses, and tracks exposures for adherence to set limits. The Group accesses spot and forward FX markets as well as local currency borrowings to hedge transactional currency risk.	Emerging market currencies have remained under pressure on continued USD strength.	Increased

Risk overview and ownership matrix *continued*

Risk type	Ownership and sub-risks	Mitigation	Developments in 2022	Risk status
Agricultural Risks	**Corporate Responsibility and Sustainability Committee** • Weather Risk • Pests and Diseases Risk • Agronomy/GAP (Good Agricultural Practices) Risk	To mitigate risks, such as weather, disease, yields, which can impact agricultural production and development, we work in our managed concession and farms and with producers on mitigation and adaptation measures, such as good agricultural practices to optimise resources and we are exploring climate-smart agricultural practices. We seek to improve wider understanding of issues in the agri-complex amongst stakeholders.	In our farms and supply chains, we continue to promote good agricultural practices to optimise yields and resources. We support access to high-yielding and drought-resistant seeds, such as wheat in Nigeria and cotton across West Africa, collaborating with national seed and research agencies. In 2022 we launched our regenerative agriculture workstream by defining regenerative agriculture and identifying hotspots, harnessing satellite imagery and other data, with a view to developing targeted approaches to improve soil health and advance regenerative practices. We have improved our risk screening process for new investments to include a more robust analysis of agricultural and operational risks related to climate change, water, and soils.	Stable
Political and Sovereign Risks	**Risk Committee** • Duty, Tariff and Export/Import Ban • Asset Nationalisation Risk • Selective Discrimination Risk • Forced Abandonment Risk • Terrorism/Kidnapping Risk	The Group has a deep-seated presence in many of the countries in which it operates, built over many years, and has consequently gained substantial knowledge of local practices. The Group maintains global political risk and terrorism risk insurance.	The war against Ukraine put Olam in a difficult position having some grains exposure in Ukraine. The sanctions implications on Russia and Belarus also meant an impact on dairy and grains trades in these countries. There is a heightened risk of damage due to war, asset nationalisation and forced abandonment in the region.	Increased
Capital Structure and Financing Risks	**Capital and Investment Committee** • Interest Rate Risk • Funding Liquidity/ Margin Call Risk • Credit Metrics Risk • Activist Investor Risk • Short Seller Attack Risk	The Group has a strong base of long-term shareholders. We maintain strong banking relationships, providing committed banking lines, thereby assuring good liquidity.	The Group successfully completed the allocation of debt to the respective operating groups as part of the overall Re-organisation. We continue to diversify our capital base via a combination of private placements, bank and DFI facilities including an AED loan, as well as two flagship sustainability/Purpose-linked financings. Read more in our Group CFO's review on page 20.	Decreased
Reputational Risks	**Corporate Responsibility and Sustainability Committee** Social Risk • Economic Opportunity • Safe and Decent Work • Safety and Health Risk • Food Safety and Product Recall Risk Environmental Risk • Climate Action • Healthy Ecosystems • Water • Soil Health • Waste	Our brand and reputation are vital to maintaining trust and engagement with our stakeholders, such as employees, customers, investment community, suppliers and partners. To strengthen our ethical and compliance standards, and to meet environmental and social standards, which may impact our reputational risk, the Group has a suite of policies, codes and standards which include our Code of Conduct; Crisis Escalation Procedure; Fair Employment Policy; Anti-Bribery and Corruption Policy; Whistle-blowing Policy; Living Landscapes Policy; Plantations, Concessions and Farms Code; and Supplier Code. The Group is a signatory to the Task Force on Climate-related Financial Disclosures (TCFD). Read more on page 80.	We review sustainability risks through screening against global indices for human rights, food security, climate change, water stress and forest loss. More detailed analysis may be conducted where risks are identified: for example in 2022, we conducted a child labour risk assessment in Chad and Nigeria, and initiated another in Côte d'Ivoire, to understand prevalence and root causes, to consider when designing programmes and the support required by farmers to eliminate the practice where it may be identified. We measure our carbon footprint across the three Scopes – direct emissions, indirect emissions from purchased energy, and indirect emissions from our supply chain - in line with the GHG Accounting Protocols. We are also analysing climate risks and identifying GHG emissions hotspots and decarbonisation opportunities.	Stable

Risk overview and ownership matrix continued

Risk type	Ownership and sub-risks	Mitigation	Developments in 2022	Risk status
Regulatory and Compliance Risks	**Risk Committee** • Market Compliance	The Group's Market Compliance Office is a global function whose role is to ensure that the Group is fully compliant with regulations as they apply on the world's listed derivative exchanges.	There were new regulatory initiatives rolled out in 2022 which include CFTC OTC Position Limit review, MAS OTC Reporting scheme and the global harmonisation of Initial/Variation Margin review across regions for EEOTCs (Economically Equivalent OTCs). These initiatives have been analysed and incorporated into BAU MCO daily activities. Trading continues on multiple soft commodity markets.	Stable
	Audit Committee • Bribery/Corruption Risk • Other Regulatory Risk • Transfer Pricing Risk • Taxation Risk	Olam has in place a comprehensive Ethical Business Programme (EBP) which includes policies relating to Bribery and Corruption, Conflicts of Interest, Competition Law, Sanctions and many other legal risks. The Compliance programme together with global training to ensure implementation and enforcement. These serve as a primary deterrent against such risks. Regarding Transfer Pricing, most geographies have detailed policies in place to guide them on arm's length pricing, ensuring compliance with all applicable tax laws.	The Global Compliance programme continues to be developed and improved to address key risks. All global policies have been reviewed, and training updated. Global visitation of higher-risk countries continues. A new Code of Conduct has been launched globally for **ofi** and Olam Agri. The Russian invasion of Ukraine has increased imposed sanctions. The Group continues to monitor these where relevant to our operations. The Functional Leadership Team in Olam Agri has taken on the task to industrialise the transfer pricing practices across the globe.	Stable
Natural Perils	**Risk Committee** • Pandemic Risk • Fire Risk • Flood Risk • Earthquake Risk • Hurricane/Typhoon/Storm Risk	The Group maintains insurance cover against risk of natural disasters, such as flood, fire, earthquakes, and storms.	There have been no material developments in 2022. The Group continues to monitor rusks and maintain localised business continuity plans and drills where relevant.	Stable
Other Risks	**Audit Committee** • Cybersecurity Risk • IT Risk	The Group employs IT security experts, as well as having in place IT cybersecurity infrastructure to mitigate against electronic viruses, ensure currency of software deployed throughout the Group and employing data leakage prevention controls.	As many of the Group's employees continued to work from home for a significant proportion of the time, the IT and digital capabilities continued to be leveraged to ensure that online working could be properly monitored, and associated cybersecurity risks minimised.	Stable
	Nomination and Remuneration Committee • Key Persons Risks	Succession plans are in place to provide a second line of leadership from within the Group's Operating Committee and Management Committee.	New organisational structures for operating groups have continued to develop and recruitment undertaken as required. A strong second line of leadership has been embedded across the various businesses, regions, and functions of the respective operating group.	Stable
Strategic Risks	All strategic risks are overseen by the offices of the GCEO and CEO, and by the Executive Committee.			

Response to the Task Force on Climate-related Financial Disclosures (TCFD)

As a leading agri-business committed to ensuring transparency and action around climate-related risks and opportunities, we support the recommendations of the Financial Stability Board's Task Force on Climate-related Financial Disclosures (TCFD). The identification, assessment and management of climate-related risks and opportunities are periodically reviewed and improved.

Olam, along with fellow members of the World Business Council for Sustainable Development – Stora Enso, Nestlé, Unilever, Syngenta, Mondi, and PwC - produced a TCFD guidance note in 2020 for the agri-business sector, the 'Food, Agriculture and Forest Products TCFD Preparer Forum'.[1] The report aims to advance the implementation of the recommendations of the TCFD by providing commentary on members' individual experiences, supported by examples of effective practices. Implementing the recommendations will enable Olam and our wider stakeholders and peers to better understand, assess and act on climate-related risks as well as leverage opportunities.

Olam's response to managing climate-related risks and opportunities

TCFD recommended disclosure	Summary of Olam's response	Additional information
Governance		
Board oversight on climate-related risk and opportunities.	• The Corporate Responsibility and Sustainability Committee (CRSC) is mandated to support the Board in monitoring and managing environmental, social, and governance-related risks. The terms of reference of CRSC include providing guidance to the Executive Management and recommendations to the Board across environmental, social and governance topics, including climate change. • Climate-related risks are integrated into Olam's Integrated Risk and Assurance Framework (IRAF) process. Findings from the IRAF process are reviewed quarterly by the CRSC, Board Risk Committee and Audit Committee.	Read more on page 165 within the corporate governance section of this report.
Management's role in managing climate-related risks and opportunities.	• The CRSC actively engages with the Corporate Responsibility and Sustainability (CR&S) function in the formulation and implementation of sustainability policies and projects. • A dedicated team in the Finance function is responsible for identifying and measuring the impacts of climate-related risks and opportunities.	Read more on page 120 within the corporate governance section of this report.
Strategy		
Describe the climate-related risks and opportunities over the short, medium, and long term.	• Olam partners with reputable climate consultants to identify and assess key physical and transition climate-related risks and their impacts on the businesses. • We have identified climate-related opportunities.	Read more on page 82 of this report.
Impact of climate-related risks and opportunities on the organisation's businesses, strategy, and financial planning.	• Physical, and transition risks have been qualitatively assessed in the current year. • Our climate risk assessments will progressively cover the potential financial impacts of climate-related risks and opportunities on our businesses. • Olam's responses to mitigating and adapting to climate change are a growing consideration in its strategic business decision-making processes.	Read more on page 82 of this report.

1. https://docs.wbcsd.org/2020/04/WBCSD-TCFD-Food-Agriculture-and-Forest-Products%C2%AC-Preparer-Fourm-report.pdf

Olam's response to managing climate-related risks and opportunities continued

TCFD recommended disclosure	Summary of Olam's response	Additional information
The resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario.	• Having assessed where the risks and opportunities lie, Olam is reviewing its strategy to build resilience against climate-related risks, identify climate adaptation measures, and to take advantage of the opportunities identified. • Our principle for adaptation and resilience is to advance and scale up existing efforts for wider impact within our own business, integrating both climate adaptation and decarbonisation into our commercial strategies, while collaborating across the industry to address systemic and governance issues.	More information is available on page 82 and within the Natural Capital section of this report from page 98.
Risk management		
Processes for risk identification and assessment.	• Olam has commenced a process of assessing climate-related physical and transition risks using 'Business as Usual' and '1.5°C' scenarios. • Changes in the climate-related regulatory landscape are monitored on an ongoing basis by the relevant teams.	Read more on 82, 76 to 79 within the risk management section, and from page 131 of the corporate governance section of this report.
Processes for managing climate-related risks.	• Olam reviews its climate-related risks and opportunities on an ongoing basis to assess their continued relevance to the businesses, as well as the impact achieved through the targeted strategies. • As appropriate, the risks and opportunities will be updated, and the associated strategies are amended to address an evolving climate landscape. • Olam's IRAF was established to ensure accountability across businesses and as a mechanism to assist the Board and Board Committees in their review of risks and controls. • The Internal Audit (IA) team drives a quarterly process where the effectiveness of control measures is reviewed by business unit teams, functional Heads and the IA team. The control assessments are then presented to the CRSC, Board Risk Committee and Audit Committee.	
Processes for identifying, assessing, and managing climate-related risk are integrated into the overall risk management.	• As the climate-related risk assessment evolves, the identified risks and controls integrated into the IRAF process will be enhanced.	Read more on pages 76 to 79 within the risk management section of this report.
Metrics and targets		
Climate-related metrics in line with the strategy and risk management process.	• Olam's key environmental and GHG metrics are identified, measured, and reported.	Read more in the GRI and SASB reports, and within the Natural Capital section of this report from page 98.
Scope 1, 2, 3 GHG metrics and the related risks.	• Olam reports its Scope 1, 2 and 3 GHG emissions.	Read more in the GRI and SASB reports, and within the Natural Capital section of this report from page 98.
Climate-related targets and performance against targets.	• Olam is a signatory of the Science Based Targets Initiative with approved targets (<2°C) since 2019 and reports annually on progress. At COP27, Olam, along with 14 global agricultural trading and processing organisations, published a shared roadmap for enhanced supply chain action to halt commodity-linked deforestation consistent with a 1.5°C pathway. The commodities represented by Olam were palm, soy and cocoa.	Read more in the GRI and SASB reports, and within the Natural Capital section of this report from page 98.

Climate change strategy and risk management

Olam has dedicated significant resources to understanding the climate change impact on its businesses. Olam is refining its scenario analysis following Phase I of its Climate Change Scenario Analysis project that was completed in 2021. Using climate scenarios informed by the Intergovernmental Panel on Climate Change (IPCC), Olam has selected two scenarios to assess climate risk - a 'Business as Usual scenario' indicating a future where minimal to no action is taken on climate change and a '1.5°C scenario' indicating that global warming is kept below 1.5°C by 2100.

Using these scenarios, Olam is collaborating with its consultants to conduct an in-depth climate risk and opportunity assessment in alignment with the TCFD recommendations. We will study the outputs from these assessments and put in place strategies that span the short-, medium- and long-term time horizons.

Following last year's progress, we are assessing our physical climate change risks across the businesses to evaluate the climate hazards faced by large processing facilities and upstream assets globally. Extreme weather conditions such as floods and droughts as well as chronic climatic changes such as precipitation patterns and extreme temperatures are some of the hazards which could potentially disrupt our operations and are explored within this assessment.

To analyse the potential financial impacts of physical climate risks, we are adopting a phased approach within our risk management framework. This approach begins with qualitatively assessing the various climate-related risks that could have a potential adverse effect on operations, assets, and supply chains. Having understood the various climate risks that could impact the organisation, we intend to assess the potential quantitative impact of each risk, while continuing to implement appropriate mitigation and adaptation mechanisms.

Olam's transition risk analysis related to market, reputation, policy and technology is being refined to understand Olam's agility and resilience in transitioning to a lower-carbon model and creating new growth opportunities.

Potential climate-related risks and impacts

Physical risks

- Increased frequency and severity of extreme weather events (e.g. floods, wildfires) and chronic shifts in climate patterns (e.g. rising mean temperatures, change in precipitation patterns) may impact crop volume and quality as well as the operations at our processing facilities. For example, water scarcity due to lower rainfall may impact crop quality and operational costs e.g. irrigation.
- Failure of farmers to adapt and build resilience to climate change exacerbates the poverty cycle and future ability to grow required volumes for Olam and a growing population.

Transition risks

Policy and legal

- Increased carbon pricing or taxes which may be directly levied on the emission-generating assets or passed to Olam through increased cost of utilities and raw materials.
- Increased costs due to other relevant regulations (e.g. taxes on food waste, increased water tariffs, etc.).

Technology

- Capital investments into new and alternative technologies.
- Costs to adopt/deploy new practices and processes.

Market

- Shifts in consumer preferences such as dietary shifts towards plant-based milk.
- Shifts in land prices and rentals could potentially impact Olam's own farms and suppliers.

Reputation

- Increased stakeholder concern if a company is perceived not to be living up to societal expectations on climate action.

Building climate resilience and leveraging opportunities

- Management of on-farm water use efficiency for at risk locations (e.g. California almond, alternate wetting and drying technique in rice farms).
- Increasing farmer resilience through nature-based solutions, which help address physical and transition risks through the multiple services provided by ecosystems in terms of climate adaptation (e.g. water management, adaptation to disaster risks, support to livelihoods resilience) and climate mitigation (carbon storage).
  - Regenerative agriculture (e.g. rice and cotton).
  - Agroforestry, conservation, and reforestation. Various businesses have invested in increasing tree cover on and around farms and in farming landscapes, including shade tree planting and agroforestry in cocoa and coffee, as well as natural ecosystem conservation/reforestation efforts including in edible oils, cocoa, coffee, spices, and wood products businesses. These efforts help carbon removal from the atmosphere and may support ecosystem services including climate mitigation, pollination services, soil health and water retention, and pest management.
- In Nigeria, as part of our Seeds of the Future programme, we have developed drought- and heat-resistant wheat seeds to support the country's goal of achieving self-sufficiency in food production.
- Development and implementation of our Climate Action Playbook. Refer to the Natural Capital section of this report for further detail.
- Tracking of carbon emissions enabled by in-house platforms such as Atsource[1] and Terrascope.[2]
- Granular approach to land use change including farm polygon mapping (across multiple businesses), tailored deforestation alerts and remote sensing for estimating GHG emissions from land use change.
- Recycling of biomass waste as fuel at processing facilities (including wood products, rice, animal feed and protein, cocoa, coffee, nuts, spices and edible oils businesses), thereby improving resource efficiency and energy security.
- Developing a decarbonisation strategy and assessing carbon abatement technologies for our processing assets.
- Working with our suppliers to identify opportunities to utilise climate-smart agri-practices and technologies to reduce emissions while increasing crop yields in businesses such as dairy, cocoa, coffee, and rice.
- Implementation of policies including our Living Landscapes Policy; Plantations, Concessions and Farms Code; Supplier Code, coupled with proactive support for communities under AtSource+ and AtSource∞, and industry standards like Sustainable Rice Platform and World Cocoa Foundation.
- Development of products and services for the low-carbon economy, e.g.
  - Individual product sustainability strategies such as Cocoa Compass, Coffee LENS, Cashew/Hazel/Almond Trails, Sustainable Rice Platform, FSC® (wood products), RSPO (palm oil), BCI Cotton and Re~ foods.
  - Traceability/sustainability management platforms including AtSource[1], Terrascope[2], and Adva[3].
  - Farmer engagement platforms including Digital Direct[4] and Jiva[5].
- Gaining access to new and emerging markets.
  - Monitoring local market developments in alternative protein and dairy products (including nut-based milks).
  - Plant-based products and the increasing demand for affordable nutrition in developing countries presents the opportunity to create new products and markets across the dairy and nuts product platforms.
  - Biofuel markets e.g. Olam Palm Gabon enable government to partially replace fossil fuels through biofuel.
- Improving access to capital, possibly reducing cost of capital, and forming partnerships with Development Finance Institutions and other relevant partners such as foundations.

Looking forward

For further highlights on the progress towards Olam's net-zero ambition, refer to the Natural Capital section of this report (pages 98 to 103). We will continue to enhance our disclosures as we progress in our climate agenda and strive to achieve our long-term commitments.

1. AtSource enables Olam's customers to track their sustainability metrics including supply chain carbon footprint. For more information, visit Atsource.io
2. Terrascope is a corporate carbon footprinting platform. For more information see page 67 or visit Terrascope.com
3. Adva is a footprinting app for consumers. For more information visit Adva.io
4. Digital Direct is a smartphone app developed in-house that enables farmers to actuate sales contracts directly online.
5. Jiva is a farmer services app, offering solutions such as digital loans, farm supplies, agronomic advice and access to market. For more information, visit Jiva.ag

Protecting and growing value beyond financial capital

Financial capital is a traditional measure of a company's performance, however the value of our six non-financial capitals is essential to the continued success of a business. How we manage these capitals can enhance or deplete value, as well as strengthen or erode trust with our stakeholders. In turn these impact on areas such as access to funds, our reputation with governments, financial institutions, lenders, regulators, and customers alike, and the appetite of partners to work with us.

While each of these Capitals is distinct, they are interconnected as the challenges of addressing climate change, deforestation and conserving natural resources cannot be dissociated from improving farmer livelihoods, strengthening food security and greater transparency across supply chains.

Materiality

To determine what is material to our business, we have collated over 400 environmental and social indicators across 10 Materials Areas connected and aligned with the UN Sustainable Development Goals (SDGs) and the 10 Principles of the UN Global Compact. The continued development of AtSource – our sustainability insights platform – has enabled us to gain insights into environmental and social indicators.

The indicators are informed and influenced by inputs from various sources including customer audits, enquiries from NGOs and banks, international standards, civil society scorecards and frameworks, and industry platforms. The resultant Material Areas have been mapped against our operations and supply chains to identify risks and opportunities.

Olam Agri and **ofi** have each developed separate goals and discrete Sustainability Frameworks which are tailored to their respective strategies and reflect business operations, in preparation for demerger from the Group. For the purpose of this report, the following pages offer an update on the continued progress against the original framework and narrative around the original goals, as they remain relevant.

Sustainability Framework

Sustainability is woven into the fabric of our everyday decision making as a business, not as a separate goal or intention. Our Sustainability Framework enables us to translate our Purpose into practice.

We define three key outcomes of

- prosperous farmers and food systems;
- thriving communities; and
- re-generation of the living world.

We map our 10 Material Areas against the outcomes and have developed a clear action plan to help us achieve these.

At Olam, we have been reporting against the GRI framework since 2016, we have also continued to report against the Sustainability Accounting Standards Board (SASB). The reports for these can be found on olamgroup.com/investors/annual-reports. The Corporate Responsibility and Sustainability Committee (CRSC), a dedicated Board Committeee that assists the Board in ensuring the Company's attention to Environmental, Social and Governance (ESG) issues and sustainability, meets every quarter to review and consider sustainability matters, concerns, trends and developments that would impact the Group. The CRSC provides regular updates to the Board. The Company has in place a set of key performance indicators and associated monitoring processes in place to drive our sustainability goals.

As a response to the requirement under the Listing Rules for sustainability reporting to be subject to internal review, the Internal Audit (IA) function has worked with the management in incorporating additional sustainability controls within the scope of the group's integrated risk assurance framework. The Internal Audit (IA) function has also included the review and coverage of material ESG areas in the annual Internal Audit Plan.

The Listing Rules 720(7) requires all Directors to undergo training on sustainability matters. During the year under review, Directors had completed the prescribed sustainability training.

Sustainability framework

Our Purpose

Re-imagining global agriculture and food systems

Our Vision

To be the most differentiated and valuable global food and agribusiness by 2040

Governing Objective

To maximise long-term intrinsic value for our continuing shareholders

Relevant capitals

Financial Capital

The funds and access to finance which support business operations and execution of strategy.

Manufactured Capital

The equipment, tools, and infrastructure owned, leased or controlled by our organisation and required to serve our customers safely, consistently, and efficiently.

See pages 116-117

Intellectual Capital

The knowledge and IP that we create to keep us ahead of our competitors.

See pages 104-107

Intangible Capital

The trust in our brand and our reputation which helps establish stakeholder partnerships.

See pages 118-119

Human Capital

The talent, skills and inspiration of our workforce, and our responsibility to provide them with a safe and healthy workplace where their rights are respected.

See pages 90-97

Social Capital

The relationships we forge and nurture with suppliers and the communities where we operate, for long-term commercial success.

See pages 108-115

Natural Capital

The land, water, biodiversity and other ecosystem services required for food, feed and fibre crops to grow.

See pages 98-103

Purpose outcomes	**Prosperous farmers and food systems**		**Thriving communities**			**Re-generation of the living world**				
Material Areas	Economic opportunity See page 109	Safe and decent work See page 111	Education and skills See page 111	Nutrition and health See page 114	Diversity and inclusion See page 113	Climate action See page 99	Healthy ecosystems See page 101	Healthy soils See page 102	Water See page 103	Food loss and waste See page 102
UN SDGs	1 No poverty 2 Zero hunger	8 Decent work and economic growth 5 Gender equality	4 Quality education	3 Good health and well-being 2 Zero hunger	5 Gender equality 10 Reduced inequalities	13 Climate action 7 Affordable and clean energy	15 Life on land 13 Climate action	15 Life on land 2 Zero hunger	6 Clean water and sanitation	12 Responsible consumption and production 6 Clean water and sanitation
UN SDG Enablers	16 Peace, justice and strong institutions				17 Partnerships for the goals					

Our stakeholders are critical to our continued success

Our stakeholders are critical to our continued success. Empowering our employees, engaging with our customers and suppliers, maintaining the support of investors and capital providers, and listening to the inputs and feedback from our communities and civil society is vital as we strive to sustainably develop and grow our businesses.

	Employees	Customers	Investors
Why we engage	The talent, capabilities and commitment of our employees is fundamental to our continued and long-term performance. Instilling strong culture and values helps create an environment where everyone is valued and can fulfil their potential.	Understanding our customers' needs is central to enabling each of our businesses to being a trusted partner. Through collaboration, we identify, innovate, and deliver products, services, and solutions to unlock mutual value.	The support of our investors and Financial Capital providers is essential to enabling us to pursue and execute our strategy. We aim to ensure shareholders, potential investors, analysts, and capital providers have a full understanding of our business, strategy, growth potential and performance, including environmental, human, and social impacts.
How we engaged in 2022	We engaged employees using a range of channels across each operating group, including in-person and virtual meetings, briefings, and conferences. Leaders provided regular updates at operating group, business, function, and country levels. We have continued to run our Hello@Olam survey, which connects with employees around specific topics. We also used digital channels, such as Workplace[1], to enable employees to communicate, share and collaborate. We have continued to maintain engagement and open dialogue with employees and their representatives across our markets.	We engage with customers on a day-to-day basis to serve their requirements, as well as holding regular face-to-face meetings, virtual sessions, and reviews. With the resumption of international travel and events, we have been able to meet customers at events, forums, and exhibitions, as well as participate in virtual and hybrid events. We hosted a Gala Dinner in Singapore in November 2022, which almost 900 employees, customers, investors, and partners attended.	We updated financial stakeholders – shareholders, analysts, potential investors, and lenders – at our half-yearly and annual results briefings and webcasts, announcements of major transactions, as well as at our shareholder meetings, including the Virtual Information Session in February 2022, Annual General Meeting in May 2022 and our Extraordinary General Meeting in June 2022. Senior leaders speak regularly with financial stakeholders on a broad range of issues, including the intention to pursue IPOs for **ofi** and Olam Agri.

1. Workplace is an online collaborative platform developed by Meta. It facilitates information sharing within each operating group.

Suppliers	Communities	Governments	Civil Society
Our suppliers and partners are critical to enabling us to deliver the products and services to our customers and to operate our business efficiently. We work with and source from smallholder and large-scale farmers across multiple supply chains and geographies, working closely with them to build long-term relationships based on responsible business practices and trust, underpinned by our Supplier Code as adapted and restated by **ofi** and Olam Agri respectively.	The trust and support of the communities where we work and operate is essential. Across multiple locations and markets, we provide employment opportunities, contribute to economic prosperity, and provide essential support to local communities.	Maintaining constructive engagement with government, policy makers and regulators is crucial around those policies and regulations which can influence our business and our licence to operate.	As a business with a global operational footprint, we recognise the importance of engaging and partnering with NGOs, development organisations, industry groups, and academia to help advance efforts to protect our environments, safeguard farmer livelihoods and deliver a more food secure future.
Each of our businesses engaged directly with suppliers across supply chains and geographies to ensure continuity of supply and to proactively manage risks arising from supply chain disruptions because of global events. We have continued to provide support to farmers and promote sustainable and climate-smart agricultural practices. For our directly originated volumes in priority supply chains, we continue to engage suppliers to ensure alignment with our Supplier Code. The directly originated volumes of all products were sourced through suppliers we engaged on the Olam Supplier Code. Another 4% of the total volume can be added through addition of CMIA-certified cotton, bringing the total to 71%.	Across each of our businesses and locations, we continue to strive to maintain regular and open dialogue with our communities to listen and address issues that are important to them. Through direct contact with members of the community, meetings, email, and telephone exchanges, we can share updates and exchange perspectives. Additionally, we provide in-kind and financial support to community initiatives to strengthen local infrastructure, and provide essential access to nutrition, healthcare, and education.	We have liaised openly and constructively – directly and alongside industry – with national and local governments, as well as regulators in support of efforts to improve food security and nutrition, measures to improve the livelihoods of farming households, and environmental and sustainable production practices.	We engage at multiple levels — participating in multi-stakeholder forums, industry initiatives, as well as directly with NGOs, universities, research institutions and development organisations – to develop and implement projects to deliver tangible impacts. This includes Champions 12.3 on food loss and waste; the Sustainable Rice Platform (SRP); the Cocoa & Forests Initiative; and the Sustainable Markets Initiative Agribusiness Task Force. We engage with NGOs, such as Oxfam and local NGOs to engage around sector challenges. We have voluntarily engaged with the Forest Stewardship Council (FSC®) and Mighty Earth to address concerns raised about the development of our palm plantations in Gabon.

Issues important to our stakeholders and potential impact

Areas of impact	Level of stakeholder interest	Potential impact on business/ reputation	Relevant SDG indicators	Read more
Material area: Economic opportunity				
Living income	High	High	1.2, 1.4	Pages 110, 111
Farmers' productivity	High	High	1.2, 1.4, 2.3, 2.4, 2.a, 8.2	Pages 57, 64, 94-97, 108-111
Land rights	Medium	Medium	1.4	Page 113
Resilience to external shocks	High	High	1.5, 2.4, 3.3, 13.1 13.3	Pages 83, 99, 123
Material area: Safe and decent work				
Health and safety	Medium	Medium	8.8	Pages 93, 166, 171
Living wage	Medium	Medium	1.2, 1.4	Pages 94, 110, 111
Collective bargaining and freedom of association/labour relations	Medium	Medium	8.8	Page 94
Grievance mechanisms	High	High	8.8	Pages 94, 111, 160
Human rights	High	High	8.5, 8.7, 8.8, 10.2, 16.2	Pages 94, 111, 112
Child labour	High	High	8.7, 16.2	Pages 47, 111, 112
Forced, bonded labour	Medium	High	8.7, 16.2	Pages 94, 171
Material area: Education and skills				
Supporting access to schools	Medium	Medium	4.1, 4.2	Pages 109, 112, 113
Literacy and numeracy	Low	Medium	4.6	Pages 47, 109-113
Youth and next-generation skills	Medium	High	4.3, 4.4	Pages 43, 102, 108, 110, 113
Material area: Nutrition and health				
Product safety	Medium	High	2.1	Pages 75, 106, 117
Disease	Medium	Medium	3.3	Page 114
Food and nutrition security	High	High	2.1, 2.2	Pages 94, 95, 110, 114, 115
Consumer access to nutritious/ fortified food	Medium	Medium	2.1	Pages 75, 95, 114, 115
Water, Sanitation and Hygiene (WASH) provision	Medium	High	6.1, 6.2, 6.a, 6.b	Page 114
Material area: Diversity and inclusion				
Women in senior roles in the workplace	High	High	5.5, 10.2	Pages 96, 113
Female farmer empowerment	Medium	High	5.5, 10.2, 5.a, 5.b	Page 113
Discrimination/racism in the workplace	Medium	Medium	10.2	Pages 96, 113
Material area: Climate action				
Science Based Target (SBTi)	High	High	2.4, 13.2	Pages 46, 81, 98, 100
GHG emissions	High	High	9.4, 13.2	Pages 37, 46, 81, 83, 98-100, 111, 125-130
% renewable energy	Medium	Medium	7.2	Pages 99, 102, 117
NO_2 and SO_2 emissions[1]	Medium	Medium	3.9, 13.2	Pages 99,100, 111, 125, 129
Packaging (renewable, recyclable etc.)	Medium	Low	12.5	Pages 106, 117
Material area: Healthy ecosystems				
Deforestation	High	High	11.4, 15.1, 15.2	Pages 47, 74, 81, 83, 101, 125-128, 166
Biodiversity	High	Medium	15.5, 15.7	Pages 53, 74, 98, 100-102, 125, 126
Healthy landscapes	Medium	High	15.1, 15.2, 15.3, 15.b	Pages 83, 100-102, 125
Material area: Healthy soils				
Soil degradation	Medium	High	15.3	Page 102
Pesticides/herbicides	Medium	Medium	15.3	Pages 102, 125
Fertiliser access/overuse	Medium	High	15.3	Pages 55, 99, 102, 108, 123-125, 130
Material area: Water				
Water stress/scarcity	Medium	High	6.4	Pages 37, 40, 47, 55, 82, 83, 103, 117
Protection of water courses	Medium	Medium	6.3, 6.6	Pages 127, 129, 130
Effluent/wastewater	Low	Medium	6.3	Pages 46, 99, 117
Material area: Food loss and waste				
Post-harvest losses	Medium	Medium	12.3	Pages 57, 99, 100, 102, 108, 109, 114
Consumer food waste	Low	Low	12.3	Pages 64, 82
How we work				
Anti-bribery and corruption	Medium	High	16.5	Pages 79, 157, 160
Ethics and compliance	High	High	16.5	Pages 77-79, 92-96, 117, Governance report
Transparency	High	Medium	16.6	Governance report
Animal welfare	Medium	Medium	2.3, 2.4, 15.7, 15c	Page 56

1. Nitrogen Dioxide and Sulphur Dioxide

Partnering for greater scale and impact across our value chain

To achieve the UN Sustainable Development Goals by 2030 and our own targets, we must collaborate across our industry and beyond. Partnerships not only allow us to share knowledge, but to gain greater access to financial and non-financial resources.

We map where our material impacts occur against our value chain, and categorise them as high, medium and low. This allows us to seek partnerships and resources accordingly.

Because our Material Areas are inter-connected, most initiatives have positive impact beyond the area they are listed under, particularly those relating to improving farmer livelihoods and reducing climate change impacts. Below are some examples of our current collaborations, more information and examples are included in the following pages under the relevant non-financial capitals.

Material Areas	Farming	Sourcing	Processing, Manufacturing and R&D	Distribution	Customer	Consumer
SDG 1 Economic opportunity	H	H	M	L		
Anker Research Network and the Living Income Community of Practice; Global Coffee Platform; Global Living Wage Coalition (GLWC); Sustainable Nut Initiative; Sustainable Spices Initiative.						
SDG 8 Safe and Decent Work	H	M	H	H		
WBCSD Call to Action for Business Leadership on Human Rights.						
SDG 5 Education and Skills	M	M	M	M		
WE Connect International; UN Women's Empowerment Principles.						
SDG 3 Nutrition and Health	H	H	H	M	M	M
Global Alliance for Improved Nutrition (GAIN); WBCSD Food Reform for Sustainability and Health (FReSH); UN Food Systems Summit.						
SDG 8 Diversity and Inclusion	H	H	H	M		L
WBCSD Call to Action for Business Leadership on Human Rights.						
SDG 13 Climate Action	H	M	L	L	L	L
Accounting for Sustainability; Agricultural Sector Roadmap to 1.5°C; Food and Land Use Coalition; Natural Capital Coalition; TCFD; WBCSD Scaling Positive Agriculture.						
SDG 15 Healthy Ecosystems	H	H	L			
HCV Resource Network; Cocoa and Forests Initiative; Tropical Forest Alliance; The Forest Dialogue; WBCSD Food and Nature Programme; Task Force for Nature-related Financial Disclosures; The Sustainable Markets Initiative Agribusiness Task Force.						
SDG 15 Healthy Soils	H	H				
HCV Resource Network; Cocoa and Forests Initiative; Tropical Forest Alliance; The Forest Dialogue; WBCSD Food and Nature Programme; Task Force for Nature-related Financial Disclosures.						
SDG 6 Water	H	L	H			
California Water Action Collaborative; UN CEO Water Mandate.						
SDG 2 Reduced Waste	H	H	M	L	L	L
Sustainable Rice Landscapes Initiative; Sustainable Rice Platform.						

Level of impact

- H High
- M Medium
- L Low

Human Capital

Defined as: The talent, skills and inspiration of our workforce, and our responsibility to provide them with a safe and healthy workplace where their rights are respected.

The management of our human capital revolves around how we attract, retain and support our employees, who in turn give us competitive advantage.

We seek to create a safe and inclusive workplace that supports diversity and equity. Our employees bring global experience and local context to manage our large and diverse business. Our strong entrepreneurial spirit, coupled with a focus on learning and development, enables both personal and organisational growth. Providing a safe and healthy environment, where people's rights are respected are essential foundations to our approach.

During the year, we continued to reinforce our structures and strategy within each operating group, as they progress along individual paths. With the roll out of the new Olam Agri brand in February 2022 and planned IPO, as well as the move towards separate identities for Nupo Ventures and Mindsprint, we recognise that change can be unsettling and continue to listen to employees through local meetings, global townhalls and our @hello pulse survey, as well as reassuring them and keeping them updated of plans.

Culture

Culture plays a large part of employees feeling a sense of belonging. Over 33 years, a distinctive Olam Group culture has evolved. With so many of our employees moving to the different parts of the group, it's natural that each entity still retains some spirit of Olam. However, each organisation is continuing to work with employees to build their own personality around core values, vision and Purpose.

The organisations are at different stages of their journey, however both **ofi** and Olam Agri are embedding their values through communications campaigns, and by reinforcing these values in recruitment and personal development processes. For example, at **ofi**, nuanced values and behaviours were identified by surfacing the behaviours, attitudes, and mindsets (desired, undesired, tolerated) that regularly show up during business pivotal moments, including the trade-offs made by leaders when taking critical decisions. The distinct behaviours that ignite **ofi**'s desired culture were distilled to articulate the four **ofi** values in a language that resonates with employees, leaders, customers, and external stakeholders.

ofi **values**

- We're driven
- We're curious
- We're open
- We care

Olam Agri values

- We're entrepreneurial
- We're agile
- We're resourceful
- We're collaborative
- We're sustainable

Inspiring ofi employees with Purpose

ofi colleagues began taking part in multiple team activity run across the world to explore what the Purpose, **Be the Change for Good Food and a Healthy Future,** means to them.

During the activity, led by **ofi**'s new virtual purpose mascot, Frankie the Frog, colleagues identified how they bring Purpose to life in their daily work and personal lives along with brainstorming new initiatives that could be scaled across the business.

These ideas and actions - ranging from holding community food drives to supporting large scale water harvesting projects - are shared on **ofi**'s internal social media platform using the campaign hashtag #BeTheChange, generating over 200,000+ views and 500+ comments since the launch in September 2022.

Frankie the frog

Frankie is a fun, relatable and charming character who inspires **ofi** colleagues across the world to #BeTheChange. This symbol of adaptability can stand for change anywhere in the organisation and represents our Purpose.

Employee engagement

Our most valuable asset is our people and their passion. To unlock their full potential, we actively engage our employees through multiple initiatives at the local, regional, and global level. Our aim is to drive inclusivity, diversity, and equity, invest in health and wellbeing, amplify employee appreciation, and cultivate leadership and development in the workplace.

We run an employee engagement survey on a biennial basis. The last Group survey was undertaken in December 2021 after the announcement of the new operating groups. At this time, engagement levels across the Group were 71%. Using the learnings, **ofi** ran focus groups in 2022 looking at aspects of our employee engagement survey, with action plans in place across countries to improve scores where required. Most countries established engagement champion groups to help drive actions plans to improve the workplace experience and culture. Olam Agri ran a 'pulse survey' in November, with almost 80% of employees saying they enjoy working at Olam Agri and recommend "our organisation as a great place to work". Insights to improve employee engagement include better communications channels and cascade systems, more one-to-one conversations with managers, continuing to support the hybrid working model, and focusing on creating an inclusive culture.

These learnings tap into the Group's wider efforts to improve our collaboration and communication efforts. Initiatives include more regional townhalls and webinars to deepen understanding of the business, strategy and capabilities; more Group training programmes; campaigns on how our collaborative efforts are adding value to our customers, and the formation of regional councils.

Learning and development

Our talent management and development strategy helps us identify, retain and develop the best talent for the Group by providing our people with equal opportunities to grow and progress in their roles. One of our talent management platforms is Aspire, where managers and individuals can track their progress. The platform also provides training resources for employees and emphasises the importance of manager conversations on performance and career development. This platform is extended to all managerial-level employees in the Group and was further enhanced in 2022.

Much of our learning and capability building has been built around four main pillars: Performance, Leadership and Personal Effectiveness, Organisational Culture, and Digital Learning. Initiatives include:

- **Building professional pride:** Enrolments via our learning partners Exec Online Emeritus and Accenture Academy. Sales capability training.
- **Raising Leaders Programme:** strengthening frontline managers in critical roles globally.
- **Early careers programme:** Future Leaders and Graduate Trainees in 12-month learning journey with functional immersions.
- **Leadership skills building:** Learning with world class business schools via our partnership with Exec Online.
- **Inspiring IDE stewards and allies:** Capability building for Council leaders and HR teams on IDE Imperative and Equity Advocacy.
- **IQuest Insights webinars:** Participation on topics covering Finance, Sustainability, Operations, Compliance, Audit etc.

To promote employee recognition, we have several global and local initiatives such as Appreciation Week, WOW (Winning the Olam Way[1]), Annual Awards, monthly employee recognition as well as long service awards, amongst others. We believe that continually evolving our talent management and learning and development processes so they remain relevant and competitive will position us as a leading organisation that invests in the growth of its people.

A global employer of choice

Our employee survey results are a strong benchmark of our performance as an employer. So too are external awards. Olam, and the component parts of the Group, have performed well in this field. In 2022 we celebrated various awards across the globe including:

- In Africa, we have been recognised as a 'Top Employer' in Ghana, Côte d'Ivoire, and Nigeria for three consecutive years.
- Within the APAC region, we were accorded the Kincentric 'Best Employer Award 2022' for the APAC region, the Kincentric 'Best Employer 2022' in China and Indonesia, and the United Nations Women (WEP) Award in Vietnam that recognises leadership commitment for a gender inclusive workplace. Similarly, we were recognised by HR Asia as 'Best Company to Work For 2022' in China, Indonesia and Vietnam, along with a 'Great Place to Work 2022' certification in Australia.
- In Latin America, we were awarded the 'Great Place to Work' certifications in Brazil, Colombia and Guatemala.
- In EMENA, **ofi** Netherlands achieved 'Top Employer' status for the second consecutive year in 2022.

We continue to build our employer brand, and make sure Olam, and the respective businesses, are rewarding, engaging, inclusive and fair places to work.

1. In **ofi**, this has been relaunched as Winning the **ofi** Way.

Safety

We operate in over 60 countries across multiple products and parts of the value chain. Our activities range from working with smallholder farmers and their communities in emerging markets, to large-scale mechanised farms, to driving in challenging environments, to manufacturing, to transporting goods to customers, to working in offices, all with their own risks and management processes in place.

In preparation for the Group demergers, each operating group has created a relevant personnel structure, in some cases recruiting additional colleagues to reflect the business operations, and established independent safety strategies.

We have tailored the current Group-wide 'An Even Safer Olam' Programme, to reflect safety priorities for each operating group and have continued to utilise the existing safety management system.

Across the Group we categorise our facilities and assets according to the types and scale of operations on site. This allows us to assess their needs consistently.

- Tier 1 facilities are large manufacturing plants.
- Tier 2 facilities are primary processing plants and upstream operations.
- Tier 3 facilities are warehouses.
- Tier 4 are offices.

Number of facilities across the Group (excluding Tier 4/offices)

	ofi			Remaining Olam Group			Olam Agri		
	Tier 1	Tier 2	Tier 3	Tier 1	Tier 2	Tier 3	Tier 1	Tier 2	Tier 3
Africa	3	13	12	14	7	18	19	27	51
Americas	18	18	8	0	0	0	0	4	3
Asia Pacific	13	48	38	1	1	0	0	15	1
Europe	12	27	38	0	10	0	0	1	0
Total	46	106	96	15	18	18	19	47	55
			248			51			121

Approach to assessing and managing safety risks

We continually assess the safety risks associated with our operations, by proactively conducting risk assessments, and by learning from incidents internally and externally. We keep our focus on preventing incidents by promoting the reporting of Near Misses, Unsafe Acts and Unsafe Conditions among all our employees and contractors. We undertake regular reviews at each level of the organisation to allow us to make prompt corrective action should the need arise.

Colleagues are actively encouraged and empowered to stop activities at any time if they think they may create a direct risk of causing injury. This is communicated through our 'See it, Say it, Stop it' (Olam Agri) and 'Stop. Think. Protect' (**ofi**) communication campaigns.

Through the campaigns and awareness sessions, we remind employees of the importance of taking action against unsafe acts and the correlation between near misses and incidents, therefore how reporting them can reduce hazards and improve working conditions.

Despite overall progress and our best efforts, we could not prevent the loss of 15 precious lives in our business last year. The majority (eight) of these incidents involved road accidents, and we are intensifying our focus on vehicle-related safety as part of the implementation of our seven Life Saving Rules as well as implementing key actions to help reduce risks. Nine of the incidents involved contractors engaged in our activities for which we plan on further strengthening the practices of managing contractors in our activities.

All incidents are investigated to identify the root causes and contributing factors that allows us to take necessary preventive actions and share lessons learnt across the organisation to help us reduce the likelihood of future incidents.

We continue to focus on key areas which support our objective of embedding a zero-harm culture and creating a working environment where everyone returns home safely.

We have had no moderate or severe breaches of compliance reported or observed in audits. This is an Olam Group standard. Should any gaps be identified, corrective and preventative actions would be undertaken by the operations team and an improvement programme would be implemented and monitored.

Each operating group has developed relevant goals which reflect the respective business.

Fatalities and LITFR in 2022 > Olam Group

	Africa	Americas	Asia Pacific	Europe	Total
Fatalities in 2022	14	0	1	0	15
LTIFR in 2022	0.40	1.04	0.14	0.51	0.41

Fatalities and LITFR in 2022 > Tier 1 Facilities

	Africa	Americas	Asia Pacific	Europe	Total
Fatalities in 2022	2	0	0	0	2
LTIFR in 2022	0.07	1.69	0.10	0.73	0.29

Employee and labour rights

Through our Fair Employment Policy, we have set out a clear approach to providing a workplace where the rights of all our employees are respected. The Policy reaffirms our commitment to adhere to national laws and to fully comply with the conventions of the International Labour Organization (ILO) and United Nations Global Compact's (UNGC) guiding principles on human rights and labour, to protect employee rights and provide a non-discriminatory workplace where diversity is valued. It covers key areas such as the prohibition of child and forced labour; workplace conditions; wages and benefits; diversity and inclusion; workplace health and nutrition; freedom of association and right to collective bargaining.

All our operational sites are required to meet and implement Level One of our Policy. Our approach enables our operational sites to meet Policy requirements, while implementing further actions as they move through a maturity process. The implementation of our polices in our owned operations is assessed by our Internal Audit team, following a risk-based approach.

During 2022, the Internal Audit team identified improvement areas relating to employees' overtime management, automation in payroll processing, casual labour management, salary disparity in similar roles, sanitation facilities etc., in a few locations. The findings have been shared with local management teams and actions are being taken to address each of the identified areas of improvement.

We can also provide data to customers on our workforce via our sustainability management system AtSource+. Indicators for estates and orchards on the platform can include the number of female employees and female managers; percentage of employees trained on labour rights and practices; percentage of households reporting sufficient food supply year-round; and number of employees occupying a position that can carry hazard risk.

Living wage

Paying living wages is a key way that companies can contribute to economies that support decent livelihoods and inclusive growth. While this is a significant undertaking for any global company, a proper understanding of the actual costs and possible gaps is the first step in identifying the pathway towards living wages for all. In 2022, Olam completed a baselining activity for over one third of its primary workforce globally for a living wage gap analysis in partnership with Social Accountability International and the Anker Research Institute. While workers were found to earn above minimum wage, gaps to a living wage were identified in a number of geographies. We are now developing an internal road map to progressively help close these gaps.

Health and wellbeing

We focus on the physical health and wellbeing of our people as we believe that a thriving workforce drives productivity. Region and country teams continue to identify and roll out initiatives that seek to address the needs of the local employees. For example, in Africa and APAC, we organised several activities focused on mental health and wellness. In the Netherlands, we organised a Work-related Stress Week which included a presentation and a tool card with a step-by-step plan to reduce stress. Other countries have focused on healthy eating advice.

We continue to expand our Employee Assistance Programme, making it accessible to more employees. Other health benefits may include annual medical checks, cycle to work schemes and insurance depending on local arrangements in place.

On the back of the pandemic, where feasible, we implemented flexible work arrangements to encourage productivity, improve mental wellbeing and promote accountability. We continue to evolve our approach balancing employee and business needs to make sure both thrive. We still firmly believe collaboration is essential to our culture and benefits our business. We seek to identify opportunities to revise shared working spaces to make it more conducive to this working style.

We continued rolling out our global workforce nutrition programme in 2022, as a continuing member and lighthouse leader of the Workforce Nutrition Alliance. By the end of 2022, more than 30,000 people in our primary and secondary workforce in 28 countries were assessed. Action plans were then developed to improve workforce nutrition across four pillars: healthy food at work, nutrition education, nutrition-focused health checks, and breastfeeding support. This initiative is to improve nutritional outcomes for our employees, which supports their own wellbeing as well as productivity at work. In addition, eight representatives from teams in Vietnam, Nigeria, Cameroon, Côte d'Ivoire, Turkey, Egypt and Malaysia participated in the Workforce Nutrition Alliance three-month masterclass receiving tailored support to help improve their workforce nutrition programmes.

Olam Agri grains focuses on workforce nutrition in West Africa

Olam Agri selected workforce nutrition as a company-wide initiative, recognising the importance of ensuring the health of the people who work towards achieving the company's Purpose, to transform food, feed and fibre for a more sustainable future.

In the past year, nearly 4,500 employees at 12 worksites in Nigeria, Ghana, Cameroon and Senegal were assessed according to employees' level of access to, and the quality of, nutrition programmes. This was based on the Workforce Nutrition Alliance's (WNA) four pillars: healthy food at work, nutrition education, nutrition-related health checks, and breastfeeding support. WNA defines performance levels on the extent and quality of services, programmes and policies as Beginner, Bronze, Silver and Gold.

The self-assessment showed the majority of sites provide at least Bronze nutrition programmes, which is the minimum threshold that Olam Agri is aiming to achieve for all its worksites:

- Three sites (25%) in Ghana (1) and Nigeria (2) achieved a Silver assessment.
- Six sites (50%) reached the Bronze status - Cameroon (1), Senegal (1), and Nigeria (4).
- Three sites (25%) – all in Nigeria - were marked as entry-stage Beginner.
- All the assessed worksites run canteens for 100% of their employees.
- 80% of assessed employees have access to free or subsidised meals.
- 84% participate in annual health check-ups.

The aim is for all worksites to achieve the next level in 2023. This includes introducing or expanding access to improved meals for employees in several of Olam Agri's grains operations. For example, the Cameroon team has started providing employees with daily nutritious meals free of charge.

In Senegal, the canteen has been upgraded with new equipment, and a kitchen garden is being established to provide access to sustainably-grown fresh fruits and vegetables.

In Ghana, all employees across all six locations receive Royal Aroma fortified rice in all rice dishes at their canteen. Fortified rice is rich in vitamins, iron, and zinc, and other significant minerals capable of improving the nutritional quality of foods. The meals served at the canteen are free for employees and also include fruits on a regular basis as part of the effort to improve access to essential nutrition at the workplace.

"Our people are our greatest asset and productivity is enhanced when they are well nourished."

Image: Colleagues across six locations in Ghana receive Royal Aroma fortified rice in our canteens.

Diversity, inclusion, and equity (IDE)

We are committed to creating a stronger, more inclusive culture across our organisation because we believe that IDE drives innovation, creativity, and better business outcomes. We recognise the importance of promoting and building a workplace where every individual feels a sense of belonging, feels valued, and feels respected.

In 2020 we established an Inclusivity Diversity Equity of Olam Committee (the IDEO) to implement a Group-wide strategy with the agenda of embedding equality, openness and belonging into our culture, to remove barriers to success for minority groups. The committee had six core goals which continue to be relevant today.

In 2022, the Group continued to focus on achieving a better gender mix in the middle/senior managerial levels to bolster productivity by ensuring that we incorporate a broad range of perspectives and backgrounds. The increase in gender mix will help provide a strong future talent pipeline and greater appeal to external talent.

We continue to drive nationalisation of managerial roles in countries with significant expat presence (Africa and Asia). Olam Agri, for example, has targets to achieve 50% by 2025 and 60% by 2030. In 2022 the talent acquisition team achieved 52% of national managerial hires, already on the way to the 2030 goal.

Inclusion and equity need to be addressed comprehensively at all levels of the organisation. For diversity to sustain and truly take root, we need to be more inclusive of other aspects of diversity – including age and generation, race and ethnicity, socio-economic status, disability and sexual orientation. For example, **ofi** ran inclusive hiring workshops for hiring managers, talent acquisition teams and HR managers. These are designed to support capability building. Reverse Mentoring Catalyst Conversations were initiated by **ofi** in July and since the launch of the pilot, 148 Catalyst Conversations have taken place among 38 leaders and 28 Inclusion Catalysts (ICs). The leaders and ICs were provided support through one-to-one coaching sessions. Further, IDE awareness and skill building programmes were rolled out at scale in 2022 on IDE Imperative and Leading for Equity Advocacy for all **ofi** Regional Leaders, IDE Council Members and HR teams.

Over the past two years, **ofi** also engaged the grassroots through GROW, our Employee Resource Group. Engaging the grassroots in March 2021 began with 'Voices for Change' gender focus groups. Voices for Change were heard from frontline to leadership (68 focus groups, ~500 voices, 60% of women).

The Group goals are:

1. To create an inclusive and safe work environment that supports diversity
2. To encourage behaviours that reinforce an inclusive work environment
3. To ensure equality for all minority groups in Olam
4. To prioritise gender balance by:

   Increasing women manager representation to 20% by 2025 and 30% by 2030 and Increasing senior women leader representation to 15% by 2025 and 25% by 2030. (These goals may be superseded by those set by **ofi,** Olam Agri etc).

5. To increase representation of ethnic and cultural minorities; and
6. To drive nationalisation of managerial roles in countries with significant expat presence.

This led to instituting 15 GROW Chapters for women talent focused on actively fostering an inclusive workplace where women feel valued and engaged. All GROW chapters have been guided to drive initiatives on providing a Community Network, influencing a Conducive Workplace, and building Career Confidence, with impact goals of increasing women engagement scores.

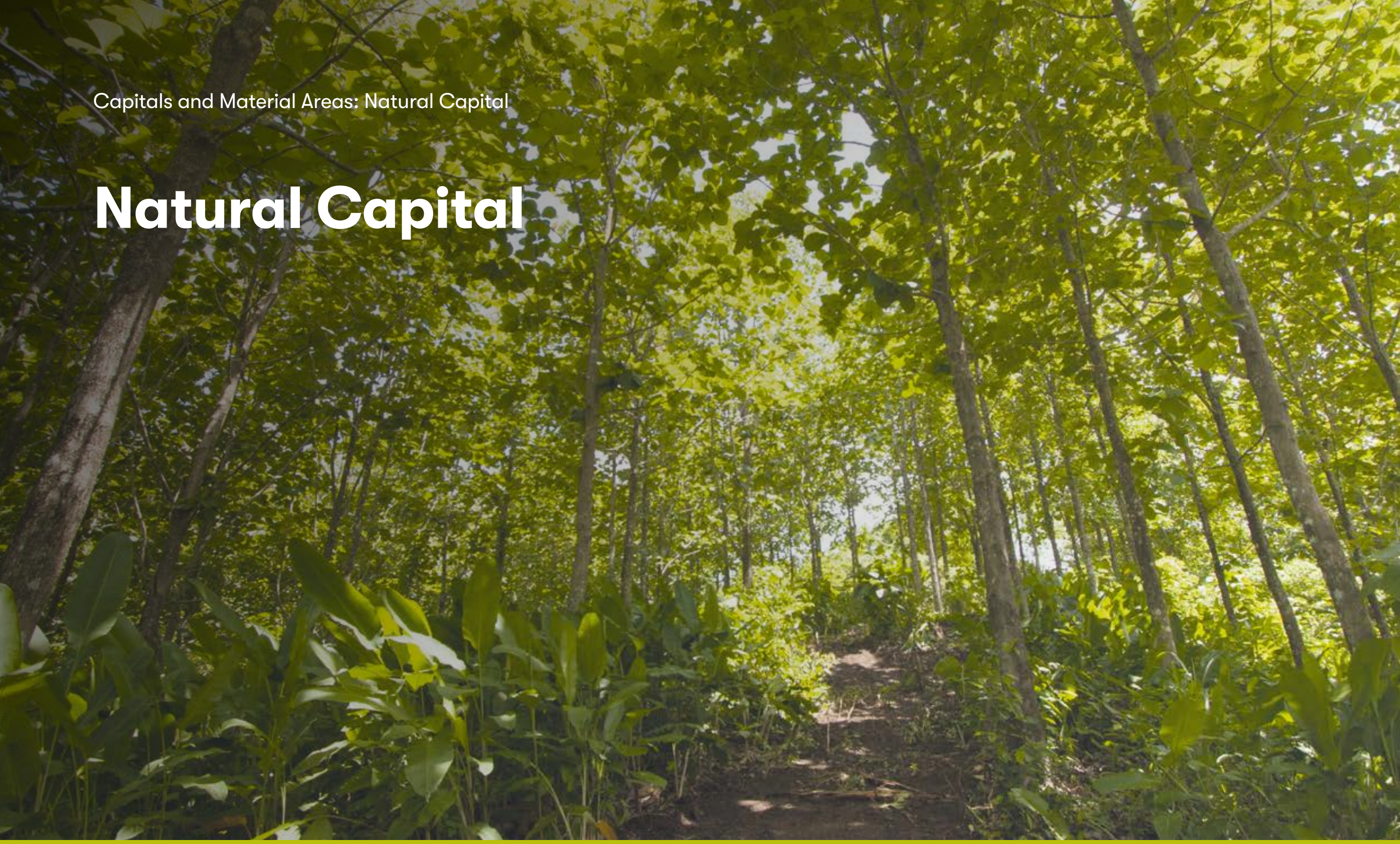
We continued to raise awareness on preventing discrimination and harassment at the workplace. Since June 2021, **ofi** has rolled out a compliance course in a phased manner to create understanding of acceptable and unacceptable behaviours in an inclusive workplace and the potential reputational and leadership risks. This course will be assessed by the wider Group. We also implemented a psychologically safe grievance escalation channel and resolution process.

Enabling women to work

To support female employees without access to daycare, **ofi** set up a nursery and school in our Egypt onion processing facilities in 2019. Run by two teachers and an assistant, the nursery and school enrolled over 40 children in 2022. Female employees returning to work following pregnancy have peace of mind knowing there is a safe space for their children to learn and play, which can support productivity and retention.

In Vietnam, the nuts team rolled out a workplace lactation programme in partnership with Alive & Thrive (A&T) to support female employees in their breastfeeding journey when returning to work. Activities include in-person training sessions on breastfeeding best practices and appropriate use of lactation equipment in private worksite rooms. Online workshops and training were also conducted for employees and management teams to ensure support is given to all pregnant women and young mothers in the workplace.

Natural Capital



Defined as: Natural capital is defined as the land, water, biodiversity and other ecosystem services required for food, feed and fibre crops to grow.

The challenges of climate change, land degradation and biodiversity loss facing our planet require collaborative and immediate actions. We work with partners to help protect our environments, decarbonise our operations, and build climate-resilient supply chains.

With our customers and other partners, we have continued to make progress over the year on addressing our climate impacts, protecting ecosystems and biodiversity, enhancing water stewardship, reducing food loss and waste, and regenerating soils.

We are focused on reducing our carbon footprint and are signatories of the Business Ambition for 1.5°C coordinated by the Science Based Target initiative (SBTi). In line with the SBTi FLAG (Forest, Land and Agriculture) guidelines released in 2022, we are developing our near-term targets, segmented into FLAG and non-FLAG.

To support the development of the upcoming GHG Protocol Land Sector and Removal Guidance, we participated in a pilot study coordinated by WBCSD to refine the accounting methods for stored carbon in biogenic products (such as wood), removals activities implemented at the supply shed level, and land use change.

We also collaborated with 14 of the world's largest agri-commodity traders to develop the Agriculture Sector Roadmap to 1.5°C, launched at COP27 in November 2022, towards reducing emissions related to land-use change and supporting forest-positive sector transformation. The roadmap will strengthen processes and collaboration for more transparent and forest-positive supply chains.

Climate action

We closely monitor our carbon footprint and take action to decarbonise our farms, factories and supply chains. We also support farmers to adopt climate-smart farming practices and build their resilience.

We measure our carbon footprint across the three Scopes – direct emissions from owned or controlled sources (Scope 1), indirect emissions from purchased energy (Scope 2), and indirect emissions that occur in the value chain (Scope 3) – in line with The Greenhouse Gas Protocol. We continue to improve the comprehensiveness and granularity of our footprint measurement, with the help of Lifecycle Analysis tools like the Digital Footprint calculator in the AtSource sustainability management system, and corporate footprint accounting tools like Terrascope, which was launched in June 2022.

Terrascope is a digital platform enabling companies to measure their emissions comprehensively and accurately while giving them the ability to take action and track progress to chart their decarbonisation journey. In a few months, Terrascope has been selected as the partner of choice by companies in APC, Europe, Middle East and Australia on their journey to net-zero. The insights from our carbon footprinting tools are helping us target where to act in our factories and on farms.

For Scope 1 and Scope 2 emissions from our own processing operations and farms, we have maintained our GHG efficiency at 0.13 mtCO_2 (eq) per MT of product. Across our Tier 1 facilities, we consumed 12 million GJ of energy or 2.5 GJ per MT of product.

To reduce emissions from energy use, in 2022 we launched a study with Schneider Electric to identify opportunities to improve energy efficiencies or invest in renewable energy in processing operations. We also promote a circular economy by operating co-generation facilities, such as our animal feed mills in Nigeria and cashew factories in Côte d'Ivoire. These harness agricultural residues like wood chips, corn cobb and cashew shells to generate steam and energy. In Congo, for example, our co-generation plant, which has been operational since March 2015, uses wood pieces, trim ends and other biomass from the sawmills to generate capacity of 4 megawatts of electricity, which is supplied both to our wood operations and to the town of Pokola, while excess steam generated is used in kilns to produce kilned dried lumber. This helps to reduce our carbon footprint and save over 4 million litres of diesel per year.

In our third party supply chains, we work to reduce emissions associated with farming practices and support climate resilience. Our approach is focused around four areas:

- **Adapt** – helping farmers adapt to the impacts of climate change by improving their skills to implement better farming practices, and their access to technology such as irrigation equipment and higher-yielding, climate resilient seed varieties.
- **Resilience** – enabling farmers to increase their household incomes by promoting crop diversification, as well as other income opportunities such as beekeeping. Additionally, we are strengthening local farmer cooperatives, improving access to savings and loans facilities, and crop insurance.
- **Regenerate** – through improved crop rotation, composting, mulching, soil erosion control, integrated soil fertility management and integrated pest management, helping farmers to regenerate their soils and ecosystems.

Accelerating decarbonisation

ofi has continued to refine its Carbon Scenario Planner, leveraging the digital footprint calculator on AtSource to plan and cost climate actions. This can be used to model the impact on GHG emissions from changing fertiliser inputs, residue and wastewater management, planting shade trees, and increasing yields, optimising the scenarios for climate-smart agriculture and reaching cost-efficient GHG reductions. **ofi** has also started work on crop archetypes (categorising selected farming systems by crop variety, yield, and post-harvest process), in order to scale up and improve low-carbon strategies to fit typical production systems. This means that, in addition to supplying the detailed footprint for a customer's product, broken down into all its components in line with the GHG Protocol, we can also better target emissions hotspots in our joint supply chains, offer a smarter mix of practices with farmers to help reduce the footprint, and track our real-world impact and progress toward low-carbon and net-zero goals.

- **Reduce** – reducing emissions by sequestering carbon in soils and trees through regenerative agriculture, agroforestry, and reforestation initiatives; reducing post-harvest loss from improper processing, drying and storage; and reducing methane emissions from rice farming through better water management practices.

We commenced baselining for waste for Tier 1 processing operations to determine the impact in 2022 with programmes being set in place to identify opportunities for waste diversion from landfill.

In the Nigeria wheat business, the Seeds for the Future initiative, with ICARDA (The International Center for Agricultural Research in the Dry Areas) and LCRI (Lake Chad Research Institute), supports climate adaptation and self-sufficiency through farmer training, tools, and the development of drought- and heat-resistant seed varieties.

In Côte d'Ivoire, Olam Agri continued trials of delinted cotton seeds to help farmers increase plant density and revenues. The 3,640 farmers achieved 15% better yields compared to other farmers in the region.

ofi collaborated with NGIS[1], a Google geospatial partner, to build a carbon monitoring tool which combines data from remote sensing and spatially explicit data from mapped farms. The tool helps to measure and account for gains and losses in carbon stocks on suppliers' farms and sourcing landscapes, including crop and shade trees. This data will help to better manage and improve carbon sequestration, which in turn supports efforts to improve soil health, biodiversity, livelihoods, reduce GHG emissions, and meet our SBTi targets. It will also support engagement with businesses, farmers, policymakers, and researchers on how to best implement and measure carbon sequestration in agriculture.

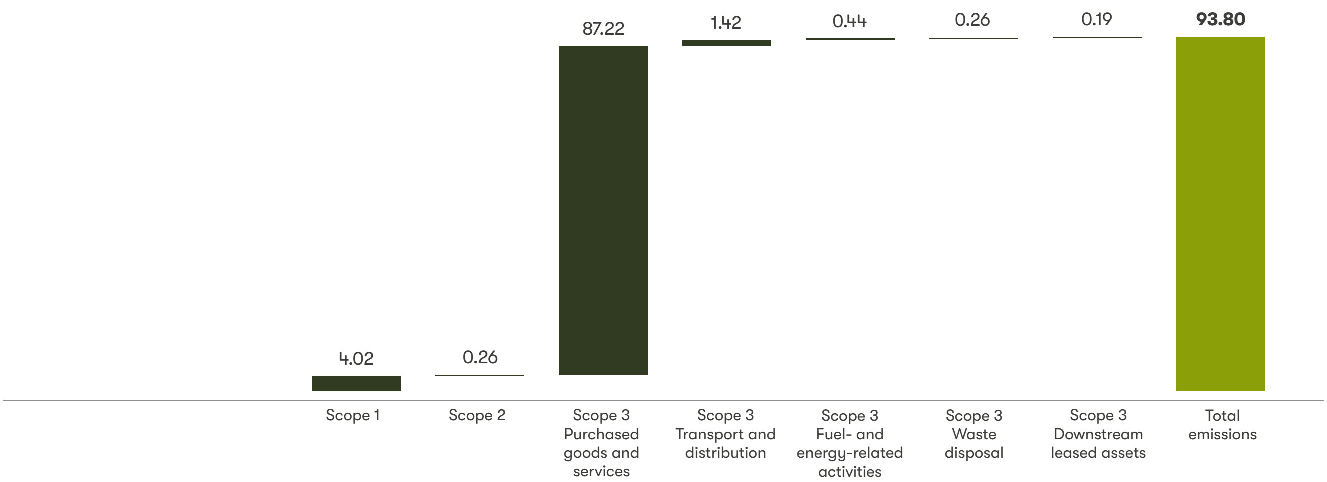
ofi's agronomy teams at the AVIV coffee estates in Tanzania, and smallholder sourcing in Guatemala, have experimented with aeration systems at wet mills to reduce methane emissions from wastewater ponds with high biological oxygen demand (the amount of oxygen consumed by bacteria and other microorganisms while they decompose organic matter under aerobic conditions).

By raising water oxygen levels using air bubbling systems adapted from aquaculture, trials to date have shown a reduction in biological oxygen demand by as much as 50% after one week, compared to the control. Odour is also reduced. If applied to the entire wastewater system, there is potential to reduce the carbon footprint of our washed coffees.

Working with the European Bank for Reconstruction and Development (EBRD), **ofi** launched a climate-related risk scenario analysis to gain a thorough understanding of the risks and opportunities associated with low-carbon transition and physical climate impacts in our hazelnuts operations in Turkey and onions operations in Egypt. The analysis aims to provide recommendations on how climate actions can be implemented within the value chains and improve climate adaptation and resilience for farms in our supply chains. Additionally, it will identify Corporate Climate Governance (CCG) recommendations.

To reduce methane emissions from rice production, Olam Agri has been introducing climate-smart agriculture practices, such as AWD (alternate wetting and drying), laser land levelling, site-specific nutrient management, and better straw and stubble management. Building on successes with rice farmers in Thailand since 2018, the initiative has expanded to Vietnam, India and now Nigeria.

Olam's total emissions in 2022, collected through Terrascope (MM tCO_2e)



	Scope 1	Scope 2	Scope 3 Purchased goods and services	Scope 3 Transport and distribution	Scope 3 Fuel- and energy-related activities	Scope 3 Waste disposal	Scope 3 Downstream leased assets	Total emissions
Percentage of total emissions	4.28%	0.28%	92.98%	1.51%	0.47%	0.28%	0.20%	

1. NGIS.com.au

* Olam GHG accounting has been expanded to include our freight business for improved completeness of our corporate GHG inventory.

** We have applied the latest version of emission factors from ecoinvent (version 3.9), in line with industry best practice to utilise latest up-to-date emission factors. This update has impacted GHG calculations for soybean, maize, coffee, peanut and fava bean purchased. For more details on ecoinvent v3.9, please refer to https://ecoinvent.org/wp-content/uploads/2022/10/Change-Report-v3.9.pdf.

Note: Biogenic carbon: 5.95 MM tCO_2e. Carbon dioxide emissions from biogenic sources have been categorised under "biogenic carbon" which is outside scopes 1, 2 and 3, following closer and enhanced alignment to the Greenhouse Gas Protocol Agricultural Guidance.

Partnering with Heifer International and Pula, the Nigeria rice team piloted a 'pay-at-harvest' crop insurance product based on Area Yied Index. In 2022, its pilot year, 3,110 rice farmers received insurance pay-outs that provided vital livelihoods support in the face of yield losses from dry spells, floods, pests and plant diseases.

Healthy ecosystems

Protecting biodiversity in production landscapes our landscapes is critical. Addressing the complex drivers of habitat conversion, including poverty and declining soil fertility, is possible through the coordinated action of companies, governments, communities and the farmers that rely on agriculture for their livelihoods and nourishment.

In 2022, **ofi** collaborated to launch the RESTORE (Resilient Ecosystems and Sustainable Transformation of Rural Economies) project with the United States Agency for International Development (USAID) West Africa, the Rainforest Alliance and several manufacturer companies. Over five years, the partnership will focus on four critical landscapes for conservation in Ghana and Côte d'Ivoire to protect forest habitat and biodiversity, reduce deforestation, and increase the storage of carbon in trees on and around cocoa farms. This is a big leap towards transformational impact in living landscapes, building on the experience we have gained with other landscape-scale projects which we offer to customers, such as the Gorilla Coffee Alliance in Democratic Republic of Congo and Alliance for Sustainable Landscapes and Markets in Mexico. The products from these landscapes are available to our customers through AtSource ∞.

Our wood products business in the Republic of Congo, CIB, is the largest Forest Stewardship Council (FSC®) certified[1] Tropical Hardwood concession holder in the Congo Basin, sustainability managing 2.1 m ha of natural forest concessions, and implementing best-in-class Reduced Impact Logging practices. We ranked in the top decile in the SPOTT Timber and Pulp Rankings (2022). As part of our contribution to the DYNAFAC programme, which is Africa's most ambitious scientific research programme on natural forest dynamics, we have made forests available for research and conducting ongoing field activities with international scientists. CIB continued its collaboration with Wildlife Conservation Society (WCS) and Ministry of Forest Economy (MEF) to protect the rich biodiversity of the adjacent Nouabale Ndoki National Park, with the partnership recording 2,399 eco-patrol days in 2022, intercepting illegal snares and trade in ivory, pangolins, parrots and more, and conducting anti-poaching awareness raising activities in local communities.

EU legislation on deforestation

In anticipation of the EU Regulation on deforestation-free supply chains, which is expected to come into force in 2023, we are putting additional measures in place, which build on the actions we are already taking.

The new law aims to guarantee that the products in the EU market do not contribute to deforestation and forest degradation. It will require companies importing into, and exporting from the EU, to prove that products including coffee, cocoa, soy, beef, palm oil, rubber and wood are deforestation-free (produced on land that was not subject to deforestation after 31 December 2020) and legally compliant with all relevant applicable laws in the country of production. The EU will perform a country risk assessment to assign low, standard and high risk classifications to countries with regards to deforestation. Each shipment will have to be accompanied by a due diligence statement to show traceability to origin at farm level, to verify production in accordance with national legislation, and no risk, or negligible risk, of deforestation.

While full details of the requirements under the legislation are not expected to be published until June 2023 at the earliest, we are already taking steps including:

- having dedicated product sustainability strategies with targets and reporting against deforestation challenges and associated root causes, such as entrenched poverty.
- creating Landscape Deforestation and Farm Deforestation Risk Indices (LDRI and FDRI) to map and address deforestation risks at sourcing area and at farm levels respectively, which are updated annually and shared with customers via our AtSource sustainability management system.
- working with farmers in high-risk areas, delivering training on the Agri Supplier Code, which stipulates forest and ecosystem conservation, Good Agricultural Practices and agro-forestry.
- investing in digital tools to drive traceability and transparency.
- participating in sector collaborations such as the Cocoa & Forests Initiative, as well as multi-stakeholder partnerships with customers and development agencies e.g. with USAID, Nespresso, the Wildlife Conservation Society and TechnoServe.

The legislation is a positive step towards ending deforestation, reducing climate change risks, and ensuring the long-term sustainability of agricultural productivity. Engagement between the EU and producing country governments will be crucial, alongside continued efforts to increase capacity building in origins to ensure a comprehensive approach to poverty reduction, rural development, land use policy and planning, land tenure, and forest protection and restoration.

1. Refer to the certificates on www.olamagri.com/content/dam/olam-agri/products-services/wood-products/wood-products-pdfs/wood-products-license-numbers-14-03-2022.pdf

ofi partnered with the USDA Forest Service, the National Forest Foundation, and Knorr, a Unilever brand, on a series of restoration projects within California's Central Valley. Find out more on page 40.

Food loss and waste

The challenges of strengthening global food security to feed an increasing population, improving the livelihoods of farmers and their families who are dependent on their crops, as well as reducing the carbon impact, means food loss along the value chains must be addressed.

We are working across our supply chains with smallholders to help farmers implement practices to reduce post-harvest losses, which are also increasing farmers' yields and incomes. In 2022, Olam Agri teams assessed the baseline for losses currently being incurred by farmers in our rice, wheat, sesame, superfoods, cotton, and rubber supply chains across six countries in Asia, Africa, and South America. The teams continue to analyse these findings and are developing an action plan to support farmers to implement practices to reduce post-harvest losses and the associated emissions, while increasing yields and incomes. This builds on our successful project in Nigeria rice, where our support for mechanised harvesting and threshing enabled farmers to cut their losses by nearly half in our pilot project with 700 farmers in 2021; this is now being expanded with the aim of reaching 32,000 farmers.

During 2022 we also rolled out an insurance pilot with the rice growing communities in Nigeria: farmers receive payouts if their harvests are below 65% of the average historical yield for their region due to climatic disasters, pests, disease, or other acts of nature. The model provides a critical safety net and allows farmers to pay for the insurance from their harvest revenue. 3,110 rice farmers received an insurance payout of circa US$83 and we aim to scale up this financial service offering to nearly 10,000 farmers.

In Côte d'Ivoire, our cashew team is recycling cashew shells to use as biomass to fuel boilers in our processing facilities and sold to external buyers for the same purpose.

In addition to continuing to advance work in our own supply chains, we maintain our engagement through our role as Co-Chair of Champions 12.3, our membership of the WBCSD Task Force on Post-Harvest Loss and co-leadership of the Sustainable Rice Platform (SRP) Food Loss and Waste Task Force.

Healthy soils

Improving the health of soils is fundamental to meeting climate and biodiversity goals, as well as to enabling farmers to benefit from better farming practices and improve their livelihoods. During 2022 we continued to progress our work with farmers to access the necessary training and resources to apply regenerative and climate-smart agriculture practices for healthier soils, better yields, resilient livelihoods, and lower emissions.

Precision agriculture has an important role to play in improving soil health, as well as supporting smallholder profitability amid the rising cost of fertiliser. Across some sourcing origins and all managed estates, **ofi** agronomy teams are conducting leaf analysis to tailor crop nutrition management and improve fertiliser use efficiency. Starting with cocoa and coffee, nutrient application is site- and tree-specific, based on target yield and plant nutrient and health status. Farmers are then introduced to a stepwise approach to managing the nutritional needs of their crops in a way that balances soil health with the resources available to them. Looking ahead, we will be able to equip farmers with the diagnostic support tools for accessible and affordable nutrient management.

In 2022, Olam Agri launched the Sub-Sahara Sustainable Cotton Programme (SSCP) in collaboration with GIZ and Solidaridad, aiming to support over 30,000 cotton farmers and 600 farmer associations in Côte d'Ivoire, Chad, and Togo towards sustainable cotton production with fewer inputs and negative environmental impact. In its first months, the programme engaged 518 cotton associations across the three countries and developed country-specific training manuals for master trainers, facilitators and farmers, on good environmental practices, as well as GAP, good social practices, farmer business school and certification standards (BCI, CMiA, and Organic). This project builds on our experience

Taking a landscape approach

Since the launch of USAID's Gorilla Coffee Alliance in 2021 with Nestlé Nespresso, **ofi**, TechnoServe, Asili and the Wildlife Conservation Society, 4,808 coffee farmers have received training on pruning, soil health, and shade tree management. An **ofi**-trained youth team has pruned 92,315 old coffee trees, 431,000 coffee seedlings have been distributed to over 1,500 farmers. Through these and other activities, the Alliance aims to create a virtuous cycle of conservation and prosperity by incentivising forest habitat conservation, building local capacity in landscape transformation, increasing incomes, and improving the wellbeing of surrounding communities.

Photo credit: Deo Kujirakwinja, Wildlife Conservation Society

improving soil health in cotton farming in Côte d'Ivoire, where we continue our efforts to improve soil health practices on more than 13,000 cotton farms: training and supporting farmers on soil erosion control, cover cropping, green manuring enriched composting techniques, and crop residue management. We also test farmers' fields and analyse soil organic carbon and nutrients, to provide more tailored fertilisation recommendations, including promoting natural and accessible options such as wood ash or chicken droppings for potassium and compost for soil organic carbon.

In Peru, field technicians train quinoa and chia farmers on organic farming practices, as part of a five-year project supported by USAID and in collaboration with the local government. As of the end of 2022, a total of 2,045 smallholder farmers had achieved organic certification, enabling them to improve soil organic matter and fertility, better access markets, and increase their incomes.

Olam Agri is identifying priority areas to expand its regenerative agriculture efforts, and in 2022 engaged the consultancy Altus Impact to identify land degradation hotspots in sourcing regions for cotton, sesame, rice, rubber, wheat, quinoa and chia in seven countries. The analysis harnessed geospatial tools and looked at indicators for soil moisture, NDVI (Normalised Difference Vegetation Index), soil organic carbon, fire incidence, and canopy cover loss, across the five-year period from 2016 to 2021. Looking ahead, Olam Agri will conduct ground-level studies in identified hotspot areas and develop and promote context-specific regenerative agriculture packages of practices.

Across the group's farms, orchards and estates, such as in Australia, Brazil, Laos, Nigeria, Tanzania and Zambia, we monitor soil health and test our soils periodically for soil pH, salinity, soil organic carbon, NPK (nitrogen, phosphorus, and potassium) and micronutrients to allow us to adjust our own integrated soil fertility management.

Water

Water stewardship is critical to managing freshwater resources in our operations and across our supply chains.

We are a signatory to the UN CEO Water Mandate, a UN Global Compact initiative, that mobilises business leaders on water, sanitation, and the Sustainable Development Goals. Supporting the Mandate formalises our strategy to mitigate, understand and manage our water risks.

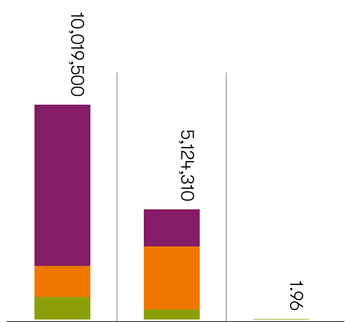
In 2022, our Australia and USA almonds team launched dedicated 2030 water targets for our orchards in the USA and Australia under Almond Trail, which include implementing soil and plant moisture monitoring in 100% of orchards to optimise water efficiency and remediating 75% of wet and saline areas.

Our irrigation experts on our black pepper estate in Vietnam take multiple steps to conserve and optimise water use, such as storing rainwater runoff in reservoirs, which have a combined capacity of 845m^3 for irrigation in the summer months and planting 3,000 shade trees on the estates to preserve moisture in the soil. Additionally, we have installed drip irrigation for precise water and nutrient distribution which led to an average water saving of 35% between January and April 2022, when compared with traditional methods.

In our facilities, we continue to implement water efficiency measures and investments. We consumed 10.0 million m^3 of water across our Tier 1 processing facilities or 1.96 m^3 per MT of product, a 21% increase in water use efficiency compared to the prior year.

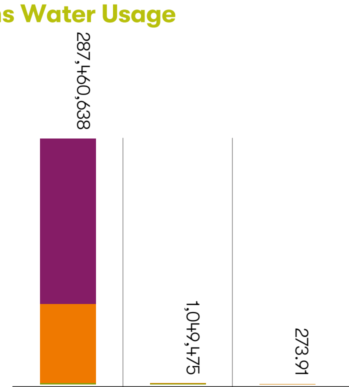
For example, in our rubber processing operations in Côte d'Ivoire, through our investments in sensors to optimise water utilisation, we reduced water consumption from 27m^3/MT in 2018 to 16.1m^3/MT in 2022. In our Nigeria sesame facility, our dry hulling process enables our plant to avoid up to 5,000 litres of water consumption per tonne of sesame as compared to typical wet-milling processes, saving up to 60 million litres of water per year.

Olam Group Processing Water Usage



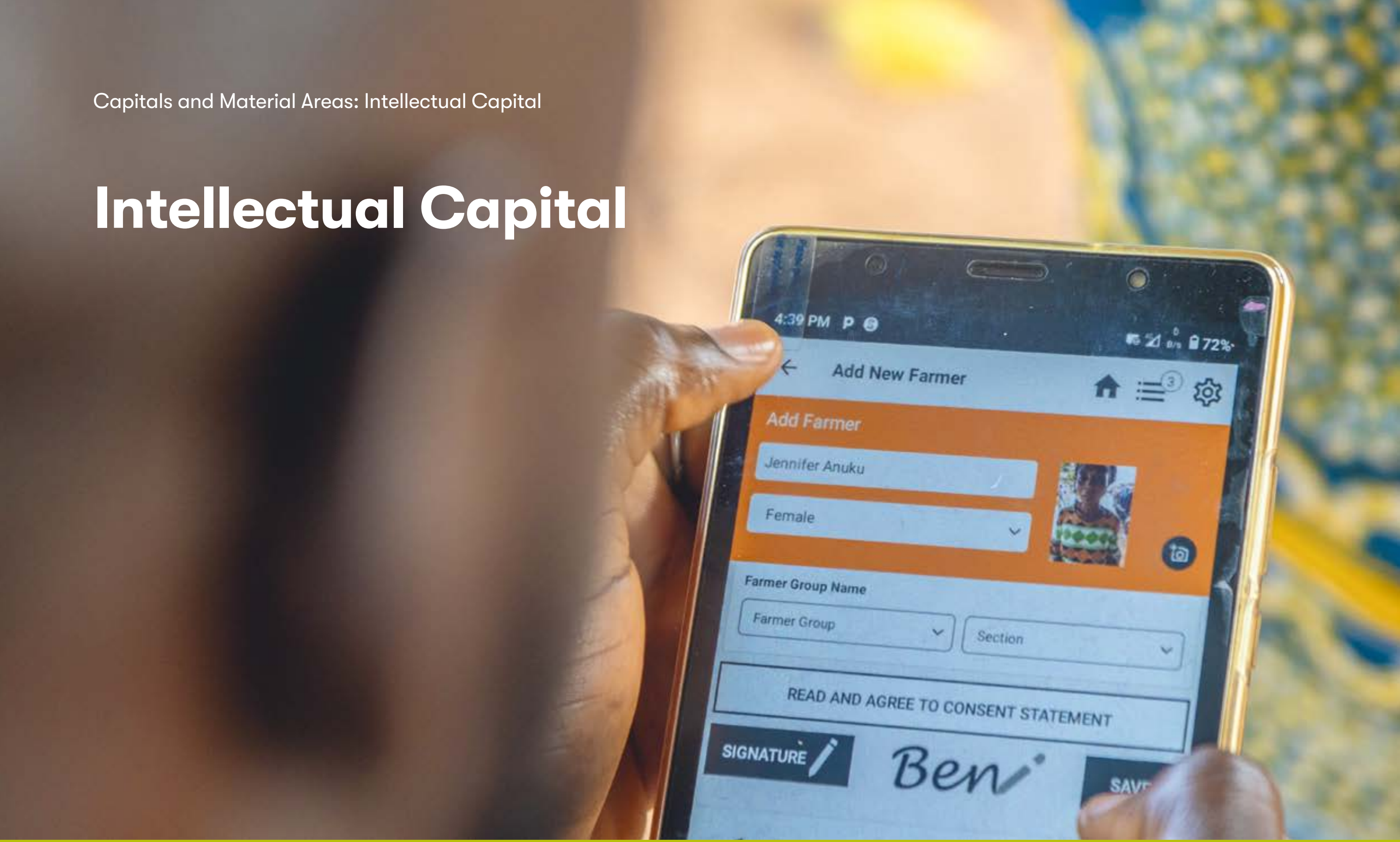
	Total water usage (m^3)	Production volume (MT)	Water intensity (m^3/MT)
ofi	7,530,290	1,735,942	4.34
Olam Agri	1,444,094	2,928,096	0.49
Remaining Olam Group	1,045,116	460,271	2.27

Olam Group Plantations Water Usage



	Total water usage (m^3)	Production volume (MT)	Water intensity (m^3/MT)
ofi	193,849,838	68,519	2,829.13
Olam Agri	92,054,877	44,614	2,063.38
Remaining Olam Group	1,555,923	936,342	1.66

Intellectual Capital



Defined as: The knowledge and IP that we create to keep us ahead of our competitors.

Digital technology is integral to our business, creating value in our core operations and capabilities, business models, and customer experiences. It enables us to have the agility to adapt to changing market demands in order to help optimise our business performance and best serve our customers.

We are using digital technologies across our offices, processing and manufacturing facilities, and in the communities where we source and operate. The adoption of digital solutions continues to accelerate and we are leveraging our capabilities and our extensive data to identify, adapt and implement learnings that can enhance our business performance, customer service and support our commitment to towards more sustainable and transparent food value chains. This is enabling us to support our farmers with better market access and value-added services, and provide customers with confidence in the origins of our products.

Digitally enhancing our businesses

The development and adoption of digital solutions which are adding value to our operations and businesses is advancing across the Group. We continue to evaluate and implement new technologies to positively impact our future digitalisation priorities.

Our mobile app, Digital Direct, is empowering farmers by providing them with a more direct route to market, bypassing third parties, and enabling us to improve traceability. In 2022, the platform was used by 22 business profit centres, up from 16 in 2021, with new adopters during the year including our USA cotton and New Zealand dairy businesses. It is allowing farmers, particularly in remote, rural areas, to more easily sell their crops, set prices and get paid, through their phones.

Another platform which has seen a significant advance during 2022 is our Digital Warehouse solution – we have now digitalised over 500 warehouses across the Group, up from approximately 300 at the end of 2021. Through the solution, warehouses are digitally enabled to provide real-time information on their inventory, reducing stock losses, improving inventory management and optimising costs. Our Olam Markets app, a mobile platform that allows food distributors to place and track their orders, surpassed US$2 billion of orders for the first time for the year.

AtSource, our award-winning sustainability insights platform, continues to add new features and functionalities to enhance the provision of detailed social and environmental data, to provide transparency and traceability of our products. Olam Farmer Information System (OFIS) is also evolving and scaling and sustainability programmes involving close to 700,000 farmers are managed through the platform.

Enhancing and evolving our digital solutions

Driven by internal business challenges, our existing digital tools are being enhanced to meet the unique needs of specific supply chains and businesses. We are responsive to unique use cases which are not able to take advantage of our current technologies and platforms. Olam Agri has invested in a cotton-specific app called Spyder, which offers a raft of features including farm and field management, farmer P&L and farmer livelihood tracking.

We have adopted an iterative approach which harnesses learnings and insights from our digital platforms to develop additional features, modules and analytics that allows for continuous improvement. As we take innovative ideas from across our businesses, prioritise them, and develop new functionality, our tools continue to offer richer, deeper features and ensure ROI is much higher than our original investment. In July 2022, the digital team met with profit centre heads in three African countries and identified 102 viable ideas, which are now being assessed to identify which to take forward and prioritise. The priority ideas will be allocated to a project team to operationalise them.

Some of our apps can be deployed effectively out of the box, which means that a new offering for a business can be ready within two to four weeks, such as the implementation of our Digital Direct and Digital Warehouse platforms. Going forward, our apps will enable the fast capture and exchange of information – for example crop assessment or competitor activity – with relevant stakeholders across the supply chain. This will enhance our field efforts, making operations easier to manage and support our progress towards net-zero regenerative agriculture.

Building on the digital gains made during the pandemic, which accelerated the implementation of digital solutions, we have strived to ensure we are even better connected. Hybrid working is available for non-factory workers in relevant roles, and continued collaboration amongst teams across multiple geographies and time zones has driven the need for improvements around digital connectivity.

A key aspect of enhancing our digital development is keeping abreast of solutions, especially in developed markets. We engage partners with proven experience in design and development to develop proprietary B2B, B2C and e-commerce solutions. Across the supply chain, we harness market insights and external expertise including vendors and startups on different platforms, industry events, and we have dedicated resources to benchmark our solutions against third parties. Our customer feedback is an important part of our successful benchmarking and continuous improvement cycle to enable us to ensure our solutions are a best-fit to meet the evolving requirements of customers.

The value of digital for farmers and emerging markets

Harnessing digital technology is more challenging in emerging markets, where there are still pockets with little or no network or data coverage, where digital savviness can be low, and where suspicion or fear of technology is higher. We have become adept at using best-in-class technology to meet the needs on the ground, creating technological solutions which support farmers and aggregators, and breed confidence, with the aim of driving digital adoption in more remote areas. Many of our apps operate offline and then synchronise when they connect. We have also developed our apps to operate with low network speeds, which are more common in the remote locations where our growing communities operate.

Often our teams on the ground are small, and by digitalising operations, we enable them to improve their ability to actively engage and extend their reach. This way, we find new sources of value, create better controls, and drive greater efficiency across the business.

The value of farmers' data can go unnoticed by many of our smallholders. We recognise the responsibility and role we can play to try to ensure farmers are aware of the value of their data. We collect data only when it drives value for the business and confers value on the farmer – Digital Direct is a good example of this as it offers farmers more control of decisions that impact their daily life.

Our digital solutions offer advice, support sustainability programmes and incremental sustainability premiums, and demonstrate traceability – all of which give smallholder farmers value in the price they receive for their crops.

Innovating to meet customers' needs

We aim to build our intellectual Capital by analysing and understanding our customers' requirements at each stage of the value chain, right from the farm, into ingredient and application innovation, and then to packaging of a final product. This leads to a healthy pipeline of innovation opportunities for the production of differentiated value-adding ingredients which enhance our ability to up sell, cross-sell, and drive overall margin growth.

To produce naturally good food ingredients and solutions for our customers, **ofi**'s Innovation, Quality & Food Safety strategy focuses on continually improving our expertise and intellectual property. Over the past two years we have recruited food scientists, culinary and pastry chefs, quality, regulatory and category specialists from across the industry to grow the expertise in our 15 innovation centres.

This network of centres was expanded in 2022 with the opening of a new Ingredient Excellence Centre with a coffee laboratory in Chicago in April, and in November when a new Customer Solutions Centre was opened in Singapore.

Developing sustainable products from concept to on-shelf

In February 2022, **ofi** won the award for 'Most Impactful Sustainable Product' for our lightly salted sustainable almonds in composite canister packaging at major Middle East food and beverage trade show Gulfood.

Using sustainably grown almonds from our orchards in Australia, which support bee health, solar energy and water efficiency, the product is packed and marketed in composite, cost-effective, biodegradable and recyclable material, designed by our operations and technical packaging experts.

Club Coffee earned two awards from Loblaw Companies Limited, Canada's largest grocery retailer, at their Brands 2022 Innovation Summit: Sustainability and Social Impact Supplier of the Year and Supplier of the Year. Contributing to the accolade was the AromaPak™ coffee packaging innovation. The Club Coffee team worked closely with Loblaw from initial concept through equipment installation to fast track the launch, with President's Choice and no name coffee products arriving on-shelf in just 18 months.

The AromaPak™ coffee system incorporates quality greens sourced from all over the world with proprietary technologies to deliver fresh, great tasting coffee. The AromaPak˜ system features recyclable and compostable sustainable solutions across coffee formats, including PurPod100® compostable single serve pods, compostable espresso capsules, as well as Club Coffee's newest recyclable, paper-based packaging for ground and whole bean coffees.

The system incorporates sustainably certified coffee sourcing with proprietary systems technologies to deliver fresh, great tasting coffee. Featuring PurPod100® compostable single serve pods, compostable espresso capsules, as well as our newest recyclable, paper-based packaging for ground and whole bean coffees.

Driving synergies and growth in the climate tech space

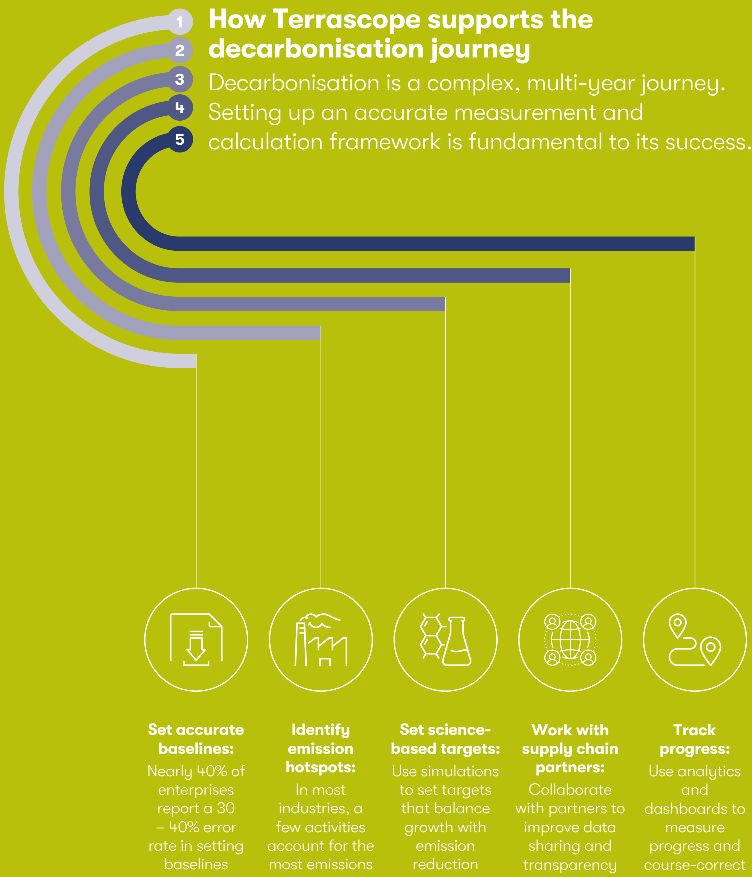
Terrascope

Over the past year, Terrascope has demonstrably contributed to the thought leadership and key trends currently shaping climate tech, green finance, and ESG. At the Point Zero Forum in Zurich and the Singapore Fintech Festival, Terrascope CEO Maya Hari joined leading technologists, chief sustainability officers, investors, and financial regulators to identify the opportunities and innovations that could power Asia's path to decarbonisation. Terrascope also partnered with the Prime Minister's Office of Singapore to measure emissions from the city-state's participation at COP27, monitoring international aviation, accommodation, purchase and transportation of goods and materials, pavilion construction, and venue catering.

By bringing real economy stakeholders, financial institutions, reporting platforms, and sustainability consultants together around a common software platform, Terrascope is helping enterprises translate high level targets into specific decarbonisation action plans. New strategic partnerships with DBS Bank, ERM, and Workiva are designed to empower large companies with a suite of connected solutions to drive and scale decarbonisation across their business operations and supply chains to merge the best thought leadership and technology to accelerate green financing, which helps companies actually reach their net-zero goals.

How Terrascope supports the decarbonisation journey

Decarbonisation is a complex, multi-year journey. Setting up an accurate measurement and calculation framework is fundamental to its success.



DBS will leverage Terrascope's smart carbon measurement and management platform to better assess client bankability, offering the sustainable financing required to empower large corporates and SMEs to measure and manage carbon emissions.

"Terrascope will help our customers gain a more accurate and comprehensive picture of their carbon footprint and enable DBS to provide financing to advance their decarbonisation journeys."

Yulanda Chun
Head of Sustainability at Institutional Banking Group

DBS

ERM is a sustainability advisory firm, advising corporates and financial institutions on sustainability, climate change, product stewardship, low carbon economy transition, and other related services. With Terrascope on board, ERM will help large enterprises advance smarter carbon measurement and management to accelerate decarbonisation efforts.

"Our collaboration with Terrascope will pave the way for customers to better understand their carbon emission to effect smarter carbon measurement and management, as we help journey towards a low carbon economy."

Mark Errington
Chairman, Asia Pacific

ERM

Workiva Inc. offers a leading cloud platform for regulatory, financial and ESG reporting, and has partnered with Terrascope to help make this seamless for large enterprises.

"Workiva's end-to-end, audit-ready platform for collection, assembly, and reporting of financial and non-financial data is complemented by Terrascope's ability to help enterprises measure and manage their carbon emissions. Together, we can provide confidence to large enterprises to make the right decisions on decarbonisation and deliver reports that can be trusted."

Erik Saito
Senior Vice President & General Manager, EMEA and APAC

Workiva

Social Capital

Defined as: The relationships we forge and nurture with suppliers and communities where we operate, for long-term commercial success.

Our businesses source raw materials from thousands of farmers, from the large scale, high tech mechanised row crop farmers of California, Brazil or Australia producing everything from peanuts to garlic, to the small, hand-tended plots typical of many of our cocoa, coffee, cotton and nut suppliers. The majority of farmers in our supply chains are smallholders with a few hectares (ha) of land, who are globally important food producers yet face significant challenges. These include poverty, climate change, unsustainable farming practices and post-harvest loss.

We envision a future where farmers are able to achieve a decent livelihood for themselves and their families; where better nutrition and sustained food security is a reality for all; unacceptable labour practices are eliminated; and there are more equitable work choices and economic opportunities available to and women and youth.

Through our farmer focused programmes, training and outreach, supported by our expertise from agronomy and supply chain efficiency to digital services and data insights, we aim to enhance the livelihoods of our farmer suppliers and improve the condition of the rural communities where many of them live. It starts with focusing on areas such as productivity, resilience and profitability. We recognise we cannot do this alone, and we are collaborating with a wide range of public and private sector stakeholders to identify and implement practical solutions that can deliver long-term, positive impacts.

In 2022, we provided services and inputs supporting the livelihoods of ~915,000 farmers, including much-needed training, finance, fertiliser, seeds, tools and more. Taken together, this helps farmers to improve yields, quality, and return on effort and investment, as well as diversify income and improve resilience.

Economic opportunity

For many smallholders, income from crop and livestock production alone doesn't cover their basic family needs. This leads to farmers having insufficient access to food and nutrition resulting in health issues or having to leave farming to seek alternative, often low-paid, unskilled work.

Through multiple projects and partnerships, we collect and analyse data within our supply chains across regions and products, to identify gaps and develop actionable plans to enable farmers to increase their incomes and improve livelihoods for them and their families. We focus on three areas:

- **raising yields and productivity** – this includes providing Good Agricultural Practices (GAP) training to improve the quantity and quality of farmers' crops, access to farming services, crop inputs, and financial services.
- **conserving and maximising harvest value** – by providing farmers with access to tools and mechanisation to improve harvesting, and reduce post-harvest losses, strengthen storage capacity and logistics, improving market access, as well as helping farmers get rewarded with premiums, such as for certified or organic products.
- **building resilience** – implementing a 'whole farm' approach that looks at synergies between crops, including food crops, and other farm activities. This is also about looking at improving soil and empowering farmers, to diversify their incomes and reduce their exposure to adverse climatic or market shocks.

In West Africa, we launched the multi-partner Sub-Sahara Sustainable Cotton Programme, which engaged more than 33,000 of our cotton farmers across Chad, Côte d'Ivoire and Togo to build their capacity in sustainable cotton production, strengthen and professionalise cooperatives and improve agricultural services in rural areas. In Chad, we also initiated trials with 360 farmers to introduce groundnuts, maize, and sorghum as a complementary crop, supplying the inputs and helping create additional income streams. In Ghana, our cocoa team has helped farming communities with income-generating activities such as soap-making, snail-rearing, production of peppers and mushrooms, and beekeeping.

Cocoa Compass celebrates awards

ofi's cocoa business won two awards for its Cocoa Compass sustainability ambition in 2022. The Global Good Awards Sustainable Supply Chain of the Year and the Sustainability Innovation Award from Food Ingredients Europe respectively recognised "quantifiable sustainability progress, including providing on-the-ground support to over 270,000 cocoa farmers in nine countries", as well as collaborating with customers to reach over 31,000 children with education support.

Partnering farmers in Peru

Olam Agri's Specialty Grains and Seeds team in Peru won the Partnership category at the Peru for the SDGs 2022 Awards, led by Perú Sostenible and the United Nations.

The award recognises the impact and contribution of Olam Agri's organic programme in Peru. The team offers support to smallholder farmers all year round, from personalised technical assistance on soil preparation through to harvest and post-harvest guidance, to training in good agricultural practices in accordance with international organic and trade requirements. This helps farmers improve crop quality, increase productivity and achieve third party organic certification. Over 2,600 farmers are expected to achieve certification this year through the programme.

With an estimated 500 million smallholder farmers in the world, fewer than 10% have access to finance.[1] Smallholders typically lack financial literacy[2], and have poorly defined property rights, which often prevent the use of cultivated land as collateral, and the cost of credit in developing countries is high.

In 2022 we continued our partnership with International Rescue Committee to support the creation of Village Savings and Loans Associations (VSLAs) to facilitate smallholder access to financing, give farmers resources to reinvest, and offer support when harvest yields are poor. Some VSLA programmes are coupled with adult literacy training classes and income-generating activities. Through our cotton business, our VSLA programme in Côte d'Ivoire has established 173 groups within our cotton-growing communities, including two women-only groups during 2022. These groups have improved access to finance and supported the set-up of income-generating activities, including the sale of local food dishes such as attiéké, agricultural products, condiments and clothes at local town and village markets. Our cocoa teams in Côte d'Ivoire, Ghana and Nigeria help support approximately 740 active VSLAs with more than 44,500 members (~75% women).

As part of the Steering Committee for the IDH Living Income Roadmap, we helped organise and finance the first multi-stakeholder Living Income Summit in June 2022 share insights about the key income drivers for smallholder farmers, and to enable consistent measurement. At the summit, we presented an innovative tool initiated by Rainforest Alliance, and developed by **ofi** in collaboration with AgriLogic. This tool allows us to estimate the living income gap of farmers across our supply chains, identify poverty hotspots, and simulate the impact of different income drivers. Our teams are continuing to test and refine the tool, working with the Sustainable Food Lab and industry partners to expand its scope beyond our supply chains in 2023.

Olam Agri became a Corporate Sponsor of the Anker Research Institute's Living Wage and Income initiative to advance knowledge on important living wage and living income research and studies.

Creating economic opportunities for women in Nigeria

Olam Agri's Seeds for the Future programme has expanded its activities for women's empowerment, one of the programme's five pillars of focus. Along with supporting farmers, investing in youth education, promoting health and nutrition, and launching carbon-reduction initiatives, the programme aims to support women to build skills that will bring their households out of poverty. In 2022, 240 women from low-income households were trained on baking and decorating bread, cakes, and confectioneries through the Crown Flour Angels initiative.

"We believe investing in the development of skills and opportunities, particularly for women, can enhance the livelihoods of families and help stimulate national prosperity. The initiative is targeted at equipping women with the commercial baking skills to enhance their earning potential."

1. https://www.ifc.org/wps/wcm/connect/536ed03b-82ef-4733-ac27-228284cdf8e/A2F+for+Smallholder+Farmers-Final+English+Publication.pdf?MOD=AJPERES&CVID=kAQzrkq
2. https://www.sciencedirect.com/science/article/pii/S0305750X2100067X?via%3Dihub

Across our supply chains we are supporting sector-specific initiatives including the ICO Coffee Public-Private Task Force (CPPTF) which is developing living income benchmarks for coffee origins as well as directly with the Anker Research Institute to development reference values for living wage and income in Republic of Congo and Chad. Similarly, we work with the German development agency GIZ's Employment and Skills for Development in Africa (E4D) programme, and the International Institute of Tropical Agriculture (IITA) to test living income strategies tailored to the diverse needs of coffee farmers in Uganda's Mount Elgon region. Under this project, **ofi**'s team in the country began a pilot initiative with 100WEEKS, a non-profit organisation, to provide 90 coffee farmers with weekly cash transfers of US$4 over 50 working weeks to alleviate debt pressures and incentivise farm investment. The farmers have committed to prune a third of their farm with the support from our trained workforce, which has helped some farmers double the productivity of their trees. Farmers also committed to participate in weekly training sessions on agronomy, personal development, financial literacy, entrepreneurship and life skills.

2022 marked the close of five-year sustainable rice programmes in Thailand and Vietnam implemented in cooperation with GIZ and various other stakeholders. Through integrated support of training on sustainable cultivation, quality inputs, market linkages and more, 19,000 farmers in Thailand and 10,000 farmers in Vietnam increased their gross margins from rice by over 20% (at baseline reference price).

In Uganda, **ofi**'s coffee team is working with farmers to reduce their costs through initiatives to develop kitchen gardens for fresh family produce and reducing fuel costs. In October 2022, 100 farmers – one third of whom are women – received training on the use of biochar cookstoves. Fuelled predominantly with charcoal and wood, as well as maize cobs and wood shavings, we anticipate a reduction up to 50% in fuel consumption, generating cost savings for households and reduction of GHG emissions. The cookstoves produce nutrient-rich biochar, which can be applied to the farms to sequester carbon and nourish the next crop, potentially improving yields by 20-50%. In 2022, through our sesame business, we also provided 150 women in Nigeria's Nasarawa state with energy-efficient cookstoves and trained them on their use and benefits.

As well as supporting farmers today, we are helping retiring farmers plan for their long-term future and support the transfer of skills to the younger generation. Following successful implementation of a pension initiative in Colombia in 2018, **ofi**'s coffee team in Indonesia is helping coffee farmers in the Gayo Highlands plan for their retirement from farming, as part of a farmer's pension programme run in partnership with customer Nespresso. In 2022, the programme registered and allocated funds to 2,753 farmers.

Safe and decent work

We've integrated human rights and child protection into our core business processes and broader due diligence activities. These are reinforced in our Supplier Code, which was revised in 2022. The Code outlines socially responsible, economically profitable and environmentally sustainable business practices which we expect our suppliers to undertake, including the expectation of 'no exploitation within our suppliers operations'. Should our team encounter a violation, they take action to understand, address, and transform practices, however where farmers do not want to change despite support, we have no option but to exclude them from our supply chain. We are strengthening our grievance mechanisms so we can promptly and consistently address any concerns that are raised to us.

We invest in a variety of measures and monitoring tools to proactively reduce risks to children and others across our entire supply chain. In 2021 we contributed to Wageningen University's Research (WUR) to develop a human rights risk assessment methodology to assess growing regions where we operate. The initiative has been extended by WUR into a worldwide risk map with the support and participation of both public and private sector partners including Olam. In 2022, we focused on specific supply chain labour risk assessments in Chad, Côte d'Ivoire, Nigeria, Nicaragua, and India, with the aim of understanding the prevalence and root causes in our own supply chains, helping us to design and implement programmes to support farmers eliminate illegal, unsafe and unacceptable practices.

We collaborated with the International Labour Organization (ILO) under their Accelerating Action for the Elimination of Child Labour in Supply Chains in Africa (ACCEL-Africa) project in Côte d'Ivoire. The project identified Universal Health Coverage to eliminate child labour. Together with the National Health Insurance Fund (CNAM), the project launched a pilot to improve access to the National Health Insurance scheme in the Nawa and Moronou regions in Côte d'Ivoire, educating cooperatives and cocoa farmers on the scheme's benefits, integrating health centres in specific cocoa-producing areas into the CNAM health care network, and monitoring access to services for cocoa producers. Our Côte d'Ivoire cocoa team is supporting this pilot by paying health insurance contributions for 252 farmers over a period of 12 months aimed at giving them an initial positive experience and creating confidence in an unfamiliar service.

We use digital Child Labour Monitoring and Remediation Systems (CLMRS) to help us understand risks and circumstances, and tailor our interventions accordingly on the ground. Our CLMRS is in place across all of **ofi**'s cocoa sustainability programmes in nine countries, covering 228,354 households as of 2022. We publish data on the number of child labour cases remediated and resolved in our annual Cocoa Compass impact report.

CLMRS has also been rolled out to our coffee-growing communities in Guatemala, and of our sustainability programmes in Turkey.

In tandem with our monitoring systems, we are making education more accessible and affordable in an effort to help alleviate root causes of child labour. For example, we supported sesame farming communities in Nigeria by supplying approximately 2,000 students with learning materials including stationery and instructional materials. These students are enrolled across 12 schools in five local government areas. Continuous support and awareness building will help increase school enrolment, reduce absenteeism, and lessen the risk of child labour. **ofi**'s coffee team in Guatemala has worked with partners to establish 14 kindergartens in coffee farming communities. In the hazelnut growing regions in Turkey, the local team worked with partners to establish six additional summer camps in 2022 as safe spaces for 339 children aged 5-13, supporting the seasonal workforce which carries out harvesting.

To reduce the need for intense labour resources we are testing labour-saving technology, such as modified scythes and scaling up access to mechanisation, which brings opportunities for farmers to increase their yield and add new revenue streams by supporting other local farmers. By the end of 2022, more than 1,000 rice farmers in Nigeria had access to mechanised harvesting and threshing equipment and, through Olam Agri's Gouassou programme, some 300 farmers and 32 cooperatives for rubber production received 2,743 tapping knives in Côte d'Ivoire.

We have again been ranked as a leader on children's rights by the Global Child Forum and continue to participate in multi-stakeholder and sector-wide initiatives including the ILO's Child Labour Platform; WCF; as a board member of the International Cocoa Initiative; and the Sustainable Spices Initiative to advance child protection.

Safeguarding human rights in the hazelnut workforce, Turkey

Hazelnut production in Turkey is still mostly manual, and highly dependent on seasonal workers who migrate from the poorest parts of the country. One of the measures taken by our Turkish team to help protect workers' rights is through the Fair Labor Association's Harvesting the Future project. This maps the profiles and movement of farm workers as they travel the country from one crop to another, allowing the local team to conduct risk and needs assessments.

2022 highlights:

- 2,250 labour contracts signed by seasonal hazelnut workers.
- 42 labour contractors registered into Turkish employment system.
- 2,370 women workers trained on fundamental human rights and working conditions.
- 2,069 male workers trained on fundamental human rights and working conditions.
- 9,582 female workers trained on fundamental human rights and working conditions (2,550 female workers up to 2020, 2,106 in 2020, 2,556 in in 2021, 2,370 in 2022).

Diversity and inclusion

We recognise some groups need additional support as they face a greater risk of discrimination in farming communities, in particular women, youth, indigenous populations and people with disabilities or health conditions. Globally, almost 40% of all farmers are women and this is as high as 60% in some parts of Africa and Asia. Despite this, many women don't have access to land rights, and struggle to have a voice. In many of our sourcing networks, we provide literacy classes, health awareness programmes and professional development initiatives, designed to build confidence, motivation, and financial autonomy, as well as supporting sensitisation to help the wider community understand the importance and value of equity.

We continue to support the World Business Council for Sustainable Development (WBCSD) Business Commission to Tackle Inequality (BCTI). As a signatory to the UN Women's Empowerment Principles, we've been promoting gender equality in our cocoa supply chain for many years, through initiatives like VSLAs that help women take control of their finances and attend training on how to access credit and open a bank account, with over US$ 1.5 million saved in VSLAs in 2022.

We've enhanced the functionality of the Olam Farmer Information System (OFIS) to register multiple stakeholders such as co-owners, managers, sharecroppers, and workers per farm. This means we will now be able to expand our digital records with data on women who jointly manage farms with their husbands and attend training. We will be able to better capture women's views, tailor communication to a broader range of stakeholders in our supply chain and gain deeper insight into where our further diversity and inclusion efforts should be focused.

Through our partnership with IDH in our cotton business in Chad, we have launched a gender action plan to train employees and field staff on the importance of creating more equitable opportunities for women in the cotton value chain.

Our coffee team in Brazil conducted a two-month training course for smallholder female farmers under the Café Delas programme, designed to build the leadership and decision-making capacity of women relative to all aspects of the farm. The course was replicated for farmers in Guatemala and Mexico, with 23 female participants able to produce fine specialty grade coffee.

Our sustainable timber business in the Republic of Congo ran its second year of the 'housewife to builder' initiative, mobilising more than 1,500 women and providing specific training to 45 of them on skills they can use in formal jobs in the wood sector.

Our cashew teams in Ghana and Nigeria trained 126 women in beekeeping to provide additional income. The hives have been placed in the cashew orchards, encouraging bees to pollinate the trees which boosts yields for farmers, as well as providing income from the sale of honey and wax.

Young people also face challenges – sometimes because their education is incomplete and sometimes because, culturally, they're not given a voice by their elders. We recognise the importance of succession planning for long-term supply chain security, however, also appreciate farming is not a vocation for all. We invest in young people to support the wider community ecosystem with training such as tractor maintenance and secretarial courses. These courses can support farmers directly and indirectly, with the former offering access to affordable equipment maintenance, and both bringing in additional income into a household.

Supporting education and career guidance for female high school students, Côte d'Ivoire

As part of Olam's 'Closer Programme' in Côte d'Ivoire, career guidance and mentorship is provided for girls who want to work in the cashew industry or in agriculture more broadly. In 2022, **ofi**'s country cashew team rewarded top-performing female high-school students in Bouaké with laptops to support their journey into higher education. Additionally, they were invited to our factory in Bouaké to learn about a career in processing first-hand. The factory is one of four private cashew processing facilities in the country that have created 3,000 local jobs – more than 70% of which are held by women – and is helping to stimulate growth in the country's processing sector and increase returns to sourcing communities.

Nutrition and health

Within the past year, food insecurity has been compounded by the ongoing effects of COVID-19, and rising costs of staple foods. During 2022, we reached 440,765 employees and community members with nutrition and health support. Fortifying key staples and condiments with vitamins and minerals remained a key way that we supported access to nutrition, especially for urban consumers in Africa. In 2022 we produced a total of 70 billion servings of micronutrient fortified foods. We focused on expanding community initiatives and, in partnership with Global Alliance for Improved Nutrition (GAIN) and BoPinc, we developed a nutrition training handbook to support community-based nutrition education on essential food groups, dietary diversity and adult and infant nutrition. The handbook has been translated into Spanish, French, Vietnamese and Swahili, and has been adapted for roll-out in Nigeria, Togo, Ghana, Vietnam, Tanzania and Côte d'Ivoire.

In partnership with Côte d'Ivoire's National Nutrition Programme (PNN), we are using the newly developed Infant Malnutrition System Alert (IMSA) smartphone-based application to support screening for infant malnutrition throughout our cashew-farming communities. The application, developed in-house, focuses on the geographic study of child malnutrition in Côte d'Ivoire, and also permits special mapping of identified cases of malnutrition, enabling more informed and targeted intervention design. During this activity, **ofi** agents were trained on how to use the app to identify cases of infant malnutrition and on appropriate referral to local health services. Teams screened over 2,500 children across three cashew sourcing districts, with 49 moderate and acute cases identified and referred to healthcare facilities. Also in partnership with the PNN, we ran a campaign on the importance of breastfeeding for more than 200 people in rubber-producing communities.

In Ayarza, Guatemala, in partnership with the Ministry of Public Health and Social Assistance, ofi's local team supported the families of children enrolled in our coffee kindergartens to identify and improve nutritional deficiencies and other health concerns through screening for child malnutrition and nutrition training. In all, 3,641 adults and children received medical consultations and training to improve living conditions to improve overall health and wellbeing. We also offered optional vaccinations against influenza and COVID-19.

Working with the HarvestPlus programme in Uganda – co-led by the International Food Policy Research Institution and the International Institute for Tropical Agriculture – our agents were trained on the nutritional benefits of iron-fortified bean and on post-harvest conservation methods for these varieties. During the next phase of this activity, in early 2023 coffee farmers will receive iron-fortified bean seeds and receive this training in an effort to improve nutritional outcomes in sourcing communities; specifically, we aim to contribute to reducing high rates of anaemia resulting from iron deficiency, particularly in women, in the rural communities of Mount Elgon.

Our Ghana teams worked with the Department of Health Services and Women in Agriculture Development (WIAD) to run nutrition fairs in our cocoa-sourcing communities. They trained 4,950 farmers and community members on the nutritional value of iron and vitamin-A fortified crops – such as the orange-fleshed sweet potato –as well as suitable cultivation techniques, and how best to integrate them into current diets.

Access to clean water and sanitation is an area of continuous development. In 2022, we built or rehabilitated 13 water points in four countries, reaching more than 9,000 people through Olam Agri. At the coffee estate in Southern Tanzania, they installed a water purification system which enables sourcing and redistribution of clean water to communities around the estate. Training was conducted on nutrition, safe water, and sanitation reaching over 2,000 community members. Local healthcare professionals were trained on WASH principles and appropriate water testing and treatment methods. On our timber concession in Republic of Congo, we continued to operate a medical clinic providing much-needed access to healthcare for more than 42,000 people.

In Hyrana, India, as part of our sustainable rice programme and in cooperation with the International Finance Corporation, we trained over 1,200 women farmers and farm labourers on nutrition. We also identified the trainees with the help of women volunteers from National Rural Livelihood Mission (NRLM) and have been promoting backyard spinach cultivation by providing them seeds to improve their access to the nutrient-rich leafy greens.

In Telangana, India, our team established medical camps in the chilli farming community where they screened 50 farmer households in 2022 for common health issues, including diabetes and dengue fever. Treatment for identified health conditions was prescribed free of charge, and sensitisation sessions were held to promote health awareness and disease prevention. Through a partnership with the Kano Dairy & Livestock Husbandry Cooperative Union (KADALCU), we have established state-of-the-art milk collection centres in Kano State, Nigeria. These centres provide a direct market for smallholder dairy farmers and improves access to fresh and safe milk for local residents.

Food Secure Future Programme drives access to nutritious foods

Olam Agri has launched the Food-Secure Future (FSF) Programme to drive impact on access and availability of nutritious foods in agri-farming communities through the three primary components of food security:

Nutrition: educating on healthy diets for proper utilisation of nutrients (e.g. breastfeeding, dietary diversity, food hygiene)

Food-focused income diversification: addressing economic constraints to accessing food (e.g. training farmers on food preservation)

Food crop support: supporting better food production and storage (e.g. providing food crop inputs, establishing kitchen gardens)

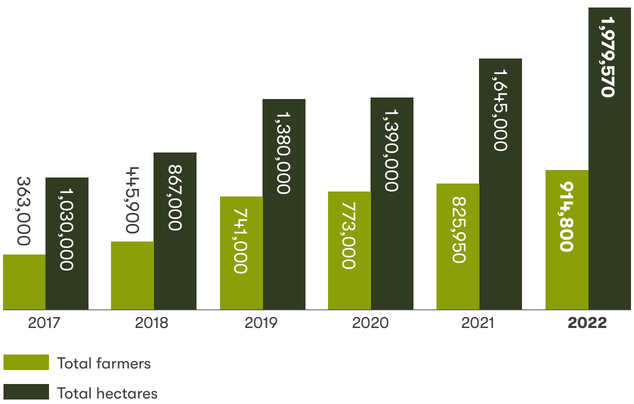
In its initial year, the programme reached over 33,000 households in seven countries including:

Nigeria: some 700 Nigerian rice farmers have benefited from biofortified inputs – such as vitamin-A enriched cassava and sweet potatoes – with training on how to make enriched recipes as part of the Value Chain Development Programme.

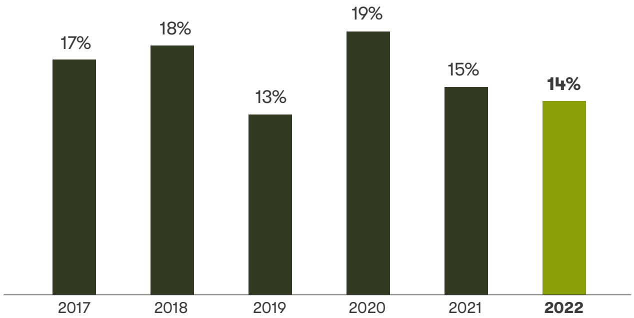
Peru: 500 women in farming communities received nutrition education coupled with cooking demonstrations using nutrient-rich quinoa and locally available vegetables.

Côte d'Ivoire: we trained 200 women in farmer households on the benefits and techniques of exclusive breastfeeding, along with cooking demonstrations on complementary feeding.

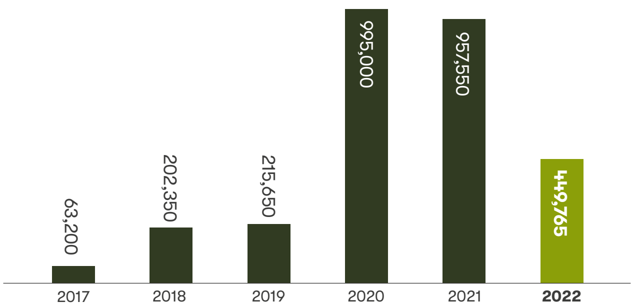
Economic opportunity – Smallholders in sustainability programmes



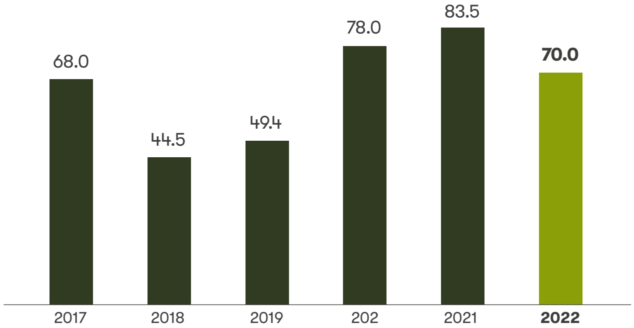
Diversity and inclusion – Women economically empowered within our supply chain (% female farmers)

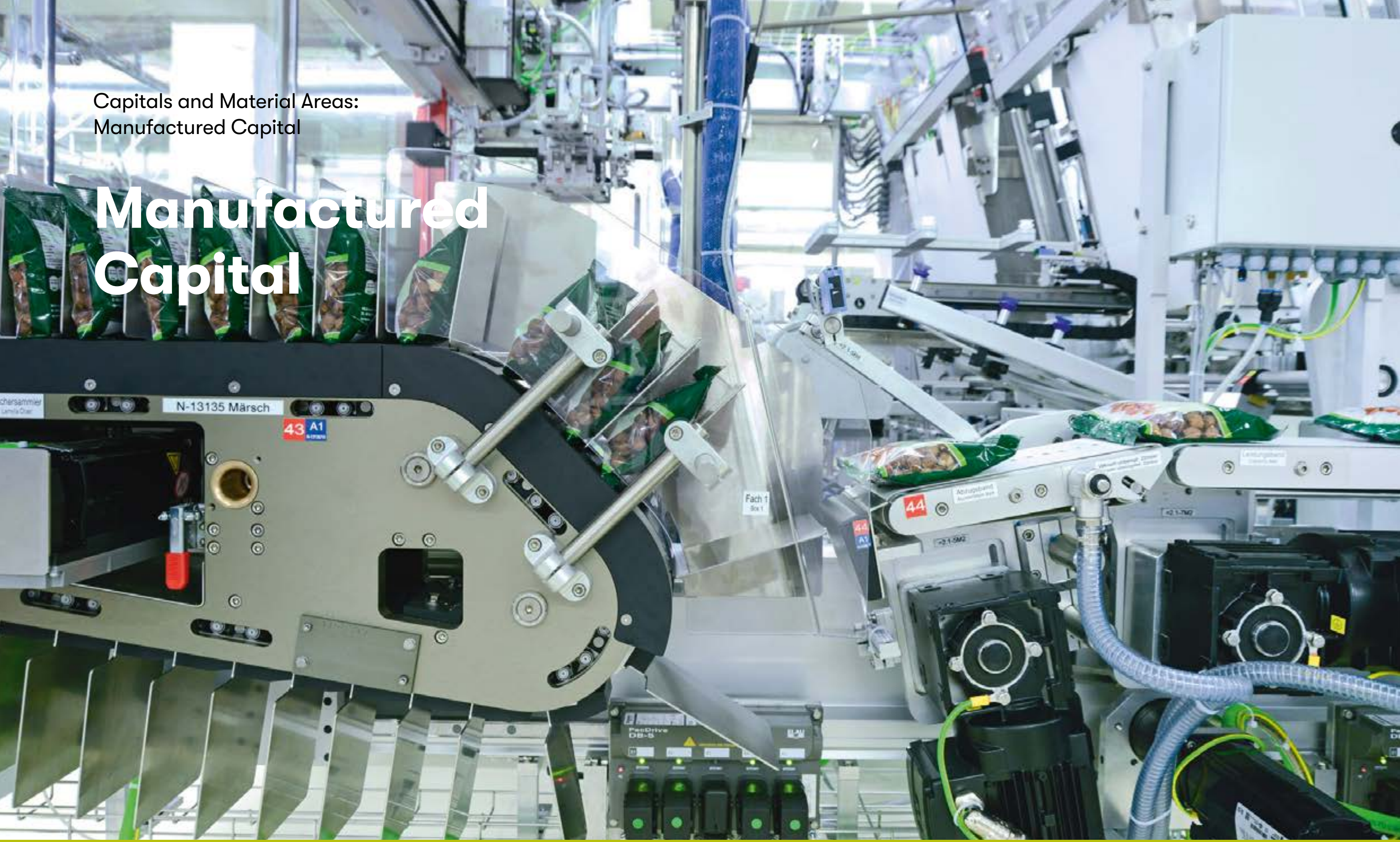


Health and nutrition: employees and community reached with education programmes



Health and nutrition: increasing availability of micro-nutrient fortified foods (servings per billion)





Manufactured Capital

Defined as: The equipment, tools, and infrastructure owned, leased or controlled by our organisation and required to serve our customers safely, consistently, and efficiently.

Manufactured Capital enables us to transform the raw materials and Ingredients we grow and source, safely and efficiently, into semi-finished, processed, and value-added products for our customers. It's not just about the investment we make in these tangible assets to drive best-in-class efficiencies and cost management, it is fundamental to enabling our businesses to optimise performance and to best serve the needs of our customers.

Like many global organisations, 2022 brought supply chain challenges. Food insecurity and fluctuation of commodity prices led to decreased buyer power. The surge in energy, transportation and labour costs were felt across our operations, and our teams continued to drive operational efficiencies to optimise inputs, reduce waste and utilise alternative sources of fuel to mitigate cost impacts.

Disruption in supply of grains and oilseeds from the Black Sea region from early 2022, meant Olam Agri leveraged our global supply network and source from Australia, Americas and India to maintain a reliable supply to our customers. In West Africa, the R&D team at our wheat milling business formulated new flour recipes to reflect the change in source and ensure continuity of quality.

Investing in our existing assets and building our portfolio

During the year we continued to invest our existing facilities to expand our capacity and strengthen our capabilities. Investments into greenfield developments by **ofi** to expand our soluble coffee facility in Brazil and our dairy ingredient manufacturing in New Zealand are progressing and are expected to commence operations in 2023, driving further focus on high growth end-use categories of Bakery, Beverages, Chocolate & Confectionery, Savoury & Culinary and Snacking. Our acquisitions of Club Coffee L.P. one of Canada's largest coffee roasters and providers to the 'At Home' segment and Märsch Importhandels GmbH, one of Europe's leading private label nuts manufacturers also supported **ofi**'s extension of capabilities.

Olam Agri continued to make strategic investments to enhance and expand capabilities across our food, feed and fibre operations. In Nigeria, we expanded our animal feed production facility in Kwara State, 12,500 MT in response to growing demand for locally produced animal protein, while our fleet of trucks has risen to over 1,000 to service the needs of our wheat milling and pasta business.

In Vietnam, we have continued invest to improve quality in line with international requirements, as well as raising production capacity at our rice facility to meet growing worldwide demand. In the Republic of Congo, our expansion of semi-finished and finished wood products is enabling more efficient supply to customers, and we have doubled production capacity to 88,000 MT at our rubber facility in Côte d'Ivoire.

Operational excellence

Our operational excellence programme has been embedded across the Group and is a multi-year transformation towards improving performance management, enhancing practices and to deliver cost savings. We use value stream mapping – a continuous improvement tool – to identify opportunities for improvement and synergies across four parameters of occupational health, product quality, service delivery, and cost management.

Optimising our assets through preventative maintenance schedules improve their lifecycle and ensure they perform efficiently, minimising downtime, enabling higher utilisation of capacity and overall throughput to deliver better return-on-investment (ROI). This is supported by an innovative in-house IT system and rigorous quality standards. A key component to advance our operational performance is to continue to equip, enable and empower our employees and we are investing to improve our practices and training. All of this is focused on enabling our businesses to perform better, safer, and more cost-efficiently.

Through the use of machine learning we are analysing historical data and applying real-time learnings to strengthen our operational management. The learnings have helped optimise inputs, quality and yields at several **ofi** facilities and this will continue to be rolled out to other **ofi** sites.

Beyond direct investment in our physical assets, we recognise the importance of investing in our people to ensure they are appropriately trained to use tools and machinery correctly, safely, and consistently. Our culture of continuous improvement empowers our employees to take decisive actions and recognise opportunities for process improvements, supported by renowned methodologies such as 5S, value stream analysis, DMAIC, and personnel scorecards.

Food safety standards and accreditations

Food safety and quality remains a primary focus, and we continue to invest in our food safety and quality programme to ensure compliance with governmental and regulatory requirements, as well as to enhance our own food safety and quality practices to meet or exceed customers' requirements.

In our industrial spice network, **ofi** has invested in cutting edge technology for delivering a validated drying and processing kill-step to minimise pathogen and spoilage contamination for our processed products. Our learnings in 2022 have led us to improve the process and offer additional value to our customers.

Following Olam Agri's roll-out in 2021 of a comprehensive global quality and food safety management system to ensure we consistently adhere to global quality procedures and policies, we are working towards 1SO 22000 food safety certification for all our processing plants, which we aim to achieve by the end of 2023.

Reducing environmental impact

Reducing our environmental impact remains a significant focus of our operational excellence strategy, with goals around emissions, waste and water management, and energy. We commenced baselining for waste for Tier 1 processing operations to determine the impact in 2022 with programmes being set in place to identify opportunities for waste diversion from landfill. For Scope 1 and Scope 2 emissions from our own processing operations and farms, we have maintained our GHG efficiency at 0.13 mtCO_2 (eq) per MT of product. Across our Tier 1 facilities, we consumed 15.5 million GJ of energy or 3.05 GJ per MT of product. We continue to use our 3C platform – dedicated to cost, capital, and carbon transformation – to help us work towards our goal of net-zero. Terrascope, the digital platform that comprehensively measures emissions, is providing insights to help us target where to act in our facilities and farms.

During 2022 we undertook several significant projects including:

- A baseline study with Schneider Electric to enable Olam Agri to identify opportunities to reduce emissions, improve energy efficiency, invest in renewable energy and set informed targets to reduce carbon footprint.
- In Nigeria, the installation of heat recovery machines in our food processing facilities capture the heat from the stack and use it to heat water, saving fuel, money and significantly reducing emissions.
- We operate several biomass boilers using waste or biproducts as an alternative to gas, reducing or eliminating external energy costs and reducing our carbon footprint. These co-generation facilities, such as our animal feed mills in Nigeria and cashew facilities in Côte d'Ivoire, use wood chips, corn cobb and cashew shells to generate steam and energy. Our co-generation plant at our wood processing facility in the Republic of Congo uses wood and biomass from sawmills to generate 4 megawatts of electricity to supply our wood operations and the town of Pokola. Excess steam generated is used in kilns to produce kilned dried lumber, saving over 4 million litres of diesel per year.

Insight and innovation

We continue to identify ways to identify ways to enhance our processes and products, while increasing our efficiency, reducing our environmental impact and better serving our customers.

We work closely with our customers identity and co-create products and our global network of 15 **ofi** Innovation Centres was expanded in November 2022, with the opening of our new Centre in Singapore.

During the year, our teams have developed and implemented a number of initiatives including:

- Olam Agri's grains manufacturing team has developed shrink wrap to replace carton packaging for our pasta products in Nigeria which is reducing manufacturing costs and the size of consumer packaging – leading to less waste.
- In Senegal, our animal feed team has developed a new formulation of rice and wheat bran to increase nutrition values, while also reducing costs.
- At **ofi**'s new innovation centre in Chicago, USA, our R&D teams are upcycling the pulp and skin of the coffee cherry to develop new cascara products for beverage, bakery, and confectionery applications.

Intangible capital

Defined as: Intangible capital: The trust in our brand and our reputation which helps establish stakeholder partnerships.

What we do, and how we do it, is central to our business, our licence to operate and our brand and reputation. For 33 years, we have understood the importance of trust to building and maintaining our brand and reputation with our stakeholders.

Since we announced our transformational Re-organisation, each of operating groups have forged their own distinct brand and positioning that supports their respective strategies, reflects their business focus and value proposition, and differentiates them from competitors in the marketplace.

While each business is carving their own respective path, they are able to leverage Olam's strong brand and reputation and retain elements of the DNA that has driven our success including an entrepreneurial spirit, integrity, mutual respect, and sustainability leadership. As they each forge their own independent futures, building long-term partnerships with stakeholders will continue to be critical.

While the Olam Group retains the Olam identity, the roll-out of distinct brand and positioning for **ofi** and Olam Agri during 2021 and 2022 has enabled both these businesses to convey their differentiated value propositions, support engagement with their employees, and effectively position them with their stakeholders. Similarly, Olam Ventures and Olam Technology & Business Services have also adopted new brands to support their specific market focus and strategies for growth.

Olam Ventures has rebranded to Nupo Ventures. Nupo is two Latin words combined - Nutrio and Potentia - meaning "nourish potential", which reflects its focus and ambition to be an incubation studio for pioneering business ventures that drive sustainable change for people, communities and the planet.

Olam Technology & Business Services has been rebranded as Mindsprint. With a purpose to reimagine business with talent, technology, and insight-driven services, the new brand supports its aim to differentiate itself amongst IT services organisations as a business that aims to drive innovative outcomes for its customers, pioneer tech-enabled transformation and offer precise targeted solutions.

We are grateful for the support from employees, customers, investors, farmers, partners, civil society and communities, which has been fundamental to our success. In November 2022, we hosted a Gala Event in Singapore for customers, suppliers, partners and employees who have been fundamental to our continued success and to mark the creation of our distinct operating groups which are charting their own future growth with clear and differentiated strategies.

Building trust with our stakeholders is foundational to our success. We continue to strive to have open and constructive dialogue, and to collaborate, through our day-to-day business interactions, through our direct engagement and partnerships, as well as through our active participation in industry and sector initiatives including: co-Chair of Champions 12.3 on food loss and waste; co-Chair of the Business Commission to Tackle Inequality; the Agribusiness Task Force (part of the Sustainable Markets Initiative); founding member of the Sustainable Rice Platform (SRP); the Cocoa & Forests Initiative; the Steering Committee for the IDH Living Income Roadmap; and The Workforce Nutrition Alliance.

We also engage through sustainability benchmarks and are pleased that our efforts and progress continue to be recognised:

- World Benchmark Alliance, Food and Agricultural Benchmark 2022 – 22nd out of 350 companies
- Global Child Forum's Corporate Sector and Children's Rights Benchmark 2022 – leader ranking
- SPOTT Timber & Pulp rankings 2022 – 4th out of 100 companies
- SPOTT Sustainable Palm Oil rankings 2022 – 20th out of 100 companies

It's not raw material, it's raw potential

When **ofi** was created in early 2020, it required a new corporate brand positioning, one that clearly defined the company as an innovative ingredients and solutions business. It needed to carry the differentiated customer value proposition of offering sustainable, natural, value-added food products and ingredients.

Once the brand identity was in place, the team developed a launch campaign to communicate transformation and potential: "We don't see what's in front of us, we see what it can become" – and then how **ofi** can **make it real**. The launch line, 'It's not raw material, it's raw potential', communicates **ofi**'s dedication to innovation and its structure is designed to spotlight specific customer benefits as the campaign unfolds, e.g. 'It's not coffee, it's a community' which brings to life the sustainability impact that **ofi** can co-create with customers, farmers, and other partners, on the ground.

The global multimedia campaign with brand film, advertising in the ingredients trade media, and customer-targeted social media campaign, exceeded its reach objectives. Results* included:

- 12 million impressions, 72% higher than plan
- 2.1 million views of the brand film online
- 12,000 new followers to the new **ofi** LinkedIn page.

The campaign won the bronze award in the "Best Brand Initiative" category at the 2022 B2B Marketing Awards.

* (From October 21, 2021 – February 28, 2022)

Achieving a true picture of performance and sustainability through Multi-Capital Accounting

How companies use and preserve natural resources affects how they are perceived in the face of environmental and social issues, access to capital, and long-term value creation.

In 2017, in our first Integrated Annual Report, we began reporting against the six non-financial Capitals to help demonstrate how they contribute to the creation of long-term value for Olam as well as create value for our stakeholders. During 2018, Rishi Kalra, ED & GCFO, **ofi**, formed a Task Force (a cross functional team) to evaluate our approach to Multi-Capital Accounting. In the same year, we piloted the initial Integrated Impact Statement (IIS) tool for three of our business units – dairy (Russia), cocoa (Côte d'Ivoire) and palm (Gabon), covering Natural, Social and Human Capital. In 2019, Olam created a dedicated 'Finance for Sustainability' (F4S) department to further develop the Multi-Capital Accounting methodologies, act as a centre of excellence, and to help embed capitals accounting within the organisation. Since 2019 we have been publishing our progress on IIS within Olam and establishing a numerical link to sustainability.

The IIS helps us to assess the long-term sustainability of our operations and specifically these capitals which Olam relies on to generate future financial returns. t is based on our framework which consists of three steps: Scoping; Impact valuation; and Risk and opportunity statement (see diagram below).

There is an ever-decreasing stock of Natural Capital and an imbalance of increasing demand. Conventional financial statements only address organisation's financial position, however our Integrated Impact Statement[1] includes a Natural Capital[2] Profit & Loss statement, a Balance Sheet and a Risk and Opportunity Statement.

Natural Capital Profit & Loss statement

The Natural Capital Profit & Loss statement reports performance including positive and negative impacts of our operations. Like a conventional Profit & Loss statement, it shows i) Enhancements (Revenue) and ii) Deteriorations (Expenses).

The 'Enhancements' section focus on the key activities undertaken by Olam that lead to a positive impact on Natural Capital or Natural Capital contributions to business; and 'Deteriorations' focuses on the negative externalities arising from our operations. Enhancements and Deteriorations are calculated by applying the best available methodologies for environmental footprints.

Natural Capital balance sheet

The Balance Sheet[4] accounts for the Natural Capital dependencies of the organisation and its value chain on the stock of assets. Like the conventional Balance Sheet, it includes Assets and Liabilities. However, unlike a traditional Balance Sheet, it is a forward-looking statement and involves looking at asset values in the future.

The 'Assets' section focuses on assessing and quantifying potential future Natural Capital assets on which our operations are dependent; and 'Liabilities' addresses spend or investments that we should continue, with the aim of avoiding negative externalities.

Natural Capital - Integrated Impact Statement

1. **Scoping**
2. **Impact valuation**
(Annual impact valuation for Profit & Loss, and Accumulated impact valuation for Balance Sheet)
A. Materiality assessment
B. Impact and dependency pathway assessment
C. Data collection
D. Valuation
3. **Risk and opportunity statement**

1. We took inspiration from The British Standards Institution's Natural Capital Accounting for Organizations Standard (BS 8632:2021)
2. Multi-Capitals include Financial, Natural, Human, Social, Manufactured, and Intellectual Capitals
3. Based on BS 8632
4. Modified from BS 8632

Social Capital Accounting: Valuing the impact of agriculture-related social interventions for farmers using the Social Return on Investment (SROI) framework

Social Capital Valuation: What does it value and why should we focus on it?

What it means for a business to 'create value' is changing. It is no longer enough to consider Financial Capital alone. Investors now expect to see a company's impact on society reflected in its overall performance. However, due to the limitations of conventional accounting practices, this is not always the case and, as a result, does not reflect the true value created by the company. One solution to the problem is implementing a Social Capital Valuation.

This approach is beneficial for several reasons. Firstly, it means we can demonstrate to our customers in a more granular and verifiable way how each dollar they invest in sustainability programmes with us is positively impacting farmers and communities in their supply chain. It also helps to build trust with stakeholders, who can see that we are taking action to deliver social value.

We carried out a Social Capital Valuation focused on the livelihood interventions provided by our Indonesian operations to cocoa farmers in Indonesia.

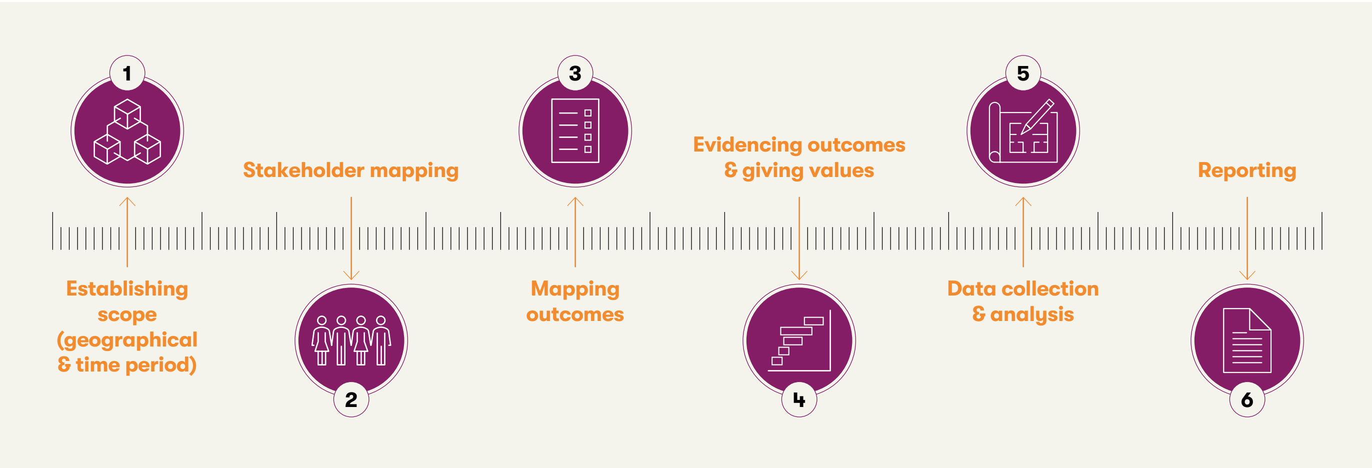
We evaluated the following interventions, specifically how they helped farmers increase their yields and, therefore, incomes through tailored support to adopt sustainable farming practices:

- **GAP training** - Good Agriculture Practices (GAP) are guidelines for farming cocoa more sustainably and ensuring the quality is safe for consumption.[1] GAP is delivered via group sessions based on fixed training modules.
- **Coaching** - One-on-one sessions for farmers to help them find solutions to their specific agricultural issues, delivered by staff in the field.
- **Demonstration plots** - Demonstration plots are key to training and encouraging farmers to adopt GAP and use recommended agri-inputs throughout the year. These are plots where farmers can experiment and test new agricultural practices, with visual aids to help them understand the changes created.
- **Nurseries support** - Farmers run nurseries that are supported by **ofi**. These nurseries act as a bridge for farmers to access planting material and seedlings locally. The development of nurseries is based on farmers' need for seedlings with superior clones, mainly intended for replanting. Also, nursery owners are provided support on entrepreneurship and management, enabling them to run the nursery independently.

In 2021, about 11,000 cocoa farmers in **ofi**'s managed sustainability programmes in Indonesia completed the GAP training. In 2021, the average annual increase in yield compared to conventional farmer[2] is estimated to be 400 kilogrammes per ha. This was following the GAP training, coaching, and use of demonstration plots, which potentially equated to an annual increase of farmer income of approximately US$1,040 per farmer.[3] This additional income can support farmers in various ways, including helping them save for unexpected costs or cover labour fees.

The insights gained from the Social Capital Valuation are critical for refining **ofi**'s on-the-ground approaches to how **ofi** in partnership with our stakeholders, can help farmers augment their livelihoods.

1. Training topics covered are Farm maintenance, Pests and disease management, Rehabilitation and rejuvenation, Harvest and post-harvest handling and Fertiliser application and nutrient management.
2. Farmers not in our managed sustainability programmes.
3. Considering US$2,614 as the average cost per tonne of cocoa beans in Indonesia.



Valuation Framework applied

The impact of our interventions implemented by **ofi** Indonesia on the community was assessed through a social value creation approach framework – Social Returns on Investment (SROI).[1]

SROI = Net Return ($) / Total Investments ($)

= Total Outcome ($) – Total Investments ($)] / Total Investments ($)

Where:[2]

Total Outcome ($) = Quantity x Proxy financial value x (1 – deadweight percent) x (1 – displacement percent) x (1 – attribution percent) x (1 – drop-off percent)

Approach for the valuation

The scope of this valuation covered four interventions for selected cocoa farmers in Indonesia and the change was valued for a period of one year (2021). Understanding the value created by these interventions does not only depend on reviewing the data collected but also based on our interactions with local stakeholders. **ofi**'s field and local teams led out of our Indonesian subsidiaries with local operations were regularly in touch with the farmers and communities to understand how we are contributing to positive social change.

Once we finalised the material outcome indicators and collected the data to show changes on the ground, we valued these indicators using the most comparable financial value, known as financial proxy. The financial proxies were identified through secondary research, existing data, or discussions with farmers and communities. The valuation process involved analysing each material outcome indicator while considering four key factors – deadweight, displacement, drop-off, and attribution.[3]

The mapping on page 123 co-developed by internal teams, helps visualise how the interventions use resources to deliver activities that lead to outcomes. The relationship between inputs, outputs, and outcomes is called the 'theory of change'.

SROI result

The SROI valuation for the year 2021 indicated that for every dollar invested, a total of approximately four dollars' worth of social value was achieved. Therefore, an SROI ratio of 4:1.

These social return results would not have been possible without the support of various stakeholders (both monetary and non-monetary), including **ofi**'s customers, participating farmers, national government bodies, and **ofi**'s local Indonesian operations and field staff. Together, we have delivered a systemic approach to Social Capital enhancement.

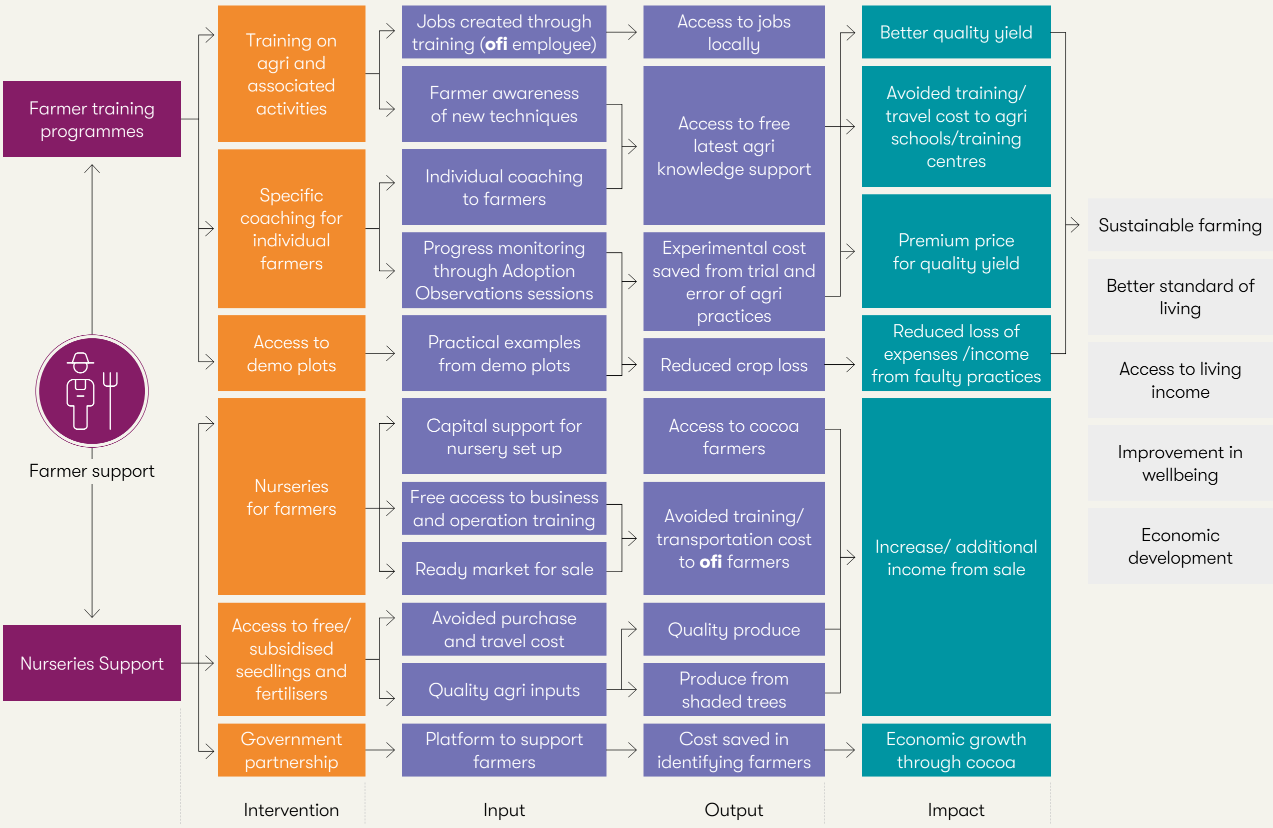
In Table 1 we have tried to display the social returns in a Profit & Loss (P&L) Statement format. Line items under Social Capital Enhancements and Deteriorations are calculated by applying valuation proxies (i.e. monetisation factors) to the social outcomes. Please refer Table 2 Notes to valuation approach on page 124 for more details.

Table 1 Integrated Impact Statement P&L for selected social interventions in Indonesia

Impact Valuation (added/deducted) for the financial year ended 31 December 2021	2021 (US$)
a. Social Capital Enhancement (+ impacts)	15,064,291
GAP training, Coaching & Demonstration plots	14,886,940
Nurseries support	177,351
b. Social Capital Deteriorations (- impacts)	–
Social Capital Profit/(Loss) (a-b)	15,064,291

1. SROI Guide: https://www.socialvalueint.org/guide-to-sroi
2. Attribution percent is not considered as the results are attributed to all stakeholders who have partnered on the select interventions, enabling a systemic approach towards social capital enhancement. Impact is generated collaboratively and collectively by all stakeholders that have contributed monetarily/non-monetarily. Drop-off is not relevant as the assessment is done for a period of one year and it has already been considered in the SROI calculation as part of farmers' income.
3. Four criteria are considered for determining impact:
   a. Deadweight: Estimation of the value that would have been created without the interventions
   b. Displacement: Assessment of how much of the activity displaced other outcomes
   c. Attribution: Assessment of how much the outcome was due to a contribution
   d. Drop-off: Estimation of the proportion of outcomes not sustained.

Impact map for Indonesia cocoa - farmer support



The assessment helps gauge how much, when, and where social value is created and supports business decisions that enhance the long-term impact. The SROI approach and calculations were externally reviewed by a third party.

Combing key learnings with knowledge sharing through partnerships with our key stakeholders will improve access to data which could help us tailor interventions to specific needs. Information and activities such as:

1. To capture learning outcomes from the training for each farmer to better understand what has worked well for them.
2. The nursery setup provided the farmers and the community with proximity to quality seedlings. We need to closely track the planting and growth of these seedlings to optimise budgeting.
3. To explore how to create more specific links between demonstration plot learnings and the farmers' adoption of new agriculture practices.
4. We specifically crafted the GAP training programme based on the issues of Indonesian cocoa farmers. It is modeled on the Cocoa National Curriculum, published by the Ministry of Agriculture of the Government of Indonesia. The programme also benefited from government initiatives, for example, pest management training and subsidised fertilisers. The project is aligned with the government's objectives and outlook for cocoa farming. However, the GAP training programme was executed as part of a fixed curriculum from 2018-19, but it could be customised further, i.e., incorporating digital solutions and training on climate resilience.
5. To track the additional income and benefits to farmers from the plantation of shade trees, enabling more holistic assessment.
6. To record the estimated time farmers invested in training to help monitor for further evaluation.

Future considerations:

We believe the findings will help improve investment decisions and future outcomes. Some level of judgement is applied while assigning proxy values in such social impact valuation studies. SROI calculation does not assess the impact of climate change to the outcomes identified. Since outputs and outcomes are valued at a level of stakeholder engagement, it is difficult to capture all aspects and arrive at holistic results. We will consider the learning from this pilot in future assessments and continue to make a case for social investments to deliver maximum social value on the ground.

Notes to valuation approach

Stakeholder	Outcome indicator name	Financial Proxy
Farmers Direct beneficiaries of the training and coaching programme. The key objective is to enhance their livelihoods.	Learning better agriculture practices	Average training cost saved per farmer
	Personalised support and hand-holding assistance	Average farmer coaching and assistance support
	Increased income associated with training (including premium on good quality produce)	Average annual increase in yield per farmer and cocoa beans price
	Reduced crop damage costs	Average reduction of crop loss (per kg per farmer)
	Commuting cost saved for obtaining similar trainings	Opportunity cost avoided to commute for similar support/trainings (annual average)
	Access to fertilisers	Average fertiliser cost saved
	Additional income from sale of produce from shaded trees	Income gained as a result of sale of fruits
	Access to seedlings and planting material	Average sapling/seeding and plant material cost saved
	Transportation cost saved for procuring Agri products	Average cost of transportation to procure seedlings and fertiliser
	Access to practical examples of success of implementing new practices (demo plot)	Average investment if demo plots/ sections were to be done individually
Nursery Owners Manage nursery and provide seedlings and Agri-material resources to farmers.	Access to funding to set up the nursery	Cost for setting up nurseries
	Access to fertilisers	Average fertiliser cost saved
	Income through sale of produce	Average income per year from sale
	Operational & Marketing support and Training on business management and networking for collaboration	Cost saved in developing market linkages with farmers by employing third parties
Government Provide subsidy for Agri products distributed to farmers.	Access to structured systems to support farmers (distribution of Agri resources and subsidy) thus potential operational cost saved	Cost of subcontracting services
Trainers[1] Responsible for implementing and managing the project.	Access to employment opportunity locally (along with new professional skills learnt)	Average migration cost avoided (travel and housing cost for three months)

1. We have accounted for trainers trained in 2019 and they were part of the managed sustainability programme in 2021 (during COVID-19 till early 2022 staff was not sent for training).

Natural Capital Accounting: Assessing reductions in Natural Capital externalities costs and learning for further improvement

By applying the Natural Capital Valuation techniques, we brought the advantages of accounting by quantifying our impacts and dependencies on nature in select cocoa operations. This helped us examine the broader externalities cost to evaluate potential risks and protect landscapes through nature-positive investments.

Agricultural production depends on Natural Capital stocks such as fertile soil, available water, and natural pollinator populations to produce yields that allow farmers to earn a living. However, it also imposes a substantial cost on nature in the form of Greenhouse Gas (GHG) emissions, depletion of ground and surface water, and loss of natural ecosystem services critical to agricultural production.

A: Agriculture: Efficient use of agricultural inputs, land, and residues can lead to reduction in social cost of carbon

Cocoa is a tropical crop grown by millions of smallholders in a narrow band around the equator. Deforestation has long been a major issue as some farmers encroach into forests to grow more crops, usually driven by poverty. Not only does this impact biodiversity, but it contributes to climate change, which in turn hampers the production crops.

In this case study, we evaluated ten cocoa Farmer Groups (FGs)[1] from five countries on GHG-related Natural Capital Costs (NCCs). These costs are associated with four key sources of GHG-emissions: Land Use Change (LUC), Management of crop residues, Planting of seedlings and trees, and use of fertiliser. In addition, we assessed potential NCCs avoided through carbon sequestration efforts.[2]

Findings

1. Land Use Change (LUC) and management of crop residues were by far the largest contributors to GHG NCCs overall for the ten FGs in 2021, accounting for 85% and 12%, respectively of a total US$17.7 million per year in GHG NCCs.
2. Overall, GHG NCCs from the management of crop residue reduced significantly by 9%, an encouraging improvement given the total volumes of cocoa beans procured increased by 7%.
3. Five out of ten Farmer Groups saw a reduction in the fertiliser use-related GHG NCCs per tonne of cocoa beans. **ofi**'s local teams provides training to farmers to change farming practices to reduce chemical fertiliser application as part of our sustainability programmes. We observed the intensity (footprint) results are impacted by the yield if the input data e.g., the amount of fertiliser used by the FG does not change then if the yield is higher the intensity (footprint) is lower.
4. Eight out of ten Farmer Groups saw a reduction in the LUC-related[1] GHG NCCs per tonne of cocoa beans. Overall, we observed lower deforestation and an increase in 2021 yield that led to reduction in GHG NCCs from LUC per tonne of cocoa beans. After achieving 100% deforestation monitoring in our direct[2] cocoa supply chain in 2020, we went a step further by polygon mapping our sustainability programmes.

1. From each of these ten selected FGs we purchase more than 75% of their total production volumes. Out of the 10 selected FGs, six are from Côte d'Ivoire and the other four are from Ghana, Ecuador, Papua New Guinea and Indonesia.
2. Soil carbon stock and above ground carbon stock (trees).

5. It was encouraging to see that all FGs sequester carbon, both above and below ground, through the planting of shade trees. The change in the sequestration NC benefits per tonne of cocoa beans over the two years is dependent on the yield.

Overall, investing in training farmers on Good Agriculture Practices and agroforestry helps **ofi** to manage its GHG NCCs. The deep dive into each FG's NCCs allows the cocoa business and its customers to prioritise where additional investments are required to further reduce the impact on nature.

B. Processing: Understanding the hidden cost of water use for enhancing water stewardship in operations

We studied the Total Economic Value (TEV) of water consumption across ten cocoa processing facilities located in eight countries. The results showed that processing facilities have different hidden costs based on the water basin they are operating within. We applied a global value to GHG emissions because of its global nature, but for water we needed to apply context-specific values because each water basin is different.

The TEV framework attempts to capture the benefits that water provides, in addition to the private benefit enjoyed directly by water consumers. The method estimates the use value of four different 'services' provided by water, namely water's value for agriculture, domestic supply, human health impact from reduced water availability and environmental services (ecosystem impact such as biodiversity loss).

Table 2 Integrated Impact Statement - P&L for ten selected Farmer Groups showing GHG NCCs only

Impact Valuation (added/deducted) for the financial years ended 31 December 2020 & 2021	2020 (US$)	2021 (US$)
Natural Capital Enhancement (+ impacts)		
GHG sequestration (on-farm agroforestry)	696,143	642,692
Natural Capital Deteriorations (- impacts)		
GHG emissions – LUC	(15,041,808)	(15,125,497)
GHG emissions – Management of crop residues	(2,357,184)	(2,152,865)
GHG emissions – Planting of seedlings and trees	(554,207)	(623,250)
GHG emissions – Use of fertiliser	(439,994)	(494,823)
Natural Capital Profit/(Loss)	**(17,697,050)**	**(17,753,743)**

1. Arising from annualised historical LUC (i.e., conversion of forest to production), apportioned equally over the 20 years. Historical LUC is based on Global Forest Watch (GFW).
2. Direct cocoa supply chain means buying cocoa from a farm, Farmer Group, or cooperative.

Findings

1. In 2021, in our Indonesian cocoa processing facility 0.97 m^3 of water consumption led to USD1 hidden water use-related NCCs, however in the Mannheim, Germany, facility 0.20 m^3 of water consumption led to USD1 of hidden water use-related NCCs. This is mainly driven by a significantly higher shadow price of water in Germany due to higher industrial water tariffs.
2. Eight out of ten facilities showed reduction in water use related NCCs mainly due to reduction in absolute water consumption, an encouraging improvement given the finished processed volume increased.
3. A regionalised assessment shows that the wider ecosystem and human health impacts of water consumption vary greatly as a function of location.
4. The analysis shows the importance of considering and maintaining the wider ecosystem from which water is drawn and supports the delivery of **ofi**'s aim of regenerating the living world and a net-positive living landscape approach.

Table 3 Integrated Impact Statement - P&L for ten selected processing facilities showing Water-Use NCCs only

Impact Valuation (added/deducted) for the financial years ended 31 December 2020 & 2021	2020 (US$)	2021 (US$)
Natural Capital Enhancement (+ impacts)		
Wastewater treated[1]		
Natural Capital Deteriorations (- impacts)		
Water consumption – groundwater including well and borehole	1,912,148	1,824,119
Water consumption – municipal supply		
Water consumption – surface water supply (dam/river/stream)		
Water consumption – tanker trucks		
Natural Capital Profit/(Loss) NET IMPACT	**(1,912,148)**	**(1,824,119)**

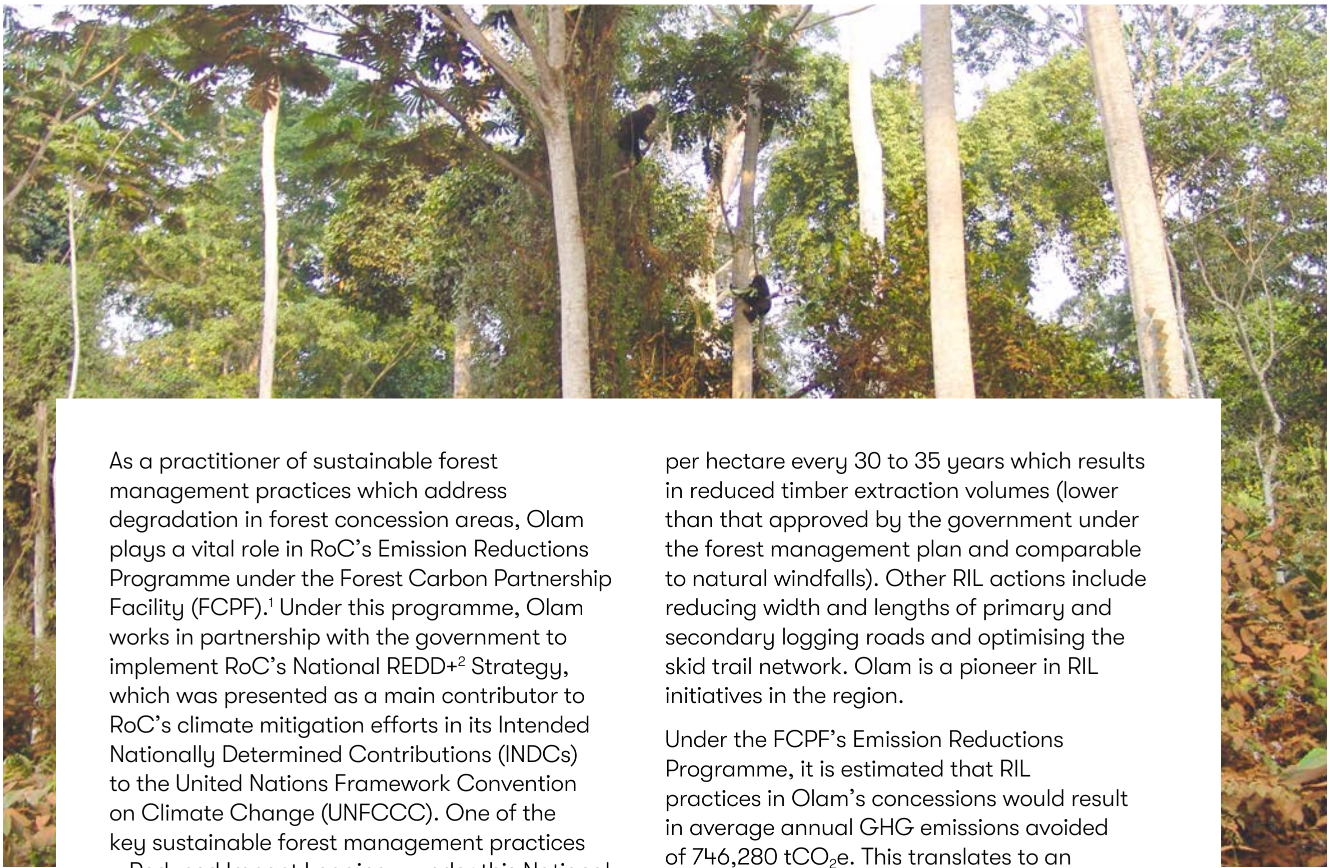
Natural Capital Valuation assumptions and notes

Carbon emissions: We applied a Societal Cost of Carbon[2] (SCC) priced at US$90 per tCO_2e to incorporate the full global hidden costs to society of climate change impacts due to GHG emissions.

Water use: The method used to value water consumption is based on the GIZ, NCD and VfU Shadow Price Method.[3]
Water stress[4] and population size within a 50-kilometre (km) radius are the two independent variables used.[321]

1. Wastewater is treated as per local regulatory requirements, and we are internally reviewing the impact valuation methodology. Currently, we base our calculations on water withdrawal from the stated sources.
2. We have used the mid-point of SCC recommended by Massachusetts Institute of Technology (Pindyck, R S. 2019, The social cost of carbon revisited).
3. GIZ, NCD, VfU (2015) Integrating Water Stress into Corporate Bond Credit Analysis (Online at: https://naturalcapital.finance/wp-content/uploads/2018/11/INTEGRATING-WATER-STRESS-REPORT_FINAL.pdf).
4. Basin-specific Baseline Water Stress scores are extracted from WRI Aqueduct Database based on facility locations.

Natural Capital Assessment and Valuation: Case study from forest concessions in the Republic of the Congo (RoC)



As a practitioner of sustainable forest management practices which address degradation in forest concession areas, Olam plays a vital role in RoC's Emission Reductions Programme under the Forest Carbon Partnership Facility (FCPF).[1] Under this programme, Olam works in partnership with the government to implement RoC's National REDD+[2] Strategy, which was presented as a main contributor to RoC's climate mitigation efforts in its Intended Nationally Determined Contributions (INDCs) to the United Nations Framework Convention on Climate Change (UNFCCC). One of the key sustainable forest management practices – Reduced Impact Logging – under this National REDD+ Strategy which Olam is a part.

Olam is committed to sustainable and responsible forestry while contributing to the development of the economy and enhancing living conditions for people living in and around our concessions. Around 1.8 million ha of forest concessions managed by Olam are FSC® certified.

A quarter of the area of our certified concessions is permanently protected from forest operations, reserved for the communities, and designated as protected areas. In the harvestable areas, we're committed to strictly apply RIL techniques and harvest at levels significantly below those permitted by national regulations. This approach is based on a selective harvesting model defined by the natural regeneration capacity of the forest. This means that we cut approximately one tree per hectare every 30 to 35 years which results in reduced timber extraction volumes (lower than that approved by the government under the forest management plan and comparable to natural windfalls). Other RIL actions include reducing width and lengths of primary and secondary logging roads and optimising the skid trail network. Olam is a pioneer in RIL initiatives in the region.

Under the FCPF's Emission Reductions Programme, it is estimated that RIL practices in Olam's concessions would result in average annual GHG emissions avoided of 746,280 tCO_2e. This translates to an estimated avoided social cost of carbon emissions of US$67 million annually.

1.8 m ha

of forest concessions managed by Olam are FSC® certified

Average annual GHG emissions avoided

746,280 tCO_2e

Estimated avoided social cost of carbon emissions of

US$67 m

annually

1. FCPF is a global partnership focused on reducing emissions from deforestation and forest degradation, forest carbon stock conservation, sustainable management of forests and enhancement of forest carbon stocks (REDD+). The World Bank is now providing funding to the Republic of Congo for the full development of the programme proposal, and once implemented and the emission reductions or removals verified, this programme will generate carbon credits. For more details, please refer to https://www.forestcarbonpartnership.org/country/congo-republic.
2. REDD+ is defined as "reducing emissions from deforestation and forest degradation in developing countries, and the role of conservation, sustainable management of forests and enhancement of forest carbon stocks". It is a climate change mitigation approach developed by Parties to the United Nations Framework Convention on Climate Change (UNFCCC), designed to incentivise developing countries to reduce carbon emissions from deforestation and forest degradation. About REDD+ | UNREDD Programme (un-redd.org).

Natural Capital Impact Valuation of changes in water pollution and GHG emissions following fertiliser training in Thailand and Vietnam

Recognising the potential impacts of fertiliser use on freshwater pollution because of potential eutrophication and GHG emissions, Olam provides training to farmers with the objective of changing farming practices to reduce synthetic fertiliser application as part of the Sustainable Rice Platform-registered training programme. In 2022, Olam trained about 9,000 farmers in Thailand and 10,000 farmers in Vietnam.

Olam has estimated the Natural Capital impact of changes in fertiliser use by comparing the fertiliser use for farmers in Thailand that have received up to four years of training as of 2022 to those that have mostly received one year of training as of 2019. In Vietnam, fertiliser use for farmers that have received up to three years of training as of 2022 have been compared to those that have not received training as of 2018. For both Thailand and Vietnam, the comparison between the current year (2022) and baseline years shows the fertiliser use reduction after up to three additional years of training.

Per tonne of rice, the annual societal costs of water pollution and GHG emissions were estimated to be reduced by 32% and 38% respectively in Thailand, and by 9% and 8% respectively in Vietnam.

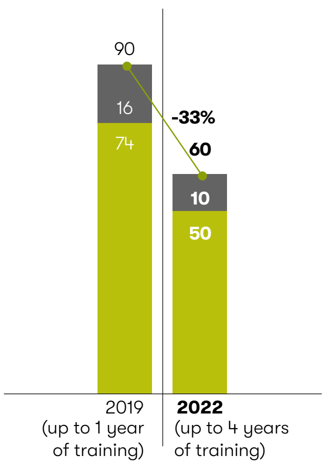
The more significant reduction in fertiliser use in Thailand compared to Vietnam could be attributed to the more comprehensive fertiliser training programme rolled out in Thailand.
In both countries, farmers were trained on timely applications of fertilisers and at optimum rates based on calendarised crop cycles.
In addition to this practice, farmers in Thailand were trained on methods to create customised fertiliser formulations with specific proportions of nitrogen (N), phosphorus (P) and potassium (K) nutrients based on the needs of the crops and soil sample results, instead of pre-blended fertilisers typically used by farmers. This method of targeted fertilisation resulted in a reduction of about 40% in the amount of N and 21% in amount of P applied in Thailand. In contrast, the amounts of N and P applied in Vietnam were reduced congruently by about 9% due to the continued use of pre-blended fertilisers.

Over

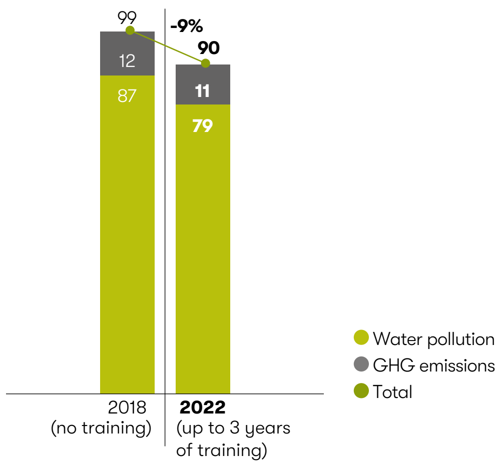
19,000

farmers in Thailand and Vietnam trained

Rice Thailand: Estimated Natural Capital impact of water pollution and GHG emissions associated with synthetic fertiliser use per tonne of rice (US$/tonne)



Rice Vietnam: Estimated Natural Capital impact of water pollution and GHG emissions associated with synthetic fertiliser use per tonne of rice (US$/tonne)



For the approximately 8,400 farmers trained in northeast Thailand, it is estimated that annual fertiliser leakage into water decreased by about 400 tonnes and associated annual GHG emissions decreased by about 7,600 tCO_2e in 2022. This is estimated as a decrease in Natural Capital impact of approximately US$3.2 million in 2022. As Olam purchases only about 0.5% of the rice produced in these farms, the decrease in Natural Capital impact attributable to Olam's purchased volumes of rice is about US$17,000.

By projecting the data obtained from northeast Thailand to the approximately 700 farmers trained in central Thailand, from which Olam purchases all the rice produced, it is estimated that the potential decrease in Natural Capital impact is approximately US$500,000.

For the approximately 10,000 farmers trained in Vietnam, it is estimated that annual fertiliser leakage into water decreased by about 200 tonnes and associated annual GHG emissions decreased by about 2,000 tCO_2e. This is estimated as a decrease in Natural Capital impact of approximately US$1.5 million in 2022. As Olam purchases only about 0.8% of the rice produced in these farms, the decrease in Natural Capital impact attributable to Olam's purchased volumes of rice is about US$10,000.

Olam plans to scale up the fertiliser training programme to 30,000 farmers and 15,000 farmers by year 2026 in Thailand and Vietnam respectively.

Natural Capital Valuation assumptions and notes

Carbon emissions: We have applied a Social Cost of Carbon (SCC) of US$90 per tCO_2e[1] to value the costs to society of climate change impacts due to GHG emissions, measured by a global GDP reduction.

Water pollution: Olam has applied the environmental prices[2] of nitrogen (N) and phosphorus (P) emissions to water from fertiliser use. There is a limitation in the use of European values in the context of Thailand and Vietnam as damage costs of environmental pollution can vary widely according to local circumstances. Olam will continue to update its water pollution methodology as more appropriate valuation data become available. The leakage rates (leaching and runoff) of N and P from fertilisers are assumed to be 24%[2] and 40%[3] respectively.

Rice Thailand

Estimated Natural Capital impact of water pollution and GHG emissions associated with synthetic fertiliser use per tonne of rice (US$/tonne)

-33%

Rice Vietnam

Estimated Natural Capital impact of water pollution and GHG emissions associated with synthetic fertiliser use per tonne of rice (US$/tonne)

-9%

1. We have used the mid-point of SCC recommended by Massachusetts Institute of Technology (Pindyck, R S. 2019, The social cost of carbon revisited).
2. Environmental prices from CE Delft Environmental Prices Handbook EU28 Version (2015), corrected for inflation and purchase power parity.
3. Johnston, A.E. & T.L. Roberts (2015), "Phosphorus Use Efficiency and Management in Agriculture", Resources, Conservation and Recycling, Volume 105, Part B, December 2015, Pages 275-281.

Social Capital Assessment and Valuation: Estimated increases in crop yield seen following farmer training in Good Agricultural Practices (GAP)

Olam provides cotton farmers with GAP training, which aims to enhance their incomes through changes in yield and resilience through the adoption of sustainable farming practices. The GAP training consists of 12 modules, including land preparation, farm mechanisation, weed management, soil and moisture conservation, integrated nutrient management (synthetic fertilisers, organic manure and crop rotation), integrated pest and disease management, canopy management, decent work practices, and fibre quality (harvest and storage).

Olam strives to train all cotton farmers in our supply chain annually. In 2021, out of 19,951 registered farmers in SECO, only 10,304 cotton farmers completed the training.[A] The average cotton yield of these farmers was about 25% higher when compared to the previous year. Approximately 15% to 20% of the crop yield increase is assumed to be attributable to the GAP training.[B] The increase in yield following the GAP training potentially led to an annual increase of farmer income of approximately US$200 to US$300 per farmer.[B,C,D]

Totalling up the estimated changes in yield seen between 2020 and 2021 across all registered farms with farmers that completed the training gives an annual value of approximately US$2 to US$3 million.

Farmer training valuation method: We have estimated the societal impact of completing the GAP training by multiplying the increase in cotton yield by the farmer's selling price of cotton.

Average cotton yield for trained farmers in 2021 is about

25%

higher, compared to 2020

Totalling an annual value of approximately

US$2 to US$3 m

1. Creating Markets in Côte d'Ivoire. International Finance Corporation; 2020.
2. WHO guide for standardization of economic evaluations of immunization programmes, 2nd edition. Geneva: World Health Organization; 2019.

Estimated financial cost savings for farmers due to Olam's provision of financing for farm equipment and cattle

In view of the limited access to financing for rural smallholder farmers[1], Olam provides cotton farmers with interest-free credits for farm equipment and cattle which are necessary for cotton farming.

In 2021, 7,457 cotton farmers were provided with credit for farm equipment and cattle amounting to approximately US$1.44 million. With these loans, 46,730 pieces of equipment and 420 cattle were purchased. Agricultural loans from microfinance providers in the region are estimated to charge about 16.8% of annual interest[F]. Olam does not charge interest on the loans made to farmers.

In total, farmers who accessed Olam's financing saved approximately US$242,000 in 2021 when compared to the estimated interest expenses they would have incurred from other lenders.

Farm financing valuation method: We have estimated the expenses associated with the market interest rates charged by other lenders over a 12-month period.

7,457

cotton farmers were provided with credit totalling US$1.44 million

US$242,000

saved by farmers who accessed Olam's financing

Estimated social value of positive health impacts in the local community due to Olam's infirmary

Cotton Made in Africa (CMiA) and Olam jointly funded the construction of an infirmary in the Ouangolo region which has been operating since 2018. Olam contributed to 30% of the construction costs. The day-to-day annual operating costs including medication and staff salaries are fully funded by Olam.

In 2021, 1,440 people were treated for various medical conditions, with malaria and respiratory illnesses being the most common. Based on the number of physicians in the infirmary, it is estimated that 370 disability-adjusted life years (DALYs)[G] were averted, translating to an indicative social impact of US$4.4 million.[H,I,j]

Infirmary valuation method: We have estimated the DALYs averted based on the marginal impact of an additional doctor. The estimated DALYs averted are valued based on the human capital approach which values lost time using an individual's gross earnings as set out by the World Health Organization.[2] Global GDP per capita has been used as a proxy for individual gross earnings.

1,440

people were treated for various medical conditions

US$4.4 m

social impact saving

Summary of notes and assumptions

A. Olam considers training to be complete when farmers from the registered farms attend at least 60% of the modules.

B. Deadweight[3] (the percentage of crop yield increase that would have happened even if Olam's GAP training had not taken place) is assumed to be 80-85%, to account for other factors that may affect crop yield such as weather conditions or other initiatives including optimal seed varieties, timely provision of quality inputs, soil testing and usage of dolomite to improve soil health, mechanisation, etc. As such, 15-20% of the crop yield increase is assumed to be attributable to GAP training.

C. A price of 300CFA (US$1.26) per kg of first-choice cotton is used for the 2020-2021 crop year. This price is set by the Ivory Coast government annually.[4]

D. The average farm area is 4.47 ha per farm.

E. This pilot analysis is not meant to imply a causal link between farmer training, yield change and farmer incomes; the values provided are to show indicative estimates of social value.

F. The average annual interest rate of 16.8% is based on values seen in the marketing literature for short- to medium-term agricultural credits from three microfinance providers in Côte d'Ivoire.

G. One DALY represents the loss of the equivalent of one year of full health.[5]

H. A value of approximately US$17,000 per DALY is used for the pilot analysis.

I. Deadweight, the percentage of DALYs averted that would have happened even if Olam's infirmary had not been provided, is assumed to be 30% to account for other factors that may contribute to recovery from medical conditions such as changes in behaviour and diet. As such, 70% of the DALYs averted is assumed to be attributable to Olam's infirmary. For a consistent methodology, the deadweight of 30% will be used year-on-year regardless of the actual conditions during the year.

J. Values should be used with caution given the uncertainty associated with the pilot approach taken. Further data collection and updates to the methodology are expected overtime as more appropriate valuation data and localised health information become available

Disclaimer: Olam's Multi-Capital analyses are not related to financial results or financial reporting. The analyses and insights are specific to the selected operations and are based on various methodologies and data to provide indicative monetary values of natural and social impact. They should not be used outside the context of our analyses. All underlying methodologies are based on well-established databases and frameworks. However, as they depend on third party expert studies, all values are indicative estimations and are provided as ballpark estimates to inform debate in relation to the management of natural and social capital impacts. Results from the Multi-Capital analyses may be readjusted according to further methodological refinements.

3. Deadweight concept from The Guide to Social Return on Investment.
4. Portail officiel du gouvernement de Côte d'Ivoire.
5. Definition from the World Health Organization.

Governance report

Contents

Governance at a glance

Olam's corporate governance framework is centred around compliance with Singapore's 2018 Code of Corporate Governance. The Board, supported by the Board Committees, works to ensure that the Group complies with all 13 Principles of the Code so that Olam continues to be governed purposefully as it strives to deliver sustainable growth for all stakeholders.

Our Board

Board Committee Membership – as at 17 March 2023

Board	Membership	Board Committees	Date of first appointment as Director
Lim Ah Doo	Chairman Independent Non-Executive	• Board Steering Committee (Chair) • Capital and Investment Committee (Chair) • Nomination and Remuneration Committee (Chair)	15 March 2022
Sunny George Verghese	Executive Co-Founder and Group CEO	• Board Steering Committee • Capital and Investment Committee • Corporate Responsibility and Sustainability Committee	26 August 2021
Nihal Vijaya Devadas Kaviratne CBE	Independent Non-Executive	• Audit Committee • Corporate Responsibility and Sustainability Committee (Chair)	15 March 2022
Yap Chee Keong	Independent Non-Executive	• Audit Committee (Chair) • Board Risk Committee • Nomination and Remuneration Committee	15 March 2022
Marie Elaine Teo	Independent Non-Executive	• Audit Committee • Board Risk Committee (Chair) • Corporate Responsibility and Sustainability Committee	15 March 2022
Hideyuki Hori	Non-Executive	• Board Risk Committee • Corporate Responsibility and Sustainability Committee • Nomination and Remuneration Committee	16 May 2022
Kazuo Ito	Non-Executive	• Audit Committee • Board Steering Committee • Capital and Investment Committee	15 March 2022
Nagi Adel Hamiyeh	Non-Executive	• Board Steering Committee • Capital and Investment Committee	15 March 2022
Ajai Puri (Dr)	Independent Non-Executive	• Audit Committee • Capital and Investment Committee • Corporate Responsibility and Sustainability Committee	15 March 2022
Joerg Wolfgang Wolle (Dr)	Independent Non-Executive	• Nomination and Remuneration Committee	15 March 2022

Our Committees

Nomination and Remuneration Committee

Oversees compensation policies, performance reviews, leadership and management development, director appointments and succession planning. In 2022, the NRC reviewed and recommended to the Board the appointment of a new Non-Executive Director following the resignation of a Non-Executive Director. The NRC was closely involved in the appointment of the Chair of the Board of **ofi** and the establishment of the world class **ofi** Board, one of the new operating groups carved out as part of the Re-organisation.

Board Risk Committee

Assists the Board in carrying out its responsibility for overseeing the Company's risk management framework and policies. Areas of focus during the year included continued monitoring of COVID-19 associated risks as well as the key risks arising from the Company's ongoing Re-organisation.

Audit Committee

Supports the Board in fulfilling its oversight responsibilities in statutory and other areas, namely, systems of accounting and financial controls, internal audit and internal controls, external audit engagement, independence, and integrity of the Group's financial statements and financial reporting process, legal and regulatory compliance, policies and procedures and interested person transactions.

Capital and Investment Committee

Reviews and recommends for approval of the Board the Group's investments and financing plans. It also monitors the Group's overall capital structure, gearing and net debt levels, budgets, and Annual Financing Plans. During the year, the CIC continued to provide oversight, advice and guidance on matters related to both the Company's Strategic Plan and Re-organisation.

Corporate Responsibility and Sustainability Committee

Oversees environmental, social and governance-related risks faced by the Group. Key areas of focus in 2022 included the COVID-19 pandemic, health and safety, Climate Change risk management assessment and monitoring of ongoing ESG strategy following the Re-organisation.

Special Committees

Board Steering Committee

Established in 2020 to oversee the implementation of the Group's Re-organisation Plan, the Committee reviewed and monitored key aspects of the Re-organisation exercise during the year including the proposed spin-off of **ofi** and its IPO, the sale of substantial minority stake in Olam Agri and the strategic options in relation to the remaining Olam group.

Special Project Committees

During the year, the Board formed a sub-committee and a selection panel to support the Board in providing focused attention and oversight on specific project and development.

Meet the Board

Lim Ah Doo (73)

Chairman, Non-Executive and Independent Director

Date of Appointment as Chairman:
15 March 2022

Date of last re-election:
25 April 2022

Academic and Professional Qualification:
- Degree (Honours) in Engineering, Queen Mary College, University of London, UK
- Master in Business Administration, Cranfield School of Management, UK

Present Directorship (Listed Company):
Director:
- GDS Holdings Ltd
- GP Industries Ltd
- Singapore Technologies Engineering Ltd

Principal Commitments:
Director:
- Singapore Technologies Telemedia Pte Ltd
- STT Communications Ltd
- STT Global Data Centres India Private Limited
- U Mobile Sdn Bhd

Other Principal Commitments including Directorships for the last 5 years (past):
- ARA Trust Management (Cache) Limited (formerly known as ARA-CWT Trust Management (Cache) Limited – trustee manager of Cache Logistics Trust)
- Olam International Limited
- SembCorp Marine Ltd
- Singapore Technologies Marine Ltd
- SM Investments Corporation
- Commissioner to the High-Level Commission on Carbon Pricing and Competitiveness by World Bank Group
- STT GDC Pte. Ltd.
- Virtus HoldCo Limited

Experience and Exposure:
Mr Lim Ah Doo brought with him over 40 years of broad and in-depth experience of the banking and commerce world. He was a senior banker with a distinguished career who led several landmark transactions during his banking days, top executive of a large major global leading resource-based group, and a director of several large-sized listed and private companies in and outside of Singapore. Mr Lim was formerly the President and subsequently the non-executive Vice Chairman of RGE Pte Ltd (formerly known as RGM International Pte Ltd). His past working experience includes an 18-year banking career in Morgan Grenfell from 1977 to 1995, during which he held several key positions including that of Chairman of Morgan Grenfell (Asia) Limited.

Sunny George Verghese (63)

Executive Director, Co-Founder and Group CEO

Date of Appointment as Director:
26 August 2021

Date of last re-election:
25 April 2022

Date of next re-election:
25 April 2023

Academic and Professional Qualification:
- Postgraduate Degree in Business Management, Indian Institute of Management, Ahmedabad, India
- Advanced Management Program, Harvard Business School, USA

Present Directorship (Listed Company):
- Nil

Principal Commitments:
- Champions 12.3 (Co-Chair)
- The Business Commission to tackle Inequality (BCTI) (Co-Chair)
- Policy Advisory Council for the Australian Centre for International Agricultural Research (ACIAR) (Member)
- Climate Impact Exchange (CIX) (Observer, CIX International Advisory Council)
- SMI Agribusiness task force (Member)
- World Business Council for Sustainable Development (WBCSD)'s Imperatives Advisory Board (Co-Chair)
- Human Capital Leadership Institute Pte Ltd (Chairman)
- JOil (S) Pte Ltd (Chairman)
- Singapore Management University Board of Trustee (Member)
- Caraway Pte. Ltd. (Director)
- **ofi** Group Limited (Director)
- Olam International Limited (Director)
- Olam Agri Holdings Pte. Ltd. (Chairman)

Other Principal Commitments including Directorships for the last 5 years (past):
- Chairman of World Business Council for Sustainable Development (WBCSD)
- Member of Emerging Stronger Task Force (EST), Government of Singapore

Experience and Exposure:
Mr Sunny Verghese has been the Co-Founder and Group CEO and Executive Director of Olam International Limited and now Olam Group Limited since 1995. He was with the Kewalram Chanrai Group (KC Group) and in 1989 was mandated to start the Company with a view to building an agricultural products business for the KC Group. Before joining the KC Group, he worked for Unilever in India. Mr Verghese previously chaired CitySpring Infrastructure Management Pte Ltd, a listed Business Trust in Singapore and was also a Commissioner of the Business & Sustainable Development Commission (BSDC). Mr Verghese has won several awards including 'Outstanding Chief Executive' at the Singapore Business Awards in 2007, 'Ernst & Young Entrepreneur of the Year' for Singapore in 2008 and 'Best CEO of the Year 2011' at the Singapore Corporate Awards. He was also awarded the Public Service Medal by the Government of the Republic of Singapore in 2010.

Nihal Vijaya Devadas Kaviratne CBE (79)

Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Academic and Professional Qualification:
- Bachelor of Arts, Economics (Honours), Bombay University, India
- Advanced Management Program, Harvard Business School, USA
- Advanced Executive Program, Kellogg School of Management, Northwestern University, USA

Present Directorship (Listed Company):
Director:
- StarHub Ltd

Principal Commitments:
- Caraway Pte. Ltd. (Chairman)
- Bain & Company (Senior Advisor for South East Asia)
- UK Government's Department for International Development (DFID) Private Sector Portfolio Advisory Committee (Member)
- McKinsey & Company, Inc. (Member of the Resilience Advisory Council)
- SATS Ltd., Singapore (Chairman of the Advisory Panel for Indonesia)
- Indian Pediatric Hematology Oncology Group (Member of the Advisory Board)

Other Principal Commitments including Directorships for the last 5 years (past):
- GlaxoSmithKline Pharmaceuticals Ltd
- Bain & Company, Indonesia
- DBS Group Holdings Ltd
- DBS Bank Ltd
- DBS Foundation Ltd
- Akzo Nobel India Limited
- Olam International Limited

Experience and Exposure:
Mr Nihal Kaviratne CBE's career with the Unilever Group spanned 40 years during which he held various senior level management positions in sales, marketing, brand and strategic planning and development, and as Chairman/CEO across Asia, Europe and Latin America. He retired from Unilever in 2005. Mr Kaviratne was cited in HM Queen Elizabeth II's 2004 New Year Honours List in the UK and has been made the Commander of the Order of the British Empire (CBE) for services to UK business interests and to sustainable development in Indonesia. He was one of "25 leaders at the forefront of change" chosen by Business Week in 2002 for the Stars of Asia Award. In its year end 2010 issue, Forbes India listed him as one of the "5 top names to have on your Board". He was awarded for driving "Business Excellence" at the World Business Conclave 2016 in Hong Kong. Mr Kaviratne brings with him extensive organisational, business, management, strategic planning and customer-based experience and knowledge.

Yap Chee Keong (62)

Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Date of next re-election:
25 April 2023

Academic and Professional Qualification:
- Bachelor of Accountancy, National University of Singapore
- Fellow, Institute of Singapore Chartered Accountants and Certified Public Accounts, Australia

Present Directorship (Listed Company):
Director:
- Sembcorp Marine Ltd (Deputy Chair)
- Sembcorp Industries Ltd
- Shangri-La Asia Limited

Principal Commitments:
Director:
- Singapore Life Holdings Pte. Ltd.
- Singapore Life Ltd
- Singlife Financial Pte. Ltd.
- Professional Investment Advisory Service Pte Ltd (Chairman)
- Ensign Infosecurity Pte Ltd
- MediaCorp Pte Ltd
- PIL Pte. Ltd.
- Pacific International Lines (Private) Limited
- PIL Marine Pte. Ltd.
- PIL Enterprises Pte. Ltd.
- The Assembly of Christians of Singapore Ltd

Other Principal Commitments including Directorships for the last 5 years (past):
- Maxeon Solar Technologies Ltd
- Certis CISCO Security Pte Ltd
- Citibank Singapore Ltd
- Malaysia Smelting Corporation Berhad
- Rahman Hydraulic Tin Sdn Bhd
- The Straits Trading Company Limited
- Olam International Limited
- Bayberry Limited

Experience and Exposure:
Mr Yap Chee Keong's career included being the Executive Director of The Straits Trading Company Limited and the Chief Financial Officer of Singapore Power Ltd. Mr Yap has also worked in various senior management roles in multinational and listed companies. He was a board member of the Accounting and Corporate Regulatory Authority and a member of the Public Accountants Oversight Committee, the MAS/SGX/ACRA Work Group to review the Guidebook for Audit Committees in Singapore and the MAS/SGX/ACRA/SID Review Panel to develop a Guide for Board Risk Committees in Singapore.

Marie Elaine Teo (56)

Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Date of next re-election:
25 April 2023

Academic and Professional Qualification:
- Bachelor of Arts (Honours) in Experimental Psychology, Oxford University, UK
- MBA, INSEAD

Present Directorship (Listed Company):
Director:
- G. K. Goh Holdings Limited
- Monde Nissin Corporation

Principal Commitments:
- Amiradou Pte Ltd (Director)
- ICHX Tech Pte Ltd (Director)
- Mapletree Investments Pte Ltd (Director)
- Tantallon Capital Advisors (Senior Advisor)
- The Teng Ensemble Ltd (Chairman)

Other Principal Commitments including Directorships for the last 5 years (past):
- Caregivers Alliance Ltd
- CIMB Group Holdings Berhad (Member, International Advisory Panel)
- Olam International Limited
- Mapletree Oakwood Holdings Pte. Ltd.

Experience and Exposure:
Ms Marie Elaine Teo brings investment experience across a broad range of industries and markets to bear in assessing opportunities and challenges in the future. She has over 20 years of investment experience, primarily with the Capital Group companies where she focused on Asian banks and global emerging markets, both as an analyst and an investment manager. Ms Teo was formerly the Chairman of Capital International Research, Inc. and Managing Director of Capital International Inc., Asia.

Key to board committee membership
- Audit Committee
- Board Risk Committee
- Board Steering Committee
- Capital and Investment Committee
- Corporate Responsibility and Sustainability Committee
- Nomination & Remuneration Committee
- Committee Chairman

Kazuo Ito (54)

Non-Executive Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Academic and Professional Qualification:
- BA Economics, Keio University, Japan
- BPSE, IMD Business School

Present Directorship (Listed Company):
- Nil

Principal Commitments:
- Mitsubishi Corporation (Division Chief Operating Officer, Global Fast Moving Consumer Goods Division, Food Industry Group)
- MC Agri Alliance Limited (Director)
- Princes Limited (Director)

Other Principal Commitments including Directorships for the last 5 years (past):
- Nosan Corporation
- Olam International Limited
- Princes Holding (Rotterdam) B.V.
- Princes Limited
- YSW Co. Ltd
- Princes Foods B.V.
- Princes Tuna (Mauritius) Limited

Experience and Exposure:
Mr Kazuo Ito is currently the Division Chief Operating Officer, Global Fast Moving Consumer Goods Division, Food Industry Group of Mitsubishi Corporation. He has been with Mitsubishi Corporation since 1991 and has held various managerial roles including secondment to Princes Limited, a global food and drink group involved in the manufacture, import and distribution of branded products, having been its Chairman between 2007 to March 2018 and its Director since 2001 till January 2019. With over 20 years of experience in the global food and beverage industry, in his current role as Division COO, Mr Ito oversees Mitsubishi Corporation's various food and beverage interests from agri-products procurement, trading, processing to sales and marketing of consumer products.

Joerg Wolfgang Wolle (Dr) (65)

Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Academic and Professional Qualification:
- PhD in Engineering "summa cum laude", Technical University Chemnitz, Germany
- Executive Development Program, IMD Lausanne, Switzerland
- Stanford Executive Program, GSB Stanford University, Palo Alto, CA, USA

Present Directorship (Listed Company):
Chairman:
- Kuehne + Nagel International Ltd.
- Klingelnberg AG

Principal Commitments:
- Kuehne Holding Ltd. (Director)
- Kuehne Foundation (Member, Board of Trustees)

Other Principal Commitments including Directorships for the last 5 years (past):
- DKSH Holding Ltd.
- Diethelm Keller Holding Ltd.
- Louis Dreyfus Company B.V.
- Kuehne + Nagel International Ltd.
- Olam International Limited

Experience and Exposure:
Having been appointed CEO of Siber Hegner Ltd in 2000, Dr Joerg Wolle was instrumental in a quick turnaround of the 130 year old Asia trading company which had fallen on hard times. Following this, he merged the company with two other Swiss-based Asia-focused distribution companies and created the leading business services and distribution group in the ASEAN region with more than 33,000 specialised staff. He grew sales three- and profits six-fold during his tenure as CEO and took the company public on the Zurich Stock Exchange. Dr Wolle is presently Chairman of Kuehne + Nagel International Ltd and Klingelnberg AG. He was President and CEO of DKSH Holding Ltd from 2002 to 2017 and became its Chairman from 2017 to 2019. Dr Wolle was a member of the Supervisory Board of Louis Dreyfus Company B.V. (2014 to 2018) and a member of the Board of Directors of UBS Ltd (2006 to 2009) and Diethelm Keller Holding Ltd. (2004 to 2019).

Ajai Puri (Dr) (69)

Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Academic and Professional Qualification:
- MBA, Crummer Business School, Rollins College, USA
- PhD (Food Science), University of Maryland, USA

Present Directorship (Listed Company):
Director:
- IMI PLC
- Britannia Industries Ltd

Principal Commitments:
Director:
- Califa Farms LP
- Firmenich S.A.
- Global Alliance for Improved Nutrition (G.A.I.N.)

Other Principal Commitments including Directorships for the last 5 years (past):
- Olam International Limited
- Tate and Lyle PLC

Experience and Exposure:
Dr Ajai Puri brings more than three decades of global experience in various food and agri industries. His expertise spans several domains – innovation, science and technology, product integrity, food safety and consumer marketing. From 1981 to 2003, Dr Puri worked for The Coca-Cola Company where he held a variety of roles in research and development, innovation, consumer marketing and general management. When he left Coca-Cola in 2003, he was Senior Vice President – Science and Technology for Coca-Cola's non-carbonated juice business in North America. From 2003 to 2007, Dr Puri was Executive Board Member and President – Research, Development and Product Integrity at Amsterdam-based Royal Numico N.V. Previous non-executive roles include Tate & Lyle PLC (2012-2021), Nutreco N.V. (2009-2015) and Barry Callebaut AG (2011-2014). Dr Puri is presently a Non-Executive Director with IMI PLC, Firmenich S.A., Britannia Industries Ltd, the Global Alliance for Improved Nutrition (G.A.I.N.) and Califa Farms LP.

Nagi Adel Hamiyeh (54)

Non-Executive Director

Date of Appointment as Director:
15 March 2022

Date of last re-election:
25 April 2022

Academic and professional qualifications:
- Master of Science Degree in Civil and Environmental Engineering, Massachusetts Institute of Technology, USA
- Bachelor of Science in Civil Engineering, University of Texas, USA

Present directorship (Listed Company):
- Sembcorp Industries Ltd (Director)

Principal commitments:
- Temasek International (Head, Portfolio Development Group)

Directorships:
- Dream International BV
- **ofi** Group Limited
- Kyanite Investment Holdings Pte Ltd (Director)
- Kyanite Investment Holdings (I) Pte Ltd (Director)
- Olam Agri Holdings Pte. Ltd. (Director)
- SembCorp Marine Ltd (Director)

Other principal commitments for the last 5 years:
- Aquarius Healthcare Investments Pte. Ltd.
- Canopus Healthcare Investments Pte. Ltd
- Carinus Healthcare Investments Pte. Ltd.
- Gallienus Healthcare Investments Pte. Ltd
- Imperius Healthcare Investments Pte. Ltd.
- Lebanese International Finance Executives
- Olam International Limited
- Polaris Healthcare Investments Pte. Ltd.
- Sheares Healthcare Group Pte. Ltd. and various entities
- Sigma Healthcare Management Pte. Ltd.
- Sirius Healthcare Investments Pte. Ltd.
- Tana Africa Capital Limited
- Tana Africa Investment Managers Limited
- Valerius Healthcare Investments Pte. Ltd.
- CapitaLand Group Pte. Ltd.
- CLA Real Estate Holdings Pte. Ltd.
- Startree Investments Pte Ltd

Experience and Exposure:
Mr Nagi Hamiyeh brings 28 years of experience in strategy, corporate finance, mergers and acquisitions (M&A), growth equity, private equity and public investing in multiple industries across the globe. Furthermore, he was intimately involved in companies' consolidation and restructuring, as well as working closely with portfolio companies on value uplift opportunities. Lastly, he led the development of the various greenfield platforms by way of M&A and organic growth. Mr Hamiyeh is Temasek's Head of Portfolio Development Group.
Mr Hamiyeh joined Temasek in 2005. Over the course of his career with Temasek, he had led the firm's Natural Resources, Industrials, Consumer and Real Estate Investment teams and was previously Joint Head of Investment Group, Joint Head of Enterprise Development Group and Head of Africa and Middle East, Australia and New Zealand. Prior to Temasek, Mr Hamiyeh was a banker with Credit Suisse First Boston's Energy Group. He began his career at Bain & Company.

Hideyuki Hori (55)

Non-Executive Director

Date of Appointment as Director:
16 May 2022

Date of next re-appointment:
25 April 2023

Academic and professional qualification:
- Master of Science in Management, Graduate School of Business, Stanford University, California, USA
- Faculty of Commerce (BA), Hitotsubashi University, Tokyo, Japan
- Advanced Management Program, Executive Education, Harvard Business School, Massachusetts, USA

Present directorship (Listed Company):
- Nil

Principal commitments:
- Olam Agri Holdings Pte. Ltd. (Director)
- Mitsubishi Corporation (Senior Vice President, General Manager, Food Industry Group CEO Office)

Other principal commitments for the last 5 years:
- Nil

Experience and exposure:
Mr Hideyuki Hori is currently the Senior Vice President of Mitsubishi Corporation (MC), a conglomerate listed on the Tokyo Stock Exchange with JPY 7 trillion in market capitalisation, over 1,200 subsidiaries world-wide and 80,000+ employees on a consolidated basis. In his current role, Mr Hori is the Head of Food Industry Group CEO Office and is leading the Food Industry portfolio, which included Livestock, Meat and Dairy Products, Global Fast Moving Consumer Goods, Food Resources, Produce and Marine Products and Food Sciences. He oversees the strategy and key investments of the group, and is also the Chief Sustainability Officer and Chief Compliance Officer of the group. Prior to his current position and up until March 2022, Mr Hori was the Head of Corporate Strategy and Planning Department of MC. He was in charge of the overarching corporate strategy and planning of the 10 business groups of MC, setting mid-term strategic direction and objectives of MC, making decisions on large-scale investments along with the CEO & Executive Committee of MC. During his tenure, he has spearheaded various transformative investments and partnerships with companies such as NTT (listed telecommunication company in Japan) and Eneco (Dutch Energy Supply Company). Mr Hori has over 20 years of extensive experience in the Food & Agriculture industry including serving multiple directorships at various Food & Agriculture companies worldwide, such as in USA, Singapore, Australia, Brazil and Japan. He was also the Head of Olam Strategic Alliance Department in MC when MC became a shareholder of Olam in 2015.

Key to board committee membership
- Audit Committee
- Board Risk Committee
- Board Steering Committee
- Capital and Investment Committee
- Corporate Responsibility and Sustainability Committee
- Nomination & Remuneration Committee
- Committee Chairman

Purposeful governance

Olam's corporate governance framework is centred around Singapore's 2018 Code of Corporate Governance (the "Code"). We strive to comply with the Code and its principles and, in line with this, our Corporate Governance section sets out how the Group's practices and processes meet with the provisions, or any other variation thereof, of the Code. The section also explains actions taken by the Group to address any differences there may be between the Code and Olam's practices.

In addition, throughout the section, each of the Code's principles has been highlighted in the relevant sections to demonstrate how the Group's practices and processes satisfy the requirements of the Code. This Corporate Governance section of the Annual Report cross-references other sections within the broader document.

The following sections detail how Olam satisfies Principles 1, 2 and 3 the Code.

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.

Composition of the Board

Olam's Board is comprised of individuals who have a diverse range of international business experience, core competencies and nationalities. This empowers the Board to discharge its statutory and fiduciary duties effectively, both individually and collectively, to provide leadership, guide the Senior Management Team, and oversee the Group's long-term success.

Currently, more than 50% of the Group's board of Directors are independent, including the Chair. All Directors are expected to exercise independent and objective judgement in the best interests of Olam. In line with this, the ability of Directors to discharge their fiduciary responsibilities and duties in the interests of the Company at all times, their understanding of the Company's business and operations and their ability to discuss issues objectively with one another, are all important assessment criteria in the annual Board, peer and Chairman performance evaluation exercise.

Key functions of the Board

- Providing entrepreneurial leadership, setting strategic objectives and ensuring that Olam has the financial and human resources it needs to deliver its objectives – as part of this, the Board regularly reviews the execution and implementation of the Group's Re-organisation and Strategic Plans.
- Overseeing and reviewing the Group's operational and financial performance.
- Overseeing the process and framework for evaluating the adequacy of internal controls, including financial, operational, compliance and information technology controls, as well as risk management systems, and satisfying itself that these processes and framework are adequate and effective.
- Monitoring Olam's compliance with such laws and regulations as may be relevant to the business, including the monitoring of the Group being at risk of becoming subject to, or violating, any Sanctions Law.
- Assuming responsibility for corporate governance.
- Setting Olam's values and standards, and ensuring that obligations and responsibilities to all stakeholders are understood and met at all times.
- Reviewing the performance of Group CEO and Senior Management and the compensation framework for the Board, Executive Directors and Senior Management.
- Reviewing and overseeing Board renewals and the succession plans for the Group CEO and Senior Management.
- Overseeing and considering corporate responsibility and sustainability issues, policies, standards and strategy in the context of the Company's activities which may have an impact on climate, environmental and social issues.
- Identifying key stakeholder groups and consider their views and concerns.

Material matters

As part of its statutory and fiduciary duties, the Board is required to review and approve material matters that have been designated as reserved matters. The Board would also clearly communicates any decision made on the material matters in writing to the Board Committees, the Executive Committee and Senior Management Team. These include:

- the Group's Re-organisation into three operating groups – Olam Food Ingredients (**ofi**), Olam Agri and the remaining businesses of Olam (the Re-organisation Plan);
- acquisitions, divestments, and capital expenditure exceeding the authority limits established under an internal policy adopted by the Board, while delegating authority for transactions below those limits to Board Committees, the Executive Committee and Senior Management;
- capital planning and raising, annual budgets, debt refinancing, debt limit and gearing and updates to the Strategic Plan and Re-organisation;
- key policy decision-making process and control;
- changes to capital, dividend distribution, issuance and shares buy-back and changes to shares and other securities;
- matters considered not in the ordinary course of the Group's business; and
- any matter which the Board considers significant enough to require its direct attention or would be critical to the proper functioning of Olam or its business.

Where the material matters require the approval of shareholders, the Board may, if required under the Companies Act 1967 and/or the Listing Manual of the Singapore Exchange Securities Trading Limited (SGX-ST), appoint an independent valuer or independent financial adviser to evaluate the fairness of the transaction price and offer.

Board Committees

To ensure the effective discharge of its duties, the Board is assisted by the following five Board Committees, all of which are actively engaged and play an important role in ensuring good corporate governance across the Company:

- Audit Committee (AC)
- Board Risk Committee (BRC)
- Capital and Investment Committee (CIC)
- Corporate Responsibility and Sustainability Committee (CRSC)
- Nomination and Remuneration Committee (NRC)

Each Board Committee has clear written Terms of Reference which sets out its role, authority, procedures, and qualifications for membership. From time to time, each Committee reviews its Terms of Reference to ensure it continues to consider the evolving needs of the business and its operations, as well as the relevant laws and regulations. A summary of Board Committee memberships with the names of the respective Committee members, the Terms of Reference, delegation of the Board's authority to make decisions and summary of each Board Committees' acitivities can be found on pages 134 to 135 of this Annual Report.

In addition to the above, ad hoc Board committees may be established from time to time for specified periods to support management, provide leadership and to ensure the interests and views of the Company's various stakeholders are represented. An example of an ad hoc Board Committee is the Board Steering Committee (BSC), which was established in January 2020 to oversee the implementation of the Group's Re-organisation Plan.

The BSC comprises majority non-executive Directors, including the Board Chair who is independent, and the Group CEO amongst its members. The meeting schedule of the BSC is set a year in advance and the BSC may meet once every month. Since 2020, the BSC has had oversight of the implementation of the Group's Re-organisation that involved the carve-out and separation of the operating groups, namely, **ofi** and Olam Agri; the **ofi** IPO on the London Stock Exchange with secondary listing on SGX-ST; the sale of substantial minority shares in Olam Agri; the evaluation of strategic options involving the remaining businesses, etc. The BSC is supported by the programme office, project teams and the advisory teams. The Board receives update from the BSC on decisions made within their delegated authority and recommendations for discussion and deliberation at the Board level.

Sub-committee(s) of the Board may also be formed to look at certain specific projects that the Company might be engaged in.

Completed and approved the strategic partnership with the Saudi Agriculture and Livestock Investment Company (SALIC), which included the sale of a 35.4% minority stake in Olam Agri to SALIC for a consideration of

US$1.24 billion

(S$1.7 billion).

The OGL Board is substantially

independent.

Established

world-class Boards

for both **ofi** and Olam Agri.

Reviewed and approved multiple bank facilities totalling

US$4 billion

secured by the Group to assist with the Re-organisation of the business into three operating groups.

Amended Board diversity policy which for the first time includes set targets of

25%

of women on the Board by 2025, and

30%

by 2030.

Information on Board and Board Committee membership and attendance at Board, Board Committees and shareholders' meetings for the year ended 31 December 2022

	Membership	Board	AC	BRC	BSC	CIC	CRSC	NRC	AGM	EGM
Directors	No. of Meetings Held	7	5	4	4	4	4	5	1	3
Lim Ah Doo	Chairman Independent Non-Executive	◎ 7/7	–	–	◎ 4/4	◎ 3/4	–	◎ 5/5	◎ 1/1	◎ 3/3
Sunny George Verghese	Executive	● 7/7	–	–	● 4/4	● 4/4	● 3/4	–	● 1/1	● 3/3
Nihal Vijaya Devadas Kaviratne CBE	Independent Non-Executive	● 7/7	● 5/5	–	–	–	◎ 4/4	–	● 1/1	● 3/3
Marie Elaine Teo	Independent Non-Executive	● 7/7	● 5/5	◎ 4/4	–	–	● 4/4	–	● 1/1	● 3/3
Yap Chee Keong	Independent Non-Executive	● 7/7	◎ 5/5	● 4/4	–	–	–	● 5/5	● 1/1	● 3/3
Kazuo Ito	Non-Executive	● 7/7	● 5/5	–	● 4/4	● 4/4	–	–	● 1/1	● 3/3
Hideyuki Hori[1]	Non-Executive	● 3/3	–	● 2/2	–	–	● 2/2	● 2/2	–	● 1/1
Nagi Adel Hamiyeh	Non-Executive	● 6/7	–	–	● 4/4	● 2/4	–	–	● 1/1	● 3/3
Ajai Puri	Independent Non-Executive	● 7/7	● 5/5	–	–	● 4/4	● 4/4	–	● 1/1	● 3/3
Joerg Wolfgang Wolle	Independent Non-Executive	● 6/7	–	–	–	–	–	● 4/5	● 1/1	● 3/3
Sanjiv Misra[2]	Independent Non-Executive	● 5/5	–	–	–	◎ 3/3	–	● 4/4	● 1/1	● 2/2
Norio Saigusa[3]	Non-Executive	● 4/4	–	● 2/2	–	–	● 2/2	● 3/3	● 1/1	● 2/2
Chan Wai Ching[4]	Co-opted Member	–	–	–	–	–	–	● 3/5	–	–

Notes:

1. Mr Hideyuki Hori was appointed as a Director of the Company with effect from 16 May 2022, as nominated by Mitsubishi Corporation to replace Mr Norio Saigusa.
2. Mr Sanjiv Misra stepped down as a Director of the Company with effect from 31 October 2022, as part of Board renewal process after having served for 9 years on the Board.
3. Mr Norio Saigusa resigned as a Director with effect from 16 May 2022 due to his change in responsibilities within Mitsubishi Corporation.
4. Ms Chan Wai Ching is a co-opted member of the NRC. Ms Chan is not a Director of the Company.

◎ Chairman
● Member

● Audit Committee
● Board Risk Committee
● Board Steering Committee
● Capital and Investment Committee
● Corporate Responsibility and Sustainability Committee
● Nomination and Remuneration Committee

AGM Annual General Meeting
EGM Extraordinary General Meeting (including the Scheme of Arrangement meeting)

Board and Board Committee meetings

The Board meets at least five times a year with meetings, including those of Board Committees, scheduled at least a year in advance. Additional meetings can also be scheduled as and when warranted.

During the year, 7 Board and 26 Board Committee meetings were held. In accordance with the Constitution of the Company, provision is made for meetings to be held electronically if required. A table showing the memberships of the Directors and number of Board, Board Committee, Non-Executive Directors' and shareholders' meetings held during the year under review, along with the attendance of Directors, is provided in this report.

The meetings in which the Directors participated were between two and six hours long. In addition, the Directors set aside time to read, review, comment and raise queries on the pre-read materials provided ahead of each Board and Board Committees meetings. Directors can access the Board and Board Committee papers securely and to provide comments via an online platform/electronic device. The Board, pursuant to the Company's Constitution, and the Board Committees under their respective Terms of Reference may make decisions by way of written resolution by circulation.

Outside of the regular schedule, the Board receives briefings and updates from the key executives and Senior Management on developments and issues concerning the Group's business throughout the year. In addition, external professional advisers, such as Board evaluation consultants, financial advisers, legal advisers, and climate risk assessment analysts, can from time to time be invited to present and participate at the relevant Board and Board Committee meetings. These presentations enable the Directors to continue to develop and maintain a good understanding of the Group's business and operations.

In addition to attending recorded meetings and reviewing relevant materials, there is a significant level of Director engagement and involvement in Board affairs and in governing the Company that cannot be quantified. For example, the Directors engage, either on an individual or collective basis, with other members of the Board, the Group CEO and Group CFO, as well as other members of the Senior Management Team and external advisers and consultants to review and discuss the business, global developments and industry trends so that they are able to gain deeper insights into the Group's operations and industry.

Members of the Board also set aside time to receive updates from individual business units and functions across the Company, as well as furthering the Directors' understanding of the Group's business and operations, helps foster collaboration and engagement between the Board and key executives and management.

Key highlights of the Board's activities in 2022

Re-organisation of Olam

The Re-organisation of Olam into three operating groups – **ofi**, Olam Agri and Olam Group Limited (OGL) – is centred around highlighting the inherent value of the Group and, at the same time, the development of long-term independent growth pathways for each of the three operating groups. Read more about our Re-organisation Plan on pages 4 to 5 of this report.

The year under review saw several significant milestones met under Olam's Re-organisation Plan that required Board oversight and involvement:

- The Board reviewed and approved US$4 billion in bank facilities and its relevant agreements which allow for the allocation of existing debt to each of the three new operating groups.
- The Board played an active role in securing shareholder approval for the Scheme of Arrangement at the EGM of Olam International Limited (OIL) held on 18 February 2022. This resulted in Olam Group Limited taking over Olam International Limited (OIL) as the new listed entity on SGX-ST and the concurrent delisting of OIL. Trading in the shares of OGL commenced on SGX-ST thereafter.
- The Board continued with the preparation for the **ofi** IPO and demerger.
- The Board reviewed and evaluated the terms of a definitive agreement for a strategic partnership with the Saudi Agriculture and Livestock Investment Company (SALIC) to ensure it was consistent with key objectives of the Re-organisation Plan, namely, to illuminate and unlock value for shareholders, and create a strong shareholder base for a potential future listing and demerger of Olam Agri.

Strategy

The Board considered longer-term and strategic issues at Board meetings throughout 2022 that impacted the Group's business and the risks and opportunities faced by the Group and the wider industry. In addition, the Board received updates from individual business units and functions.

Diversity and inclusion

The Board recognises that building a diverse and inclusive culture across the Group and driving measurable progress is key to the long-term success of Olam. As a result, diversity and inclusion is an ongoing area of focus for the Board and Senior Management Team and was discussed during Board meetings throughout the year under review. This included reviewing and approving the Group's amended Diversity Policy in relation to gender diversity and associated targets of 25% of women representatives on the Board by 2025 and 30% by 2030.

Sustainability

The Board regularly monitored and reviewed the Group's sustainability goals and milestones throughout the year. Sustainability is a key enabler of Olam's Strategic Plan, which is focused on strengthening the Company, our people and the communities and environment in which we operate. As a result, sustainability will continue to be a major area of focus for the Board.

Succession planning

The Board works on succession planning to ensure that it has the necessary skillset, expertise and experience to provide leadership to the Group.

Geopolitical/macroeconomic backdrop

The Board considers the adverse macroeconomic and geopolitical uncertainties. With the Ukraine-Russia conflict, the steep rise in global inflation, interest rates and commodity prices, much consideration was given to the impact of these on the Group and its operations.

Comprehensive and Tailored Programme for Newly Appointed Directors

Step 1

Clear terms and vital information provided

Newly appointed Directors are issued with:

- an appointment letter; and
- an appointment pack which outlines their Board and Board Committee membership details and term of office, fees payable, fiduciary duty and legal obligations of a director, other vital information regarding their appointment and on the Company.

Step 2

Orientation and induction

The Corporate Secretarial Office facilitates the induction programme for newly appointed Directors comprising:

- initial engagement session with the Director;
- customisation of the programme based on the Director's profile;
- meeting with the Group CFO, Global Head of Internal Audit, Global Head of Corporate Responsibility and Sustainability, Business Heads;
- scheduling briefings by various key trainers on matters of Board responsibilities; governance, fiduciary duties, risk management, safety and health, sustainability, financial reporting and the businesses of the Company;
- briefings by the Board Chairman and Chairs of Board Committees;
- an overview of the business, industry, trends and operations with the Group CEO, CEO-**ofi**; and
- visits to the Group's key operations.

Step 3

First time Director Training and Sustainability Training

All newly appointed Directors are required to attend a Director Training as well as sustainability training, prescribed under the SGX-ST.

Step 4

Ongoing support provided by Corporate Secretarial Office

All newly appointed Directors are further assisted by the Corporate Secretarial office to enable them to appropriately discharge their statutory and fiduciary duties.

Induction and orientation of Directors

The Group recognises that having a comprehensive and structured onboarding process in place enables new Directors to contribute to the Board's discussions and work more effectively. With this in mind, newly appointed directors, both at Group and main subsidiary levels, undergo a tailored induction programme. This includes briefings by the Group CEO, CEO-**ofi**, the Group CFO and other Heads of functions including Human Resources, Internal Audit and Risk and Business Unit Heads. Where possible, site visits to Olam's overseas operations are arranged to familiarise newly appointed Directors with the Group's wide range of business activities.

In the future, any newly appointed Directors with no prior experience as a Director of a Singapore listed-company will be required to participate in the mandatory Singapore Institute of Directors Listed Entity Director Programme.

Directors' training and development

Directors' training and development does not end with the induction programme and onboarding process. Members of the Board are encouraged to pursue continual professional development during the term of their appointment. In line with this, each year the Group allocates a budget specifically for Directors' training and professional development either in relation to a particular subject or Company/market developments.

In addition, the Corporate Secretarial Office assists the Directors with their ongoing professional development needs. This may involve arranging meetings/visits with the Group's business and country teams to enable the Directors to keep abreast of developments or to provide them with updates on changes to laws and regulations, such as the Listing Manual of the SGX-ST, the Code, the Companies Act and requirements on directors' duties and responsibilities.

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.

Board composition and size

The existing Board is comprised of Directors with skillsets, experience and expertise covering a diverse range of business areas, as described in the Governance at a Glance section on page 134.

The Directors' complementary skillsets, together with its size, composition and international experiences enable informed, critical, and constructive discussions on matters of policy, strategy, and performance at Board level. It also allows the Board to be flexible and nimble when the Group is confronted by a geopolitical/economic backdrop. The profile and key information of each Director is provided in the Board of Directors section of this report see pages 136 to 139.

The Board currently consists of 10 members, a reduction from 11 members with the cessation of Independent Non-Executive Director, Mr Sanjiv Misra who stepped down as Independent Non-Executive Director after reaching the nine-year service limit.

With six Independent Non-Executive Directors, more than 50% of the current Board is comprised of Independent Non-Executive Directors including the Board Chair. The remaining four members include three Non-Independent Non-Executive Directors and one Executive Director – the Group CEO.

The NRC periodically reviews the composition, dynamics, culture, and size of the Board to ensure it remains an effective and high-performing forum for discussion and decision-making. Please refer to the NRC Report for further information on the NRC's considerations on the Board's composition. During the year, the NRC reviewed the Board size, composition, tenure and re-election schedule of the Board in view of the Re-organisation of the Group into three operating groups.

Board diversity

The Board believes that fostering a diverse and inclusive Group culture plays a key role in generating sustainable growth. The Board recognises that it is important that its composition reflects a diverse and inclusive culture not only to lead by example but also to benefit from the blend of expertise and experience. For by having access to a diverse range of skills, industry experience, geographic exposure, training, race, ethnicity, gender and nationality, the Board is better able to understand the overall strategy of the Company.

During the year a new Board Diversity Policy (the "Policy") was adopted by the Board in recognition of the importance it attaches to ensuring the benefits of having a diverse range of views to provide leadership to the Group and guidance to the Senior Management Team are fully captured. This followed a review by the CIC, NRC and the Board of the existing Policy which sets out the Board's and senior leadership team's approach to diversity. The review considered what diversity looks like beyond just skillsets and experience but also in other areas such as gender and ethnicity.

The result is a revised Policy that for the first time includes a set of defined targets. The Board has delegated to the NRC the role of overseeing the implementation of the Policy, and the monitoring of progress made towards achieving the associated targets.

Succession planning offers an opportunity to ensure the Board fully captures the benefits of having a diverse membership.

Highlights of the Board diversity policy

1 Gender Diversity:

- Aim: Gender parity amongst Board of Directors
- Target: 25% women on the Board by 2025, and 30% by 2030

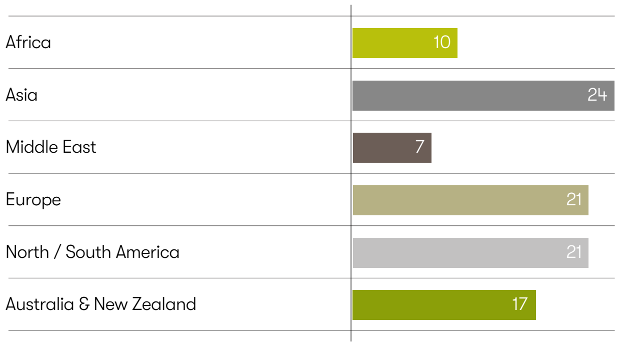
2 Ethnic/National Diversity:

- Aim: Diversity of our Board members to reflect our broad operational footprint across multiple regions and continents.

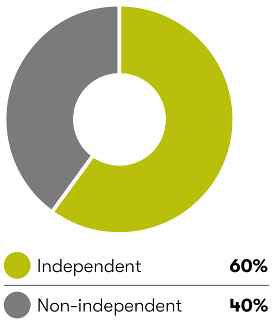
3 ESG expertise:

- Aim: All Directors shall be aware of fundamental ESG themes, principles and concerns, and of Olam Group's ESG framework and targets. At least one Director shall have proven expertise in environmental and social issues.

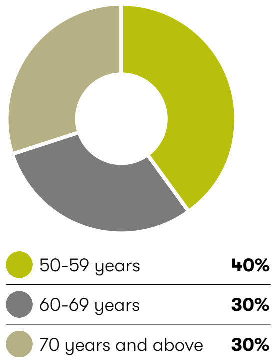
International experience (%)



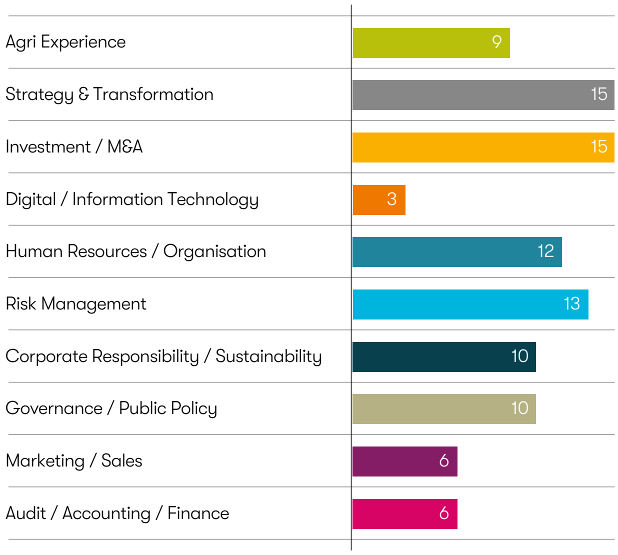
Board independence



Age



Sector experience (%)



Independent Non-Executive Directors

The Independent Non-Executive Directors provide unbiased and independent views, advice and judgement that safeguard the interests of all stakeholders, including shareholders, employees, customers, suppliers, and the communities in which the Company operates in. Independent Non-Executive Directors play a key role in corporate accountability and in recognition of this, the Board has, since 2013, limited the number of Executive Directors to two so as to ensure there is a greater proportion of independent representation on the Board. Currently, only one Executive Director, the Group CEO sits on the Board.

Each Director's independence is reviewed by the NRC on an annual basis. The review is centred on the Code's definition of an Independent Director and guidance regarding any relationships that may cause a Director to be deemed non-independent. A Director is considered to be independent if he/she has no familial or commercial relationship with the Group or its officers, its related corporations and substantial shareholders of the Company that could interfere, or be reasonably perceived to interfere, with the exercise of his or her independent business judgement in the best interests of the Company.

The NRC's determination takes into account the confirmation of independence that each Independent Director completes on an annual basis. This requires each Independent Director to assess their independence robustly by examining the existence of any relationships or dealings that may compromise their independence. On 11 January 2023, Director who has served on the Board for more than 9 years will no longer be considered independent pursuant to Rule 210(d)(iv) of the SGX-ST Listing Manual.

In line with the requirement for all employees, including Directors, to adhere to the Company's Code of Conduct (CoC), Directors should disclose to the Board of any personal interests that could inappropriately influence his or her judgement when acting on behalf of the Company. The details of the potential conflicts of interest should be disclosed to the Board at the earliest possible opportunity. Where relevant, the CoC stipulates that an explicit written approval may be required should the Director wish to engage or continue with such activity.

Considering the results of the NRC review, the Board has determined that, with the exception of the three Non-Executive Directors and the Executive Director, the remaining six Directors are to be considered as independent.

Ongoing renewal of the Board

To ensure the Board continues to be an effective forum for discussion and decision-making, a policy on the tenure of Directors that supports the ongoing renewal of the membership of the Board has been in place since 2013. This has involved the gradual retirement of long-serving Independent Non-Executive Directors at each subsequent AGM.

The term of office for all newly appointed Independent Non-Executive Directors is comprised of two terms of three years each. There is an additional term of three years, which is at the sole discretion of the Board. Regardless of length of tenure, all Directors, including Executive, Non-Executive and Independent, are subject to an annual evaluation. Independent Non-Executive Directors may be retired by the Board prior to the completion of their term of office after reviewing the recommendation of the NRC.

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.

Chairman and Group CEO

There is a clear division of responsibility between the Chairman and Group CEO to ensure an appropriate balance of power and authority is maintained within the Company. The Chairman is responsible for ensuring the effectiveness of the Board and Board Committees as well as the governance process. The Group CEO heads the Senior Management Team and has overall responsibility for the Company's operations and effectiveness. The Group CEO is accountable to the Board for the business and financial performance of the Group and the decisions and actions taken.

In line with the above, the roles of Chairman and Group CEO are separate and held by different people: Lim Ah Doo is Chairman and Independent Non-Executive Director of the Company; Sunny George Verghese is Group CEO. Lim Ah Doo is not related to either the Group CEO or any other members of the Senior Management Team.

The Chairman works closely with the Group CEO on matters that are to be tabled at Board meetings as well as those matters that arise from the Board meetings. The Chairman and Group CEO also work together to ensure Board members receive information that is accurate and clear in a timely manner. Under the Chairman's leadership, sufficient time is allocated at meetings to enable the Board to hold robust and open discussions and to review the matters tabled. Together with the Group CEO and the Company Secretary, the Chairman monitors the translation of the Board's decisions, requests, and recommendations into executive action.

In addition to Board meetings, the Chairman chairs the Non-Executive Directors' discussions, which are either held on a quarterly basis after each Board meeting or as and when required. The Chairman holds frequent discussions with the Group CEO. Topics discussed by the Group CEO over the course of the year included the Re-organisation Plan, the Company's Strategic and succession plans, Group developments, business performance, governance, compensation structure and policy.

The Chairman is also responsible for constructive communication and engagement with shareholders, within and outside of general meetings. To fulfil this role, the Chairman may direct members of the Board to participate in briefings and meetings with other stakeholders to explain publicly available information that is deemed to be material.

Access to information and accountability

Providing Directors with accurate and clear information is essential to enable effective discussion and decision-making at Board meetings. To facilitate this, the Chairman of the Board and/or Committees hold pre-meeting discussions with Senior Management to identify the salient matters and issues to be discussed, set the meeting agenda, and review the contents of the meeting materials.

The agenda for each Board and Board Committee meeting, along with all Board papers, related documents and background materials are furnished to the Directors prior to each meeting, including any additional request for clarification, details and information, to help them make informed decisions.

At Board and Board Committee meetings, members are briefed and updated on the progress and implementation of ongoing programmes and projects, such as the Re-organisation and Strategic Plans, as well as the performance of investments, status of divestments, the Annual Financing Plan, budgets and capital structure. Members of the Management Team are invited to attend Board and Board Committee meetings to provide additional insights into the matters tabled for deliberation. Global heads of Business Units (BU) attend when required to update the Board on platform-wide performance and plans. Directors and Board Committees may, where necessary, seek independent professional advice, paid for by the Company.

The Board has separate and independent access to the Senior Management Team and the Company Secretary at all times. During the year, Non-Executive Directors met with Senior Management Team independently to be briefed on various issues.

Openness and transparency

The Board has adopted a policy of openness and transparency in the conduct of the Company's affairs while at the same time ensuring the commercial interests of the Company are safeguarded.

The Company reports its financial results via announcement as prescribed by the SGX-ST and holds media and analyst meetings to coincide with the announcements. Financial results and other price-sensitive information are disseminated to shareholders via SGXNET to the SGX-ST, via press releases, on the Company's website (olamgroup.com) and through media and analyst briefings.

The Group's Investor Relations function also plays a key role in keeping investors informed of material corporate developments without prejudicing the business interests of the Company.

Role of the Company Secretary

The Company Secretary supports the Board on matters of corporate governance and monitors overall compliance with the laws and regulations adhered to by the Group. Directors have separate and independent access to the Company Secretary. In addition to advising the Board Chair and the Board as a whole on governance matters, the Company Secretary facilitates the effective functioning of the Board and Board Committees in accordance with their Terms of Reference including any best practices.

The Company Secretary schedules meetings of the Board and Board Committees at least a year in advance. Prior to the meetings, the Company Secretary works closely with the Board Chair and Chair of the Board Committees and key executives of the Company to manage the agenda and the timely delivery of the relevant materials to the Directors.

Post-meetings, the Company Secretary pursues and manages follow-up actions and reports on matters that arose during the meetings.

The Company Secretary also assists the Board Chair with the development of the Board and its processes including evaluation, induction, and training. The Company Secretary's office works with the Board Chair and the newly appointed Directors to organise appointment letters and information packs, as well as tailored induction plans for the newly appointed Directors.

Finally, the Company Secretary is responsible for ensuring the Company's ongoing compliance with the Listing Rules of the SGX-ST, the interaction with shareholders and facilitating the convening of general meetings. The appointment and removal of the Company Secretary is subject to the approval of the Board.

Nomination and Remuneration Committee (NRC)

Established in May 2020 following the merger of two Board Committees, the NRC is chaired by an Independent and Non-Executive Director and is comprised of Non-Executive Directors, the majority of whom are Independent. The Committee has also co-opted a member who is a subject matter specialist to better advise the NRC.

Lim Ah Doo
NRC Chair

Members of the Committee

- Lim Ah Doo* (Chair of the Committee)
- Yap Chee Keong*
- Hideyuki Hori
- Joerg Wolfgang Wolle (Dr)*
- Chan Wai Ching**

During the year, the NRC held 5 meetings.

Meeting attendance shown on page 142.

* Independent Director
** Co-opted member

Dear Stakeholders,

This report provides an overview of the Committee's work and its activities during the year under review. At the same time, it details how Olam complies with Principles 4, 5, 6, 7 and 8 of the Code.

Committee purpose

The NRC assists the Board in the overseeing of compensation policies in relation to the Board and management, performance reviews, leadership and management development, the appointment and reappointment of Directors and Board and management succession planning. In discharging its responsibilities, the Committee considers all relevant matters including the current businesses, each operating group's Strategic Plan, Re-organisation and the critical issues and challenges that the Company is expected to face in the future.

The NRC is guided by its written Terms of Reference which sets out the detailed scope of work and responsibilities of the NRC. This covers remuneration matters for Non-Executive Directors and key management personnel; performance, development and succession planning for the Board and key management personnel; Board evaluation; matters in relation to Board Committees; the nominating process; diversity and inclusivity; and disclosures.

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 Company aims to recruit and retain a Board that has the mix of competencies, knowledge, skills, and attributes required to lead the Group and address any issues and challenges it faces.

The NRC assists the Board in evaluating Director candidates, determining its composition and that of its Committees and ensuring the integrity of its independence when discharging its corporate governance and oversight responsibilities for the benefit of shareholders. Matters on which the NRC advises the full Board include but are not limited to:

- Board – size, membership, organisation and function
- Board Committees – structure, size and membership

Key activities of the NRC during the year

During the year under review, the NRC assisted with the appointment of Mr Hideyuki Hori to the Board as a Non-Executive Director. Mr Hideyuki Hori was nominated by Mitsubishi Corporation (MC) to replace Mr Norio Saigusa as Non-Executive Director of the Company. The NRC reviewed the experience, skillset, qualifications and the quality of the proposed nomination by MC. The NRC opined that the extensive experience of Mr Hideyuki Hori from the various key roles he has held in MC will add to the optimal mix of expertise and experience of the Board. The Board concurred with the recommendation of the NRC.

Following the retirement of Mr Sanjiv Misra ("Mr Misra") as the Independent and Non-Executive Director of the Company on 31 October 2022 and his cessation as Chair of the Capital and Investment Committee (CIC), and member of the Board Risk Committee (BRC) and Nomination and Remuneration Committee (NRC), the NRC advised the Board on the appointment of replacements for Mr Misra's Board Committee positions.

In addition, the NRC carried out a review of the composition of the Board, which considered factors such as the range, magnitude, nature and depth of the Group's business and operations. Following completion of the review, the NRC opined that the composition of the existing Board and its size of 10 members remained appropriate and optimal in relation to the effective discharge of its duties and responsibilities in view of the future plans of Olam businesses.

As part of the Group's Re-organisation into three operating groups, the NRC was closely involved in the appointment of the **ofi** Board Chair. The NRC engaged search consultants, Russell Reynolds, to identify suitable candidates and established a selection panel comprising the NRC Chair, another member of the NRC, a member of the Board and the Group CEO to consider, review and shortlist suitable candidates. The NRC then delegated responsibility for the appointment of the remainder of the **ofi** Board to the **ofi** Chair. However, the NRC was kept up to date with progress and carried out reviews of candidates put forward for consideration. It also reserved the right to interview or meet any of the prospective candidates for the **ofi** Board.

Succession planning

The NRC is responsible for reviewing succession plans both for the Board and for key positions within the Group, including the Group CEO and Senior Management Team.

During the year under review, the NRC reviewed the Board Policy guidelines for oversight of senior talent management and succession planning at Olam. These set out details on the scope and responsibilities of the NRC regarding senior talent management and succession planning. They also include the guiding principles and key processes involved in important areas such as succession planning, appointments, performance reviews, ongoing developments and exits from the Company.

With regard to Board succession planning and the composition of the Board, the NRC takes a number of factors into account. These include, but are not limited to, the nine-year tenure prescribed by the Listing Rules of the SGX-ST for Independent Directors; the Group's Re-organisation and Strategic Plans; the business environment; and ongoing challenges and issues faced. Furthermore, the NRC remains committed to developing a list of suitable and qualified individuals for future succession that does not exclude any candidate(s) for Board membership on grounds of gender, race, ethnicity, and nationality.

Retirement and re-election

All Directors submit themselves for retirement and re-election at least once every three years. In accordance with Regulation 107 of the Constitution of the Company, one third of Directors retire from office at the Company's AGM every year. A retiring Director is eligible for re-election at the AGM. The Group CEO, as a Director, is subject to the same requirement to retire in line with the same rotation provision as the other Directors. In addition, the Company's Constitution also stipulates that a newly appointed Director must submit himself or herself for re-election at the AGM following his or her appointment (unless such an appointment was voted upon by shareholders at a general meeting).

During the year, OGL's first AGM was held on 25 April 2022 (1st AGM). All existing Directors who were appointed on 15 March 2022 retired and were subsequently re-elected by shareholders pursuant to Regulation 113 of the Constitution.

At the second AGM to be held on 25 April 2023, three Directors, namely, Ms Marie Elaine Teo, Mr Yap Chee Keong and Mr Sunny George Verghese will retire and stand for re-election pursuant to Regulation 107 of the Constitution. Mr Hideyuki Hori, who was appointed during the year, will retire at the second AGM and submit himself for re-election at the second AGM.

New appointments, selection and re-nomination of Directors

The Board recognises that having Directors with the right range of skills, knowledge and experience is vital for the effective governance of the Group's business. The NRC assists the Board in ensuring that the Board is comprised of individuals whose background, skills, experience and personal characteristics enhance the effectiveness of the current Board and meet its future needs. The NRC reviews and proposes the selection, appointment and re-nomination of Directors. When conducting its reviews, it pays regard to the importance and benefits of diversity when considering the composition and optimal functioning of the Board.

To assist it in this task, the NRC has access to external search consultants and resources to help identify potential candidates. Board members may also make recommendations to the NRC. Shortlisted candidates are met by the Board Chairman prior to approval at Board level.

Criteria considered by the NRC to identify and evaluate potential Directors include the following:

- the scope and nature of the Company's operations and business requirements;
- knowledge and experience in areas of value to the Group, including but not limited to accounting or finance, banking, business or management, investment, industry knowledge, supply chain, strategic planning, customer-based experience or knowledge, environment and sustainability, legal, digital, retail, infrastructure and geographical exposure;
- aptitude or experience to understand fully the fiduciary duties of a Director and the governance processes of a publicly-listed company;
- independence of mind;
- competencies and how he/she could meet the needs of the Company and simultaneously complement the skillset of other Board members;
- experience and track record in multinational companies;
- ability to commit time and effort to discharging his/her responsibilities as a Director; and
- reputation and integrity.

Membership of other boards

When assessing the performance of Directors, the NRC considers whether sufficient time and attention has been given by the individual to the affairs of the Company. The NRC considers the Director's other board memberships and commitments.

The NRC does not impose a limit on the number of board representations a Director has, as directors have demonstrated their commitment and effectiveness in discharging their duties and responsibilities and avoiding actual or potential conflicts of interest caused by serving on other boards.

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.

Assessing the effectiveness of the Board

Based on the recommendations of the NRC, the Board has drawn up a set of criteria with which to assess the effectiveness of the Board as a whole. These criteria fall under 12 sections and cover a total of 49 assessment areas. They include, but are not limited to, the composition of the Board, leadership, Board processes, strategy and implementation, risk and crisis management, effectiveness of Board Committees and stakeholder management.

Individual Directors, including the Board Chair, are assessed on an 'exception' basis. This is based on criteria such as individual contribution, involvement, conduct of and at meetings, execution of agreed matters, interaction with the Board, industry and functional expertise.

During the year, Egon Zehnder, an external Board evaluation consultant was engaged to conduct a Board Effectiveness review of the Olam Group. The Board evaluation exercise had comprised of answering a set of questions and one-to-one discussions between the Board member and the consultant. The results of the evaluation were presented by the consultant to the NRC and the Board. The NRC and the Board also considered the recommendation(s) made to address the findings.

Key information regarding members of the Board is disclosed in the Board of Directors section of this report on pages 136 to 139. These pages detail the Directors' academic and professional qualifications, the Board Committees they serve on, either as a member or as a Chair, the date of their first appointment as a Director, date of their last re-election/re-appointment, current directorships in other listed companies, principal commitments and their experience and exposure. Information relating to Directors' shareholdings and interests in Olam is disclosed in the Addendum to this Report.

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.

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.

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 policy for Non-Executive Directors

The existing framework that governs the remuneration of Non-Executive Directors was adopted by the Board on the recommendation of the NRC. The framework is comprised of a base fee for Board membership, membership of any Board Committees, Chairmanships and attendance fees. Remuneration is benchmarked against peer companies.

The framework seeks to provide an equitable and adequate remuneration for Non-Executive Directors, taking into account:

- the responsibilities and average amount of time spent by Directors at Board and Board Committee meetings;
- their discussions beyond formal meetings and separate discussions with Management, external advisors and consultants; and
- the review of materials in the discharge of their responsibilities.

Fees are paid in arrears on a quarterly basis for the current financial year once approval is obtained from shareholders at the AGM. The framework detailing fees payable to the Non-Executive Directors of the Company is set out on page 151 of this report.

Directors' fees paid in FY2022

The aggregate fees paid to the Non-Executive Directors of the Company for the financial year ended 31 December 2022 amounted to S$3,622,540.32 (including a one-off special fees of S$1,750,000 and excluding fees paid to a Director for his/her directorship with a subsidiary of the Company). Excluding the one-off special fees paid during the year, the overall level of fees paid is lower than the sum of S$3,300,000 that was approved for payment as Directors' fees during the year under review. Of the regular aggregate fees (without the one-off special fees) paid to Non-Executive Directors during the year, S$367,839.98 was paid out in the form of shares in the Company under the OG Share Grant Plan.

A breakdown of the fees paid to the Company's Non-Executive Directors for the year ended 31 December 2022 is set out in the table below. Details of the compensation of Directors for FY2022 and FY2021 are also provided in Note 32 of the financial section within this report.

Name	FY2022 S$
Non-Executive Directors	
Lim Ah Doo[1]	954,961.64
Sanjiv Misra[2]	274,935.48
Nihal Vijaya Devadas Kaviratne CBE	292,376.34
Yap Chee Keong	316,768.82
Marie Elaine Teo	316,768.82
Kazuo Ito	311,876.34
Nagi Adel Hamiyeh	266,483.87
Ajai Puri (Dr)	310,876.34
Joerg Wolfgang Wolle (Dr)	282,091.40
Norio Saigusa[3]	185,446.24
Hideyuki Hori[4]	121,819.89
NRC Co-opted member	
Chan Wai Ching[5]	21,392.47
Directorship on Subsidiary	
Nihal Vijaya Devadas Kaviratne CBE[6]	75,000.00

The aforementioned fees paid out quarterly in arrears were based on the fees' framework set out on the right. Details of the compensation of directors and key management personnel for FY2022 and FY2021 may be referred to in Note 32 of the Financial Report.

1. The fees paid included pro-rated fixed fee as Chairman (S$600,000), pro-rated fees as Chairman of the Board Steering Committee (S$72,500) and related attendance fee and car-related benefits (S$33,257.34).
2. Ceased as Director on 31 October 2022 after completion of 9-year tenure.
3. Ceased as Director on 16 May 2022 due to his change in responsibilities in Mitsubishi Corporation.
4. Appointed as Director on 16 May 2022 as nominated by Mitsubishi Corporation to replace Mr Norio Saigusa.
5. Co-opted member on the NRC. Ms Chan Wai Ching is not a director.
6. Fees paid as Independent and Non-Executive Chairman of Caraway Pte. Ltd., a 75:25 joint venture subsidiary of the Company.

Proposed Directors' fees for FY2023

For the year ending 31 December 2023, aggregate Directors' fees of up to S$3,000,000 have been proposed. This sum, which is based on the Directors' fees framework set out on the right and will be recommended for approval by shareholders at the Company's second AGM, includes an additional provision of approximately 30% for developments that may occur during the year ending 31 December 2023 that would be deemed over and above the normal course of business for the Directors during the year.

Examples of developments that could fall under the provision include the appointment of new Directors, additional meetings of the Board and Board Committees and Board offsites, the formation of ad-hoc and/or new Board Committees, and the co-opting of members to the Board Committee(s).

To align the interests of Directors with those of shareholders, it is intended that approximately 30% of the total remuneration of Non-Executive Directors (excluding certain Non-Executive Directors who, under their separate arrangements with their employers, do not retain their Directors' fees), will be payable in the form of equity in the Company. Each such Non-Executive Director therefore would receive approximately 70% of his/her total Director's fees in cash. The balance of approximately 30% would be received in the form of Olam shares which would be awarded on the basis of fully paid restricted shares under the OG Share Grant Plan. No performance conditions and no vesting periods would apply to the shares received by these Non-Executive Directors.

Nature of appointment	S$
Board of Directors	
Chairman (Fixed fee)[1]	600,000
Base fee (Deputy Chairman)	130,000
Base fee (Member)	70,000
Lead Independent Director	25,000
Audit Committee	
Board Steering Committee	
Board Risk Committee	
Capital and Investment Committee	
Corporate Responsibility and Sustainability Committee	
Nomination and Remuneration Committee	
Chairman's fee	50,000
Member's fee	25,000

Attendance fee	Board	Committee
Home city meeting *< 4 hours round trip travel time*	3,000	1,500
In-region meeting *Between 4 to 15 hours round trip travel time*	5,000	2,500
Out-of-region meeting *> 15 hours round trip travel time*	10,000	5,000
Conference call	600	400
Odd hours	1,200	750
Attendance fee – Board Offsite		
Home city meeting *< 4 hours round trip travel time*		6,000
In-region meeting *Between 4 to 15 hours round trip travel time*		10,000
Out-of-region meeting *> 15 hours round trip travel time*		20,000

1. Chairman would be paid fixed fee, Chairman's fees and attendance fees for Board Steering Committee

It is intended that the equity component of Non-Executive Director remuneration will be paid out after each full year financial results having been issued, subject to receipt of shareholder approval at the AGM.

Base salary

- The annual fixed component consists of the annual basic salary and other fixed allowances.
- The base salary reflects the market worth of the position but this may vary depending on with responsibilities, qualifications and the experience that the individual brings to the role.

Alignment with interests of shareholders and other stakeholders

- Achieved by selecting appropriate performance metrics for annual and long-term incentive plans to support the implementation of the Group's strategy and the ongoing generation of shareholder value.

Performance-linked remuneration

- Performance is measured using a holistic and balanced scorecard approach, which includes both financial and non-financial metrics. Targets are appropriately set at threshold, target, stretch and exceptional performance levels. Qualification and experience are also considered.
- Remuneration is appropriate and proportionate to sustained performance and value creation. Care is taken to ensure that the link between performance and remuneration is clear.

Performance incentive

- The annual performance incentive is tied to both the Company's and the individual executive's performance to support the Group's strategy and the ongoing enhancement of shareholder value.

Long-term incentive

- Long-term incentives reinforce the delivery of long-term growth and shareholder value to drive an ownership culture and retain key talent. These help foster an ownership culture within the Group, retain key talent, support the long-term growth of the business and drive shareholder value.
- Long-term incentives are based on the individual's performance and the contribution made but are subject to a performance-related claw-back if long-term sustained performance targets are not met.
- An example of long-term incentives utilised by the Company is the OG Share Grant Plan (OGSGP). This involves the award of fully paid shares once pre-determined performance or service conditions have been met. Performance targets set under the OGSGP are intended to be based on longer-term, corporate objectives that cover market competitiveness, the quality of returns, business growth and improvements in productivity.

Policy

- The Company contributes towards the Singapore Central Provident Fund where applicable to the individual.

The actual number of shares to be awarded to each Non-Executive Director holding office at the time of payment will be determined by reference to the volume weighted average price of Olam shares listed on the SGX-ST over the 10 trading days after the date of the announcement by the Company of its unaudited full year financial statements for FY2023. The number of shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash.

Each Non-Executive Director who receives an equity component as part of his/her total remuneration is expected to hold Olam shares of a value equivalent to approximately one year's basic retainer during his/her Board tenure. In the event a Non-Executive Director leaves the Company prior to the acquisition of the shares, the Director's fees due to the date of cessation will be paid in cash.

Remuneration policy for Executive Directors and other key executives

Olam's remuneration policy has been developed not only to attract highly talented individuals to key executive positions but also to motivate and retain them. Under the guiding framework, individual performance, together with the attainment of the Company's strategic objectives that are aligned with the interests of shareholders, are rewarded.

The NRC recognises that the Company operates in a global marketplace. As a result, when conducting its reviews on compensation, the NRC considers relevant comparative remuneration in the marketplace in addition to the Group's and the individual's performance. When considering comparative remuneration in the market, the NRC endeavours to maintain an awareness of peer companies' pay and practices. This enables pay to remain competitive in the marketplace. Where possible, any resulting increase in pay following a peer group analysis will be linked to actual performance.

Remuneration structure

With the above in mind, the Company has adopted a performance-based remuneration system that is flexible and responsive to the market. Total remuneration for Executive Directors and other key executives comprises three components:

1. an annual fixed cash component
2. an annual performance incentive
3. a long-term incentive

Remuneration for Executive Directors currently comprises a base salary, a performance bonus tied to the Company's and the individual's performance and participation in the OG Share Grant Plan or share grant plan that may be established by key subsidiaries. Executive Directors are not entitled to either base fees or fees for membership on Board Committees.

The remuneration structure is designed so that the percentage of the performance-related components of the Executive Directors and key executives' remuneration increases as they move up the organisation. To remain competitive, the Company aims to benchmark executives' compensation with that of similar performing companies and remain in the top 25 percentile, taking into consideration the individual performance, qualifications and experience.

Factors considered when evaluating the performance of Executive Directors and other key executives are detailed in the diagram on the left, together with the key components of the total remuneration package.

Level and mix of remuneration of Executive Director for the year ended 31 December 2022

Remuneration band	Salary (including employer provident fund)	Variable or performance related income/bonuses	Benefits in kind	Total	Total awards vested and released[1]	Shares held in trust[3]
S$8,000,000 to S$9,000,000						
Sunny George Verghese	13.85%	83.71%	2.43%	100%	5,482,944[2]	3,641,801

1. These awards relate to the Performance Share Awards (**PSAs**) and Restricted Share Awards (**RSAs**) issued under the Olam International Limited (**OIL**) Share Grant Plan (**OSGP**). In connection with the implementation of a scheme of arrangement (**Scheme**) proposed by OIL under Section 210 of the Companies Act 1967 on 27 January 2022, the outstanding PSAs and RSAs issued by OIL were accelerated and released to the holders.
2. 5,482,944 awards which comprised of 4,978,315 PSAs and 504,629 RSAs were vested and released as shares to Mr. Sunny Verghese on 7 March 2022 by OIL.
3. The trust was set up to satisfy the unvested RSA and that unvested shares of the Company under the RSA was fully issued and/or transferred by OIL to the trustee prior to the Scheme to hold under the trust. These shares will be released by the trustee to Mr. Sunny Verghese in accordance with the original vesting schedule of the RSA, and subject to the same conditions for vesting as provided in the RSA and under the OSGP. The total shares held in trust comprised 2,735,955 RSAs issued on 7 March 2022 prior to the Scheme and 905,846 unvested RSAs.

Disclosure of Executive Director and top key executive remuneration

For the year ended 31 December 2022, the Company had 3 top key executives who are not Directors. Information on the compensation paid to all Directors (including Executive Director) and top key executives is summarily provided in Note 32 to the financial statements in the financial section of this report. The names, amounts and breakdowns of the remuneration of individual directors have been disclosed in page 151 of this report.

In considering the disclosure of the remuneration of the Executive Director and the top 3 key executives, the NRC has elected not to provide the names, amounts and breakdown of the remuneration of Executive Director and the key executives. The NRC opined that the information provided on the framework, system and components of the remuneration would provide shareholders with a better understanding of the role played by the NRC in ensuring that the remuneration paid is appropriate, proportionate to sustained performance and value creation and in line with the strategic objectives of the Company. The NRC also considered the period of Re-organisation that the Company is presently in and the transition in leadership team. Any disclosure of specific compensation of the key executives may not be meaningful. The NRC is also cognisant of the SGX-ST requirement for issuers to disclose the exact amount and breakdown of remuneration paid to the CEO in the annual reports for financial years ending on or after 31 December 2024.

Remuneration band of the top key executives for the year ended 31 December 2022

Remuneration band	No. of executives
S$1,000,000 to S$2,000,000	2
S$1,500,000 to S$2,500,000	1

Remuneration of employees who are immediate family members of a Director or the Group CEO

No employee of the Company and its subsidiaries whose remuneration exceeded S$100,000 during the year under review was an immediate family member of a Director, the Group CEO, or a substantial shareholder of Olam.

Immediate family member is defined as a spouse, child, adopted child, stepchild, brother, sister or parent.

Re-organisation Project Incentive

The NRC and Board have previously approved a Project Incentive for identified senior employees of the Group who have contributed substantially towards the envisioning, structuring, planning and realisation of the Re-organisation Plan.

The Project Incentive recognises the extra work these individuals have undertaken over and above their existing portfolios during FY2019, FY2020 and FY2021 in support of the Re-organisation Plan.

The Project Incentive is a cash incentive intended to encourage focus, efforts, and actions to execute the strategic pathways approved by the Board. The approximately 275 employees in the Project Incentive pool were employed within the Group as at 31 December 2021 and following the Re-organisation have remained with either the Group or its subsidiaries. Cash payments made as part of the Project Incentive are subject to continued employment requirements, save for limited exceptions in which the continued employment requirements may not apply.

In order to align the cash payments with the interests of shareholders, the Project Incentive has been designed as a value-sharing plan. Payment will only occur if certain identified liquidity events as part of the Re-organisation Plan occur before 31 December 2023. Furthermore, these liquidity events must result in the creation of shareholder value that exceeds certain thresholds in accordance with the terms of the Project Incentive that have been approved by the NRC.

How the Project Incentive works

If a minimum value creation threshold is not met, there will be no payment under the Project Incentive. If it is met, a certain percentage of the total increase in equity value will be paid under the Project Incentive to the pool of employees. The cash payment under the Project Incentive ranges from 0% to 2% of the total value uplift at the target level, and a maximum of 3% of the total value uplift, subject to a maximum dollar value limit. At the top end, if the stretch target increase in equity value is met, the Project Incentive will be approximately 2.9% (on a weighted average basis) of the total value uplift (subject to the above-mentioned maximum dollar value limit).

The NRC will review and approve during FY2023 the amounts payable to each of the relevant employees in the Project Incentive pool. The review will be based on the criteria and parameters that have been previously approved by the NRC in respect of each liquidity event, save in limited circumstances where the NRC may make an earlier determination of any amount due to a relevant employee. Payments made under the Project Incentive are generally pegged to a percentage of the relevant employees' annual base salaries.

Currently, it is unclear if the identified liquidity events will occur within the relevant period and/or if the value creation thresholds will be met. As a result, there is no certainty that any payment under the Project Incentive will be made.

Board Risk Committee (BRC)

Established in 2005, the BRC is chaired by an Independent and Non-Executive Director and is comprised of two other Non-Executive Directors, one of whom is independent.

Marie Elaine Teo
BRC Chair

Members of the Committee

- Marie Elaine Teo* (Chair of the Committee)
- Yap Chee Keong*
- Hideyuki Hori

During the year, the BRC held 4 meetings.

Meeting attendance shown on page 142.

* Independent Director

Dear Stakeholders,

This report provides an overview of the Board Risk Committee's work and its activities during the year under review. It also includes details of how Olam complies with Principle 9 of the Code.

Committee purpose

The Board and five Board Committees, including the BRC, are responsible for the governance of risk. The Board Committees, which are supported by various functions, ensure that Management maintains a sound system of risk management and internal controls and instils a culture that fosters effective risk governance throughout the Company to ensure the interests of the Company and its shareholders are safeguarded. Oversight of risk is divided between the five Board Committees. The BRC assists the Board in carrying out its responsibility of overseeing the Company's risk management framework and policies.

The BRC is guided by its written Terms of Reference which set out the detailed scope of the Committee's work and responsibilities. These include:

- reviewing with Management the Group's framework, guidelines, policies, and systems to govern the process for assessing and managing risks;
- reviewing and recommending annual risk limits and trading risk budgets;
- reviewing benchmarks for, and major risk exposures from, such risks;
- requesting, receiving, and reviewing reports from management on risk exposures;
- identifying and evaluating new risks at an enterprise level and tabling a report to the Board;
- reviewing the report and findings under the Integrated Risk and Assurance Framework;
- reviewing market compliance updates and issues reported; and
- reviewing annually the Insurance Strategy and Plan.

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 shareholders.

Olam's approach to the governance of risk is centred around complying with the recommendations contained in the Code and the Risk Governance Guidelines issued by Singapore's Corporate Governance Council.

The Company has in place robust mechanisms and systems to identify risks that are inherent in the Group's business model and strategy, as well as those risks that arise from external factors and other exposures. Once identified, exposure to key risks that could impact the Group, its strategy, reputation and long-term viability are closely monitored.

The BRC, supported by the Chief Risk Officer (CRO) for the Group and for each of the operating groups, the Risk Office and the Market Compliance Office, also works closely with the Board to instil an effective risk governance culture throughout the Company.

In addition, the BRC reviews the Integrated Risk and Assurance Framework (IRAF) report at its quarterly meetings and discusses with Management the findings and any key risks that exceed threshold levels.

Risk governance structure

The Group deploys an institutionalised process for the governance of risk management matters:

- the CRO reports to both the BRC Chair and the Group CEO; and
- the Risk Office reports to the CRO and is responsible for identifying, assessing, measuring and monitoring risks, providing the Company's Senior Management Team and the Board with assurance that all risks borne by the Company are within set risk limits. The Risk Office is responsible for risk monitoring and control on an independent basis and undertakes regular stress-testing of the Company's portfolio.

Chief Risk Officer

The CRO is mandated to allocate risk capital across each of the Group's businesses based on the individual unit's competitive position and track record, along with trading and market conditions. Risk limits, which are set as part of the annual budgeting cycle at business unit and value-chain step level, are presented to the BRC for review and approval. These include, basis, structure, arbitrage and Value-at-Risk (VaR) as well as credit and counterparty limits. Performance is continuously monitored, and risk capital allocation is recalibrated where necessary.

Market Compliance Office

The Market Compliance Office (MCO) implements systems to monitor trading activities and also arranges training for traders on an annual basis. In Q2 2022, the MCO oversaw the Group's compliance with the Monetary Authority of Singapore's requirements for reporting OTC positions for Singapore entities. This represented the culmination of a multi-year project.

In addition, the MCO monitors for breaches of exchange regulations which, if an escalation is required, reports these to the CRO and the BRC. The BRC meets with the Head of MCO and reviews the MCO's report and findings on a quarterly basis.

The Head of the MCO reports to the CRO and is responsible for the conduct of trade surveillance for exchange-traded activities and for over-the-counter derivatives transactions carried out by the business units.

Approach to risk management

The Company has a risk management framework that has been designed to identify and rigorously assess the likelihood and impact of risks, and to manage any actions required to mitigate these.

Risks are identified both from a top-down strategic perspective and from a bottom-up business perspective. In terms of monitoring risks, the Company takes a holistic approach to enterprise-wide risk, which covers a range of both quantifiable and non-quantifiable risks across each step of the value-chain. To remain in line with industry best practices, the Company continually updates its approach to risk management.

The Group's risk framework assesses the effectiveness of controls across 52 risks events within 11 categories – a list of all 52 risks, the 11 categories and mitigating action taken can be found on pages 76 to 79 of this report. All the risks are evaluated on a quantitative basis and in some cases qualitatively. The quantitative risks are reported as part of a quarterly Executive Risk Summary. This assesses the likelihood of each risk occurring along with the potential impact. The Executive Risk Summary is intended to assist the Board's evaluation of the effectiveness of the risk management processes, systems and mitigation plans.

As part of the Group's Re-organisation, reports submitted to the BRC highlight the risk outlook within each operating group. In addition, Chief Risk Officer roles were established for both **ofi** and Olam Agri.

Areas of focus for the Committee during the year

During the first half of the year under review, the BRC continued to work closely with the CRSC and the Crisis Management Committee (CMC) to monitor the COVID-19 pandemic and its associated risks – the CMC was established to track the wellbeing and needs of the Group's employees during the crisis, the impact the pandemic was having on the Company's workforce and operations and Olam's compliance with the latest regulations. As with the earlier stages of the pandemic, the BRC received updates on an ongoing basis, as well as at its quarterly meetings and those of the CRSC.

At the same time, the BRC continued to monitor the implementation of the Company's Re-organisation Plan. This followed the restructuring of the business into three operating groups, **ofi**, Olam Agri and Olam Group, by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (2020 Revised Edition) of Singapore.

As part of its ongoing monitoring of the Re-organisation, the BRC, together with the CRO and the Head of MCO, reviewed the risks associated with the restructuring, such as the segregation of roles and resources, changes to the reporting structure systems and compliance across the three new operating groups.

Audit Committee (AC)

The AC is chaired by an Independent Non-Executive Director and is comprised of four other Non-Executive Directors, three of whom are Independent. All members of the AC have significant and varied experience and backgrounds in accounting, financial management-related and investments.

Yap Chee Keong
AC Chair

Members of the Committee

- Yap Chee Keong* (Chair of the Committee)
- Marie Elaine Teo*
- Ajai Puri (Dr)*
- Nihal Vijaya Devadas Kaviratne CBE*
- Kazuo Ito

During the year, the AC held 5 meetings.

Meeting attendance shown on page 142.

* Independent Director

Dear Stakeholders,

This report provides an overview of the Audit Committee's work and its activities over the course of the year ended 31 December 2022. It also serves to demonstrate how the Group complies with Principle 10 of the Code.

Committee purpose

The AC's purpose is to assist the Board in discharging its statutory and other responsibilities on internal controls, financial and accounting matters, operational, compliance and information technology controls, and business and financial risk management policies and systems; and to ensure that a review of the effectiveness of the same (which may be carried out by the external or internal auditors) is conducted at least annually.

Principle 10

The Board has an Audit Committee (AC) which discharges its duties objectively.

The AC's key functions include:

- reviewing with the external auditors their Audit Plan, their evaluation of the system of internal controls, their report and management letter to the AC, Management responses, and the allocation of audit resources according to the key business and financial risk areas as well as the optimum coverage and efforts between the external and internal auditors;

- reviewing the half-yearly and annual financial statements before submission to the Board of Directors for approval;
- review with management any significant accounting policies, estimates, and judgments made, salient accounting matters, changes to the accounting standards, issues and developments with a direct impact on financial statements, major operating risk areas, the overview of all Group risk on an integrated basis, significant adjustments resulting from the audit, the going concern statement, compliance with accounting standards, and compliance with any SGX and statutory/regulatory requirements;
- reviewing the proposed scope of the Internal Audit function, the performance of the Internal Audit function, Internal Audit's report on their audit findings and remediation and approving the Internal Audit Plan as and when there are changes to the plan;
- reviewing the internal controls and procedures, ensuring coordination between the external auditors, the internal auditors and Management, reviewing the assistance given by Management to the auditors and discussing problems and concerns, if any, arising from the interim and final audits, and any matters which the auditors may wish to discuss (in the absence of Management where necessary);
- reviewing the assurance from the Group CEO and the Group CFO on the financial records and financial statements;
- reviewing and discussing with the internal auditors, external auditors and Management any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has, or is likely to have, a material impact on the Group's operating results or financial position, and Management responses to the same;
- monitoring the Company's risk of becoming subject to, or violating, any Sanctions Law, and ensuring timely and accurate disclosures to SGX and other relevant authorities;
- considering the appointment or re-appointment of the external auditors and matters relating to resignation or dismissal of the auditors;
- reviewing the scope and results of the audit and its cost-effectiveness, and the independence and objectivity of the external auditors, annually;
- reviewing the adequacy and independence of the internal auditors;
- reviewing interested person transactions (IPT) falling within the scope of the IPT mandate and Chapter 9 of the SGX-ST Listing Manual;
- understand the specific policies and procedures in place to identify conflict of interests, misconduct, bribery, corruption-related risks including how policies and procedures are operationalise;
- undertaking such other reviews and projects as may be requested by the Board of Directors and reporting to the Board of Directors its findings from time to time on matters arising and requiring the attention of the AC; and
- undertaking such other functions and duties as may be prescribed by statute and the Listing Rules or recommended by the Code and by such amendments made thereto from time to time.

The AC has established Terms of Reference that has been approved by the Board. The Committee has explicit authority to investigate any matter within its Terms of Reference and has full access to, and the cooperation of, Management. Furthermore, the AC has full discretion to invite any Director, key executive or officers of the Company to attend its meetings to enable it to discharge its functions properly. It also has access, through Management, to external counsels, advisors and consultants.

The AC does not comprise former partners or directors of the Company's existing auditing firm or auditing corporation.

AC meetings during the year under review

The AC met five times during the year under review. Prior to each formal AC meeting, the AC Chair regularly met with the external auditors, internal auditors and key management personnel to discuss and review matters and to ensure that the Committee was provided with comprehensive information or additional assurance as and when required. Key management personnel included the Group Chief Financial Officer (GCFO), the Chief Executive Officer for **ofi**, Global Head of Internal Audit, Chief Risk Officer (CRO), Chief Information Security Officer (CISO), Group Legal Counsel, Head of Ethics Compliance and Global Head for Tax.

The CEO for the new operating groups, GCFO, internal and external Auditors, CRO, CISO, Group Legal Counsel, Head of Ethics and Compliance, Global Head for Tax, Country and Function Heads were invited to attend AC meetings.

AC reviews

At the quarterly meetings of the AC during the year, they met with Management to review and receive update on the Group's performance, salient accounting matters, legal, compliance and sanctions related matters, interested person transactions, information technology and cyber-security controls, tax compliance, internal audit findings (including whistleblowing report and fraud), etc.

During the year under review, matters discussed with Management and the external auditors included:

- accounting issues that have an impact on the Group's financials;
- changes in accounting policies and practices;
- major operating risk areas;
- an overview of all Group risk on an integrated basis;
- significant adjustments resulting from the audit;
- the going concern statement;
- compliance with accounting standards;
- compliance with any SGX and statutory/regulatory requirements; and
- matters of significance in the audit of the financial statements.

Key audit matters

In line with its key functions, the AC undertook a review of the Group's half-yearly unaudited and annual audited financial statements for the year ended 31 December 2022 with Management and the external auditors. This included a review of the key audit matters, which involved a high degree of estimation and managerial judgement regarding the assumptions taken and the estimates made. Having considered and reviewed these, the AC concurs with the basis and assessment of the Key Audit Matters disclosed in the Independent Auditors' Report.

External auditors

The role of the external auditors is to report their findings and recommendations independently to the AC.

AC interactions with the external auditors

At its quarterly meetings, the AC is updated by the external auditors on any changes to accounting standards, issues and developments that have a direct impact on the Group's financial statements. In addition, during the year under review, the AC met with the external auditors, without the presence of Management, to discuss any issues of concern.

In accordance with its key functions, the AC reviewed the unaudited financial statements of the Company before the announcement of the financial results and the despatch of audited financial statements to shareholders. The AC also discussed with Management the adequacy, structure and content of the results announcements to ensure the content was clearly presented and easily interpreted and analysed by its stakeholders. A review was also carried out by the AC with the external auditors of any (proposed) changes to the financial reporting standards and the impact these could have on the Company's financial statements, tax matters, policies and their audit of the Company's systems of internal control.

Non-audit services review

The AC undertook a review of the nature and extent of all non-audit services performed by the external auditors, against an established boundary condition, to ascertain their independence and objectivity. Following the review, the AC confirmed that the non-audit services provided by the external auditors would not affect their independence. The amount of fees paid to the external auditors for audit and non-audit services for FY2022 are set out below and in Note 7 of the financial statements within this report.

	2022 S$'000	2021 S$'000
Auditors' remuneration:		
• Ernst & Young LLP, Singapore[1]	**6,727**	2,037
• Other member firms of Ernst & Young Global[1]	**9,845**	7,622
Non-audit fees:		
• Ernst & Young LLP, Singapore[2]	**2,811**	2,766
• Other member firms of Ernst & Young Global[2]	**1,030**	7,221

1. With the group re-organisation, the audit fees paid to Ernst & Young LLP, Singapore and other member firms of Ernst & Young Global relates to additional statutory financial statements requirements in Singapore and globally, in addition to this set of consolidated financial statements.
The current year audit fees also includes the audit performed in connection to the proposed listing of Olam Agri on both Singapore Exchange and Tadawul in the Kingdom of Saudi Arabia.
2. In the prior financial year, the non-audit fees paid to Ernst & Young LLP, Singapore and other member firms of Ernst & Young Global comprise of work performed arising from (i) the re-organisation of the group into three operating groups, **ofi**, Olam Agri and the remaining businesses, (ii) financial due diligence of **ofi** as standalone operating group in connection with the **ofi** IPO on the London Stock Exchange and (iii) special one-off audit of Olam Agri as a standalone operating group for significant minority sale in relation to Olam Agri.
In the current financial year, non-audit fees paid to Ernst & Young LLP, Singapore mainly relate to the work performed for financial due diligence of **ofi** in connection with the **ofi** IPO on the London Stock Exchange which was updated for current year purposes.

SGX requirements

Pursuant to SGX requirements, an audit partner may only be in charge of five consecutive annual audits. Christopher Wong was designated as the audit partner from Ernst & Young during the financial year ended 31 December 2019, prior to the re-organisation. Ernst & Young therefore met this requirement during the year under review and the Company therefore complied with the requirements on Rules 712, 713 and 715 of the SGX-ST Listing Manual in relation to the appointment of auditors.

Internal audit

The Internal Audit function (IA) is central to the Group's Integrated Risk and Assurance Framework, as well as its governance process. It therefore serves as a key line of defence. IA covers all aspects of the Group's operations including statutory compliance, accounting, asset management and control systems. It carries out internal audits in accordance with standards set by both internationally and nationally recognised professional bodies, including the Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors. The IA also works closely with Management to promote effective risk management and robust internal risk controls.

The internal audit extends to all areas of the Company and its controlled entities and covers financial, accounting, administrative, computing, sustainability and other operational activities. The scope of the internal audit is regularly reviewed by the AC to ensure that all key operational, financial and related activities are covered. The President and Global Head of Internal Audit reports directly to the AC Chair.

To enable it to discharge its duties effectively, the IA team, which is comprised of members with relevant qualifications and experience, has full, free and unrestricted access to all books, personnel, documents, accounts, property, vouchers, records, correspondence and other data of the Company at all times. The team also has the right to enter all Group premises and to request any officer of the Company to provide information and/or explanations that are deemed necessary for IA to form an opinion on the probity of action and adequacy of systems and/or controls.

In order to test the effectiveness of the internal processes and risk management against the evolving nature of concerns and issues, the IA makes use of specialist auditors, as well as technological tools.

The three main components of the Internal Audit function

1. Audit work – there are three different types of audits carried out by the IA team:
   i. Field Audits – the core audit of Group subsidiaries. Based on factors such as size and past findings, each subsidiary falls under one of three priority categories: high (audited each year); medium (audited every two years); and low (audited every three years).
   ii. Specialist Audits – such as Treasury-related audits that cover activities, such as derivatives trading, arbitrage, hedging, across all geographies.
   iii. IT Audits – cover systems resilience, cyber security and ransomware.
2. Automated oversight – this involves leveraging technology to increase the team's capacity and reach. There are three key sub-components to automated oversight:
   i. Data analytics – making use of data analytics to ensure trading/operations are subject to constant monitoring.
   ii. Integrated Risk and Assurance Framework – covers the principal risks faced by the Group and the critical controls that are in place to mitigate these. Control validation is subject to the three lines of defence principle: level one sign-off on the ground; level two sign-off by function heads; level three sign-off by IA.
   iii. Whistleblowing policy – provides an independent platform to the employees to report fraudulent activity anonymously to the IA team. The IA then investigates the complaints and shares the results with Senior Management Team and the AC.
3. Advisory/Consulting – focused on raising awareness internally by, for example, regularly holding training sessions on fraud awareness.

AC oversight of Internal Audit

The AC reviews the performance of the IA function, internal audit findings (including fraud reporting and complaints received from the whistleblowing platform) and management responses, as well as the Annual Internal Audit Plan. It also ensures that no limitation on audit has been imposed.

The AC assesses the composition and make-up of the IA Team each year and plays an active role in the appointment, evaluation and replacement/dismissal of the Head of Internal Audit. In addition to this, the AC carries out reviews of the IA Team's size, skills and resources on a regular basis to ensure that internal audits continue to be performed effectively notwithstanding the constantly evolving needs of the businesses. It undertakes detailed reviews of the IA team's work under the three-year rolling Internal Audit Plan and the adequacy of the reports generated to satisfy itself that the IA function is effective, independent and has appropriate standing within the Company. The AC also regularly meets with IA, without the presence of Management, to discuss any issues of concern.

IA Country and Function Heads are invited to attend AC meetings to discuss incidents and remediation. This system empowers the IA Team and ensures that the source of any risk is addressed promptly. The Human Resources function takes into account the internal audit findings/ratings when evaluating the performance of managers.

Highlights of IA activities in 2022

From Q2 2022 onwards, onsite field audits resumed following a hiatus caused by the COVID-19 pandemic. Desktop audits also continued to take place during the year. These involve making use of conference/zoom calls, leveraging digital media to collate relevant audit work papers, deploying enhanced data analytics tools and carrying out remote surveys. As a result of their effectiveness during the pandemic and in line with the Group's risk-based approach, desktop audits will continue to be utilised, particularly for low-risk entities where it is not practical for field visits to be made by the IA team.

A key change during the year was the establishment of individual IA teams for each of the new independent operating groups – **ofi** and Olam Agri – which were created as part of the Re-organisation Plan. This will enable each IA team to draw up its own set of priorities and plans and proceed to action these. The AC assessed the segregation of the IA function into the three operating groups following the Re-organisation as well as the actions taken to address issues that were identified and mitigate any risks.

Ethics, compliance and whistleblowing

Ethical Business Programme

The Company is committed to setting high ethical conduct standards across the Group. A zero-tolerance approach to fraud and corruption has been adopted and, in line with this, the Ethical Business Programme has been put in place. This comprises the Code of Conduct (CoC), the Anti-Bribery and Corruption Policy (ABC Policy) and the Whistleblowing Policy (collectively, the EBP). The EBP provides the framework, principles and standards that everyone working in and for the Company, including Directors, are expected to adhere to.

Whistleblowing

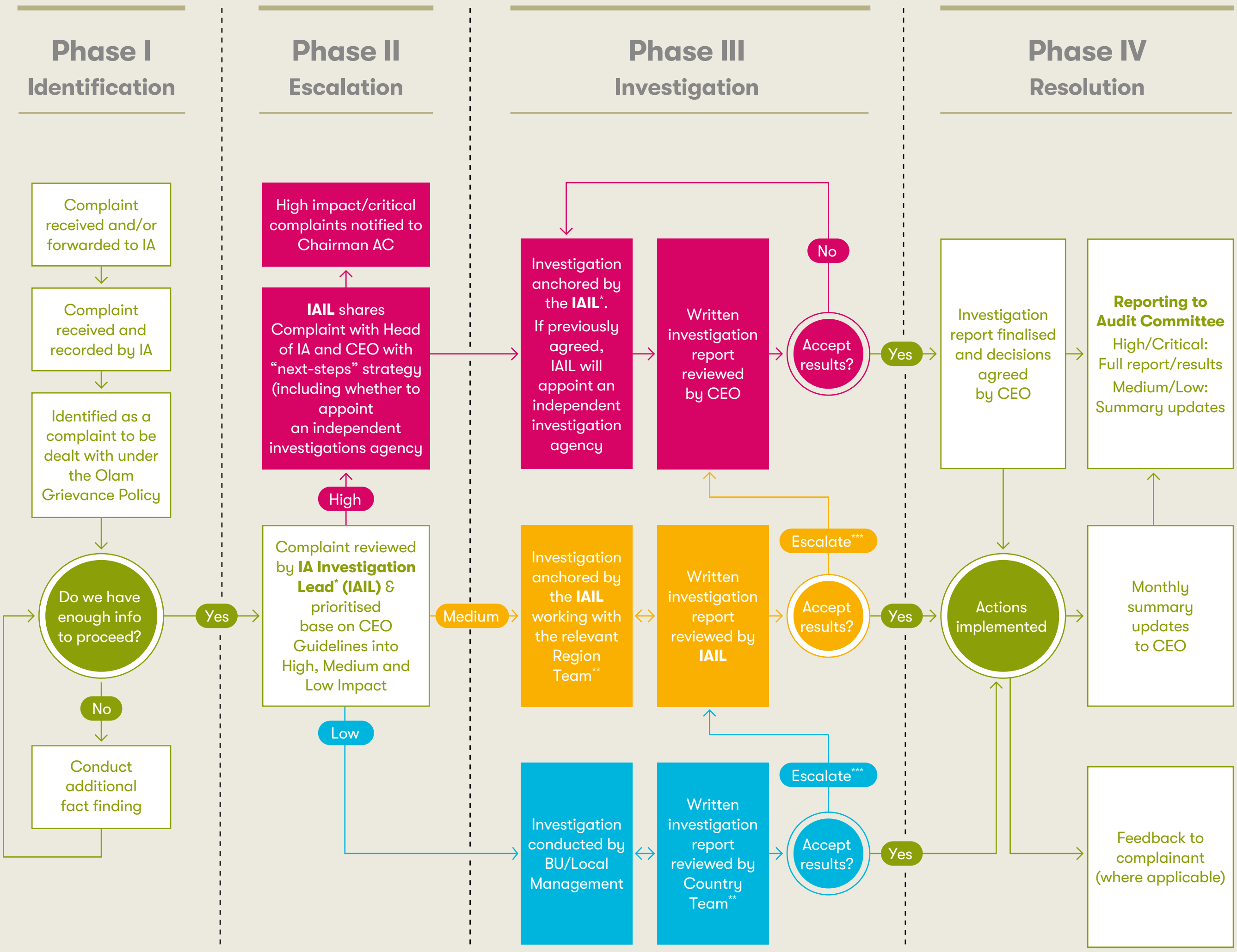
All employees can report possible fraud, misappropriation, improprieties and unethical practices in good faith and confidence and without fear of reprisals or concerns via an independent whistleblowing platform. The platform, which allows 100% anonymity using a reporting link olam-agriogh.whispli.com/lp/speakup, is available on Workplace, the Groups employee engagement platform.

Internal Audit receives all reports immediately. To safeguard the whistleblower from retaliation for raising a compliance or integrity issue, employees are advised to immediately report any suspicions of retaliatory action using the communication channels provided in the EBP.

To ensure that all reported incidents/complaints are adequately brought to the notice of the stakeholders concerned and that corrective action has been initiated, a prioritisation guide and an investigation process structure is detailed in the EBP.

All employees are required to undergo online training to familiarise themselves with the ABC Policy. Completion of the training is tracked and monitored by the Head of Ethics and Compliance and reported to the IA and the AC under the IRAF. Periodic reminders and updates on the EBP are communicated to all staff as part of the Company's efforts to instil strong ethical values. In 2022, employees within the Group completed the anti-bribery and corruption training.

Whistleblowing Investigation Process



* Supported by HR and Legal as deemed necessary
** Regional/Country team to consist of members from regional/country leadership team, Legal and HR
*** Investigation results to be escalated to higher forum if results indicate a more serious breach

Internal controls

The Company has a system of robust internal controls in place. These processes are regularly strengthened to reflect the changing needs of the Group's businesses and the prevailing regulatory environment. The Company's internal controls structure is made up of a series of frameworks, policies and procedures that have been established to provide reasonable assurance that the organisation's related objectives will be achieved. These include:

- an enterprise risk management framework which examines the effectiveness of the Company's risk management plans, systems, processes and procedures;
- the In-Business Control framework which covers all the geographies and entities where the Company operates;
- the IRAF which has been implemented across all the Group's functions;
- the information security controls framework and CISO monitoring; and
- Internal Audit, including any specialised audits undertaken, as well as external auditor work.

Financial limits

Authorisation and financial approval limits are in place for operating and capital expenditure, the procurement of goods and services and the acquisition and disposal of investments. Board approval is required for any financing and refinancing outside of the approved Annual Refinancing Plan, net debt and gearing limits, capex transactions, investments and divestments exceeding certain threshold limits.

Authority for transactions below set limits is delegated to Board Committees and Management. Reserved matters, such as the issue of equity and dividend and other distributions, require the Board's specific approval.

Integrated Risk and Assurance Framework

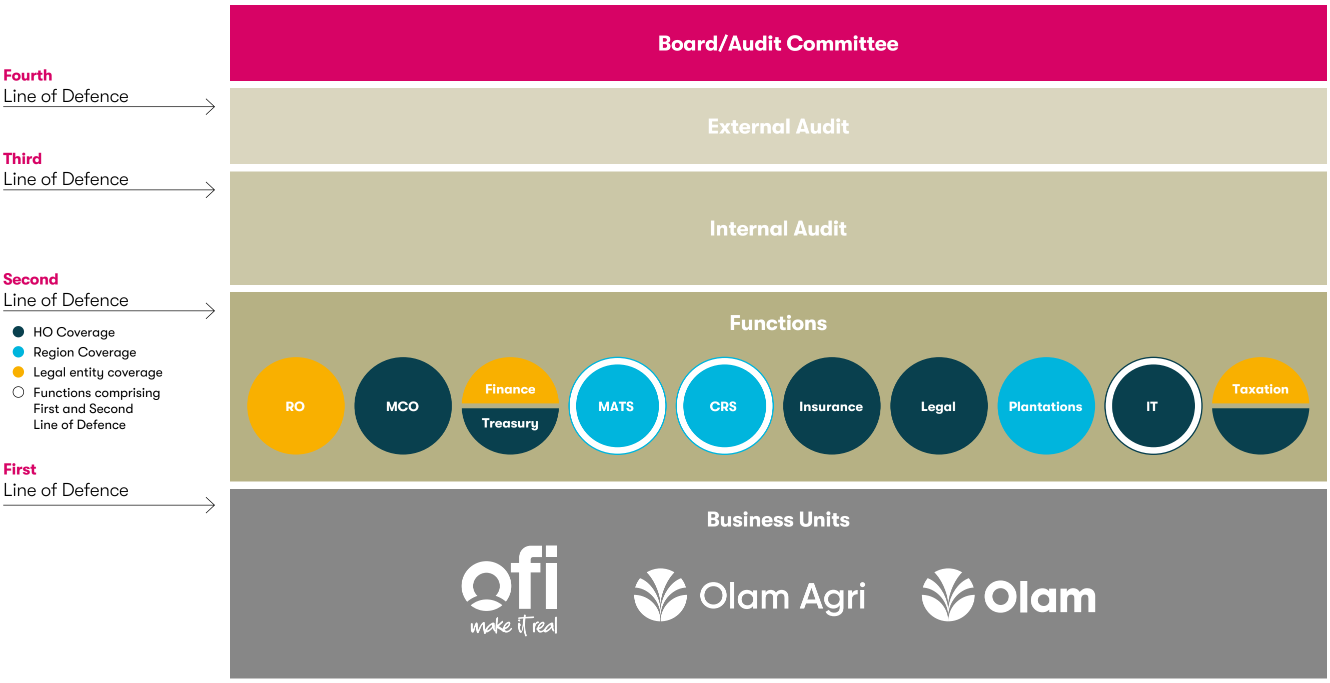
The Integrated Risk and Assurance Framework (IRAF) was developed in 2016 to ensure the adequacy and effectiveness of the Company's internal controls, including financial, operational, compliance and information technology controls, and risk management systems. It is used to capture the inherent level of risk, the impact of risk, the frequency of risk and the owners of risk.

The IRAF provides a single view of assurance across a wide range of relevant risks and to reduce duplication (and bridge gaps) across functions. It ensures accountability across all lines of defence and acts as a mechanism to assist the Board and Board Committees in their review of risks and controls and to form an opinion on the adequacy and effectiveness of the risk and internal controls frameworks.

The four lines of defence under the IRAF are:

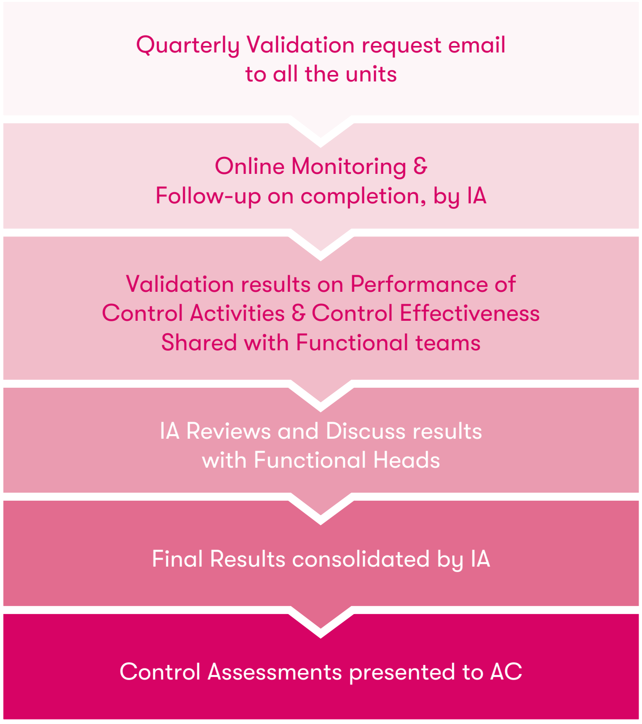
- the Business Units
- the Functions
- the Internal Audit Function
- the external auditors

Olam's Lines of Defence



IRAF validation process

The various steps involved in the validation of control performance, its effectiveness and subsequent review by IA based on discussions with the Business Unit and Functional Heads are summarised in the chart below:



Board statement on Group risk management systems and internal controls

The Board has received assurance from the Group CEO and the Group CFO that:

- the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances;
- from their review with the risk owners of their assessments of the standard operating procedures framework, escalation reporting, breaches and assurance processes, they are satisfied with the adequacy and effectiveness of the Company's risk management and internal control systems; and
- the Company has implemented adequate and effective control measures to protect its exposure to and interests in relation to any sanctions-related risks.

Based on the work carried out under the IRAF and performed by the control functions and the internal and external auditors, the assurance received from the Group CEO and the Group CFO as well as the reviews undertaken by various Board Committees:

- the Board, with the concurrence of the AC and BRC, is of the view that the Group's risk management systems are adequate and effective; and
- the Board, with the concurrence of the AC, is of the opinion that the internal controls, addressing the financial, operational, compliance (including sanctions-related risk) and information technology controls of the Company, are adequate and effective to meet the needs of the Group in its current business environment.

The Board notes that the internal audit and the internal controls systems put in place by Management provide reasonable assurance against material financial misstatements or loss, and assurance reliability, relevance and integrity of information (including financial information), completeness of records, safeguarding of assets, effectiveness and efficiency of operations and compliance with applicable policies, laws and regulations. However, it is opined that such assurance cannot be absolute in view of the inherent limitations of any internal audit and internal controls system against the occurrence of significant human and system errors, poor judgement in decision-making, losses, fraud or other irregularities.

Capital and Investment Committee (CIC)

In October 2022, Lim Ah Doo, Chairman of the Board, took over the chairmanship of the CIC following the retirement of Sanjiv Misra as a Director of the Company. The membership of the Committee is comprised of a mixture of Independent and Non-Independent Non-Executive Directors. Group CEO is also a member of the Committee.

Lim Ah Doo
CIC Chair

Members of the Committee

- Lim Ah Doo* (Chair of the Committee)
- Sunny George Verghese
- Kazuo Ito
- Ajai Puri (Dr)*
- Nagi Adel Hamiyeh

During the year under review, the CIC held 4 meetings.

Meeting attendance shown on page 142.

* Independent Director

Dear Stakeholders,

This report provides an overview of the Capital and Investment Committee's remit along with a round-up of its activities over the course of the year ended 31 December 2022.

Committee purpose

The focus and priorities of the CIC evolve in tandem with the Group's strategic goals and priorities, and also with the issues and challenges faced. As part of the Company's Strategic Plan 2019–2024, January 2019 to the present has been a highly active period in terms of investments, divestments and debt refinancing activities. Apart from business as usual, the CIC also provided oversight, advice and guidance on matters related to both the Strategic Plan and the Re-organisation.

The responsibilities of the CIC are detailed in its established Terms of Reference and include:

- reviewing and recommending for approval of the Board, the overall capital structure, gearing and net debt norms for the Company;
- establishing a policy on approval limit for capital expenditure and acquisitions;
- reviewing and approving (or recommending to the Board for approval) the Company's operating and capital expenditure budgets annually, and reviewing performance against these budgets on a periodic basis;
- reviewing periodically the performance of investments and acquisitions made by the Company, its subsidiaries or associates against the investment thesis;
- reviewing and monitoring the Company's capital structure;
- reviewing and approving the Annual Financing Plans (debt raising or refinancing);
- monitor the progress of the divestment of exiting assets;
- reviewing and recommending for approval of the Board, any new equity capital raising or issuance of any equity-linked instruments, including convertible bonds and perpetual securities;
- reviewing investment policy guidelines and capital expenditure plans against the same;
- considering and approving all capital expenditure, acquisition and/or divestment proposals pursuant to the policy on approval limit for capital expenditure and acquisitions;
- monitoring interest rate trends and implications; and
- reviewing and assessing the adequacy of foreign currency management.

The CIC has access to any member of the Management Team when reviewing the above along with information on financing plans, investments and divestments. It also actively engages with the Management Team when deliberating on any subject matter within the CIC's purview.

The CIC works closely with other Board Committees, including the AC, BRC and CRSC, to ensure that overall governance of the Company is functioning well.
For example:

- the AC contributes to the CIC's work relating to challenged assets and businesses and discussions regarding potential impairments;
- the BRC sets parameters for the Company's risk appetite and the identification of risks, which are key inputs when considering potential investments that the Company may choose to make; and
- the CRSC examines issues relating to sustainability and the ongoing focus on the Group's prioritisation of and compliance with all appropriate laws and policies in relation to investments, including both those that have been completed and those that are under consideration.

Key activities undertaken during the year

At the beginning of each year, the CIC Chair discusses with Senior Management Team on the CIC's priorities for the year ahead. Key focus areas for the year are identified in addition to the Committee's defined responsibilities as detailed above, for 2022 these included:

- reviewing and ongoing monitoring of the capital structure of the three operating groups that were established in December 2021 as part of the Re-organisation Plan;
- reviewing and monitoring gearing levels, net debt norms and the Annual Refinancing Plan at both the Group and operating group levels; and
- monitoring financing and refinancing arrangements against the Annual Refinancing Plan.

Corporate Responsibility and Sustainability Committee (CRSC)

The Company's philosophy is centred around delivering profitable growth and shareholder value by conducting business in an ethical, socially responsible and environmentally sustainable manner. The Committee's role is to ensure that practices on the ground reflect Group philosophy.

Nihal Vijaya Devadas Kaviratne CBE
CRSC Chair

Members of the Committee

- Nihal Vijaya Devadas Kaviratne CBE*
  (Chair of the Committee)
- Sunny George Verghese
- Marie Elaine Teo*
- Ajai Puri (Dr)*
- Hideyuki Hori

During the year under review, the CRSC held 4 meetings.

Meeting attendance shown on page 142.

* Independent Director

Dear Stakeholders,

This report provides an overview of the Corporate Responsibility and Sustainability Committee's (CRSC) purpose and work. It also covers the activities undertaken by the Committee over the course of the year.

We believe that tackling the social and environmental challenges faced by the food and agricultural sectors today are not only vital to our business but also to our licence to operate and our relationships with our stakeholders. Furthermore, through our own operations and supply chains and through collaboration with other public and private sector partner supply chains, we recognise we are able to make a positive contribution to the communities and environments in which we operate.

Committee purpose

The CRSC is one of five Board Committees that have been established to support the Board in monitoring and managing risks faced by the Company. The CRSC is focused on managing environmental, social and governance-related risks.

The responsibilities of the CRSC are detailed in its Terms of Reference and include:

- reviewing and recommending to the Board the Corporate Responsibility and Sustainability (CR&S) vision and strategy for the Group;
- overseeing the integration of CR&S perspectives into the Company's strategy and businesses;
- reviewing global CR&S issues and trends and assessing their potential impact on the Group;
- reviewing the state of the Group's health and safety measures and status;
- monitoring the implementation, through the CR&S function, of strategy as well as policies and investments in the CR&S area;
- reviewing progress made on various initiatives;
- supporting Management's response to crisis, where required;
- reviewing the Company's report and statement on sustainability activities, commitment and involvement and its sustainable sourcing platform;
- reviewing the adequacy of the CR&S function; and
- reviewing the findings from the Integrated Risk and Assurance Framework Report which relates to the CRSC oversight.

Oversight role

Regarding the formulation and implementation of the Group's sustainability policies and projects, the CRSC works closely with the Group's dedicated CR&S function and its heads, Dr Christopher Stewart, Global Head of CR&S, Julie Greene, Chief Sustainability Officer (CSO) of Olam Group and Olam Agri and Gerard Manley, CSO for **ofi**. The CR&S Function and embedded sustainability experts across the business play a central role in guiding and advancing the Group's response to social and environmental issues. They also work to embed ESG standards and best practices across the Group's operations, thereby ensuring good governance.

Sharing ideas and collaborating with organisations across the public and private sectors has been and continues to be central to the ongoing development of the Company's commitments and approach to corporate responsibility and sustainability matters. As the CRSC is charged with an oversight role, it is kept informed of the Company's discussions with relevant Non-Governmental Organisations.

In order to discharge its responsibilities effectively, the Chairman and other members of the CRSC may visit the Company's global operations, along with members of the Management Team, to gain deeper insights into the CR&S function's activities on the ground. The onset of the pandemic and associated travel restrictions impeded this useful oversight tool. The lifting of restrictions, however, enables these visits to resume.

The Committee actively monitor how the various ESG initiatives and programmes are embedded within the Group's existing businesses and how corporate responsibility and sustainability issues, and the reporting by Management team on such issues, are incorporated in the Company's pursuit of various investments.

Health and safety

Monitoring the health and safety and wellbeing of employees is a key role of the CRSC. In line with promoting a zero-tolerance culture to fatal accidents across the Company, the Committee reviews the Group Head of Safety's health and safety report each quarter. In addition, regular updates are received between each quarters on any safety issues and concerns. Read more about the Group's health and safety measures in the Human Capital, Health and Safety section of this report.

Key areas of focus for the Committee in 2022

- COVID-19 – for a large part of the year, the CRSC continued to monitor the impacts of the pandemic on Olam and the health and safety of employees across the Group's operations and geographies, as well as on the farming communities in which it operates.
- Health and Safety – the Committee regularly held discussions surrounding safety performance and continued to monitor relevant metrics such as Lost Time Injury Frequency Rate, and carried out in-depth reviews of serious incidents including fatalities.
- Climate Change risk management assessment – the CRSC monitored the ongoing implementation of the CR&S team's climate action playbook to reduce emissions, including Scope 3 emissions across the Group's supply chains.
- Revised Olam Group ESG strategy – ongoing review of progress made with regard to the roll-out of the Group's ESG strategy and its 2030 goals which are focused on advancing the Company's efforts to reduce its impact on the climate, regenerate ecosystems, improve livelihoods and ensure good governance. Read more about how the Group manages its impact on Climate Change in the Natural Capital, Climate Change section of this report.
- Continued focus on farmer and rural communities' livelihoods – the Company recognises that improving farmer livelihoods and strengthening prosperity in rural communities is vital when it comes to tackling global issues such as climate change, deforestation and conserving natural resources and food security. With this in mind, targeted actions, such as improving transparency across our operations and supply chains, have been developed and rolled out. The CRSC plays a role in monitoring the ongoing progress of these initiatives.
- Re-organisation – following the division of the Group's portfolio of businesses into three new operating groups in December 2021, the CRSC continued to review and monitor the organisational structure of the CR&S central function to ensure that the policies, procedures and goals already in place continued to be reflected in the respective business strategies of the three operating groups.
- The Board completed the sustainability training during the year under review to meet the enhanced SGX sustainability reporting rules announced in March 2022.

Managing stakeholder relationships

This section sets out how the Company engages with its stakeholders and in the process demonstrates how Olam complies with the Code's Principles 11, 12 and 13.

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.

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.

Enhancing investor communication

The Group recognises that constantly improving communication with the Investing Community is key to promoting a better understanding of Olam's business. Enhancing investor communication is therefore a strategic priority for the Company, one which is centred around two-way communication so that investors' perspectives and requirements when it comes to decision-making are better understood.

Olam is therefore committed to providing shareholders, investors and analysts (collectively referred to as the 'Investing Community') and key intermediaries (including financial media, brokers and independent research organisations) with clear and concise information regarding the Group's corporate strategy, its financial and non-financial performance and its various environmental, social and governance developments so that they can make informed judgements on the Company.

The Group Investor Relations team has lead responsibility for enhancing investor communication. The Group CEO, Group CFO and the Senior Management Team play an active role in investor relations activities in consultation with the Board and with the Global CR&S Team regarding environmental, social and governance issues.

Salient and timely disclosure

The Group is committed to the practice of fair, transparent and timely disclosure and aims to deliver salient information to the investing community in this manner at all times.

At every meeting with an individual investor or analyst, the Group ensures that the conversation is centred around discussions on company information that is already announced via SGXNET or is non-material or non-price sensitive in nature.

Following amendments made to the SGX-ST Listing Rules (Mainboard), since 2020 the Company has reported its financial results half-yearly and webcast results briefings 'live' to cater to global audiences. The full financial statements, press release, Management discussion and analysis and presentation materials provided at the briefings are disseminated through the SGXNET outside trading hours. They are also posted on the Company's website (olamgroup.com) and distributed by email to subscribers and investors who have consented to receive the Group's news alerts. The Company will also continue to provide relevant updates on its strategy, operating and financial conditions as appropriate.

In addition to the results briefings, media and analysts' conferences and teleconference calls are held to communicate material corporate developments. These media and analyst conferences are also webcast live.

Website

The Group's Investor Relations website at olamgroup.com/investors is a central resource for providing the Investing Community with salient and timely information. Company announcements, news, investor presentations, webcasts, transcripts of earnings conference calls, historical financial information on spreadsheets, annual reports, upcoming events, shareholding structure and dividend information can all be found on the website. The website was streamlined in late 2022 to enhance user navigation and provide answers to investors' frequently asked questions.

Contact details for investors to submit their feedback and email questions to the Group Investor Relations team are also available on the website.

Engaging the investing community

Investor Relations events in 2022

Date	Event
9 February	Olam-Securities Investors Association (Singapore) Virtual Information Session on proposed restructuring of Olam Group by Scheme of Arrangement, and proposed listing and demerger of **ofi**
18 February	Scheme Meeting on the proposed restructuring and Extraordinary General Meeting on the proposed listing and demerger of **ofi**
28 February	Media and Analysts Conference on Second-Half and Full Year 2021 results
16 March	Delisting of Olam International Limited shares and listing of Olam Group Limited shares
25 March	Media and Analysts Conference on strategic partnership with SALIC through the sale of a substantial minority stake in Olam Agri
25 April	1^{st} Annual General Meeting of Olam Group Limited
20 June	Extraordinary General Meeting on sale of a substantial minority stake in Olam Agri
12 August	Media and Analysts Conference on Half Year 2022 results

In addition to earnings and corporate development briefings, meetings, telephone and video conference calls are held with the Investing Community to facilitate their understanding of the Company's business model and growth strategies. The Company also undertakes investment roadshows and participates in relevant investment conferences on a selective basis, both in person and virtually. At times, participation in roadshows and investment conferences may increase in order to help communicate key messages and/or address any market concerns.

As a general rule, the Group endeavours to accommodate requests from investors and analysts for meetings/calls to discuss matters related to the Company, provided these meetings/calls do not fall within the closed periods prior to the announcement of financial results.

Knowing who the Group's shareholders are is a first step in fostering constructive two-way interaction. The Group regularly tracks changes in its shareholder base to help tailor shareholder engagement and targeting programmes. We maintain an electronic database of the Investing Community, which enables us to target investors and track each meeting held and, in the process, measure the frequency, quality and impact of conversations held.

The Group continues to harness the web, social media, video and mobile applications to engage further with the Investing Community. Obtaining feedback on the Company's strategy and direction via investor surveys or perception studies on specific issues as well as through the investor relations outreach programmes, is a key part of the stakeholder management process. Investors' feedback is also a key input to reviewing our strategic plans.

Employee and retail shareholders

In addition to institutional shareholders, the Group Investor Relations team facilitates ongoing communication with its employees and retail shareholders via the Group's employee intranet, Workplace and shareholder communication services provided by the Securities Investors' Association of Singapore (SIAS) respectively.

Shareholder base

Olam benefits from having a diverse and supportive shareholder base. The chart below details the Group's shareholding structure.

Temasek:	**51.2%**
Mitsubishi Corporation:	**14.4%**
Kewalram Chanrai Group:	**6.8%**
Directors:	**4.3%**
Other institutional and public:	**23.3%**

Note: As of end-January 2023, about 7.4% of total issued share capital was held by institutional investors.

Encouraging greater shareholder participation at AGMs

Olam promotes fair and equitable treatment of all shareholders.

All shareholders enjoy rights as stipulated under the Singapore Companies' Act and the Constitution of the Company. These rights include, among others, the right to participate in profit distributions and the right to attend and vote at Annual General Meetings (AGMs). Ordinary shareholders are entitled to attend and vote at the AGM by person or proxy. Indirect investors who hold Olam shares through a nominee company or custodian bank or through a CPF agent bank may attend and vote at the AGM. Shareholders are informed of the details of AGMs including time and place through circulars and through notices published in the newspapers.

The AGM is an opportunity for the Board and Senior Management Team to communicate directly with shareholders and also for shareholders to ask questions and share their views on the Company. With this in mind, Olam continually looks at ways to improve the effectiveness of AGMs in terms of these being a forum for two-way communication between the Company and its shareholders.

With the exception of the last three AGMs, which were conducted only by electronic means as a result of the COVID-19 pandemic, Olam AGMs are held in Singapore's city centre so that they are easily accessible for most shareholders. Board members, including the Chairman of all Board Committees, namely, the AC, BRC, CIC, CRSC and NRC, and key executives of the Senior Management Team, attend the AGM. The external auditors are also present to address shareholder queries.

At the meetings, the Group CEO typically delivers a presentation to provide shareholders with an update on the Group's financial performance and progress made over the course of the year under review.

Voting on resolutions at AGMs

Shareholder issues, particularly those that require shareholder approval, such as the re-election of Directors and the approval of Directors' fees, are treated as distinct subjects. As a result, these are submitted to shareholders at the AGM as separate resolutions. When considering these, shareholders are given sufficient time to ask questions on each resolution tabled.

In terms of voting, since 2011, electronic poll voting has been utilised to provide greater transparency and improve the efficiency of the voting system. Shareholders who are present in person or represented at the meeting are entitled to vote on a one-share, one-vote basis on each of the resolutions by poll, using an electronic voting system. In 2022, where meetings of shareholders were held, "live" voting was enabled when the meetings were held virtually.

Voting and vote tabulation procedures are declared and presented to shareholders in a video before the AGM proceeds. The Company appoints an independent scrutineer to count and validate the votes at the AGM. The results of all votes cast for and against in respect of each resolution, including abstaining votes, are instantaneously displayed at the meeting and announced on SGXNET after the AGM.

During the AGM, shareholders are given the opportunity to ask questions or raise issues. The questions and answers are recorded and detailed in the minutes. Since 2019, the minutes of all general meetings are available to view on the Company's website (olamgroup.com/investors).

1st AGM of Olam Group Limited (1st AGM)

Following the Re-organisation of the Company into three operating groups, the first AGM of Olam Group was held on 25 April 2022. Owing to the ongoing COVID-19 situation in Singapore at the time and with the wellbeing of shareholders in mind, the 1st AGM was held electronically.

Shareholders were able to participate at the 1st AGM through the 'live' webcast where shareholders or duly appointed proxies were able to observe and/or listen to the proceedings, ask questions and vote in real-time via electronic means. Shareholders were also able to appoint the Chairman of the Meeting as proxy to vote on their behalf.

Prior to the AGM, a summary booklet was mailed to those shareholders with a registered address in Singapore, along with an announcement that was released on SGXNET, which set out the information on pre-registration, submission of questions and voting at the 1st AGM, including CPF and SRS investors.

All Board members were present at the 1st AGM:

Chair of the Board and Board Committees
Lim Ah Doo, Chair of the BSC, NRC and CIC*
Yap Chee Keong, Chair of the AC
Marie Elaine Teo, Chair of the BRC
Sanjiv Misra, Chair of the CIC*
Nihal Vijaya Devadas Kaviratne CBE, Chair of the CRSC

* Sanjiv Misra stepped down as CIC Chair on 31 October 2022 and replaced by Lim Ah Doo

Board Members
Kazuo Ito, Non-Executive Director
Sunny George Verghese, Group CEO and Executive Director
Joerg Wolfgang Wolle (Dr), Non-Executive and Independent Director
Ajai Puri (Dr), Non-Executive and Independent Director
Norio Saigusa, Non-Executive Director

The independent scrutineer for the First AGM was RHT Governance, Risk & Compliance (Singapore) Pte. Ltd..

Dividend policy

The Company does not have a fixed dividend policy. The Directors seek to recommend dividends consistent with the Company's overall governing objective of maximising intrinsic value for its shareholders. As a practice, the Company provides an explanation on the dividend recommended at the AGM in the explanatory notes of the Notice to AGM. Please refer to the explanatory note on page 264 of this report for more information.

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.

Olam has a wide and diverse stakeholder base, one that matches the Company's broad range of business activities and geographies, which includes operations in emerging markets. Many of these activities, such as sourcing, trading, growing, processing and distributing crops and industrial raw materials, are viewed as being 'high risk' through a sustainability lens. As a result, engagement with stakeholders is a priority and takes place at every level of the Group across its businesses and geographies.

In terms of who our stakeholders are, these include:

- employees and contract workers
- investors
- large and small-scale farmer suppliers
- local communities in which we operate
- customers ranging from multi-national brands and retailers to SMEs
- campaigning NGOs
- technical NGOs who are often also partners
- financiers, including Development Finance Institutions
- governments
- regulatory bodies, such as the commodity exchanges
- industry standards bodies
- trade associations
- certification partners
- foundations
- research institutions

Working effectively with each of the above stakeholders is key to ensuring the long-term success of the Group's operations and businesses. It is therefore important that we engage, listen and collaborate with our stakeholders. Details on how the Group engages with its key stakeholders, the various types of partnerships that are in place and the material issues and areas that matter to Olam's stakeholders can be found in the Strategic Report section of this report (see pages 86 to 89).

Dealing in securities

Olam is committed to transparency, fairness and equity in its dealings with all its shareholders. The Group adheres to all laws and regulations that govern a company that is listed and trading on the SGX-ST.

An established policy is in place regarding dealings in the securities of the Company by its Directors and employees. This policy, which is in line with the SGX-ST Listing Rules, sets out the implications of insider trading and provides guidance on dealings.

The policy provides that the Company, its Directors and employees must not deal in the Company's securities at any time after a price-sensitive development has occurred, or has been the subject of a decision, until the price-sensitive decision has been publicly announced.

In addition, the Group, its Directors and executives are not permitted to deal in the Company's securities one month prior to the publication of the half-yearly and annual financial results. The no-dealing period ends at the close of trading on the date of the announcement of the relevant results. Directors and employees of the Company are notified of close periods for dealing in the Company's securities as well as any special dealings restriction that may be imposed from time to time. Directors who deal in the shares and any other securities of the Company are required to notify the Company within two business days of becoming aware of the transaction.

Directors and employees are discouraged from short-term speculative trading in the Company's securities. Instead, it is encouraged that personal investment decisions should be geared towards the long term.

Material contracts

There were no material contracts involving the interests of any Director or controlling shareholder entered into by the Company or any of its subsidiaries. In addition, no material contracts have been subsisted since the end of the year ended 31 December 2022.

Interested person transactions

All transactions with interested persons are reviewed by the internal auditors and reported to the AC for approval. The transactions are carried out on normal commercial terms and are not prejudicial to the interests of the Company or its minority shareholders. The Company's disclosures in respect of interested person transactions (IPT) for the year ended 31 December 2022 are as follows:

Parties	FY 2022 S$
Singapore Telecommunications Limited	251,944
MS Commercial Pte Ltd	6,507,520
DBS Bank Limited	3,076,823
Standard Chartered Bank	1,797,383

In the event that any of the AC members has an interest in an IPT under review or any business or personal connection with the parties or any of its associates, the relevant AC member shall abstain from any decision-making procedure in respect of that IPT, and the review and approval of that IPT will be undertaken by the remaining members of the AC where applicable. If there is only 1 member of that approving authority or where all the members of the relevant approving authority of the IPT are conflicted, the approval from the next higher approving authority shall be sought.

Shareholders of the Company who are interested persons of an IPT shall also abstain from voting their shares on a resolution put to the vote of shareholders in relation to the approval of such IPT. Directors who are deemed an interested person of an IPT that requires the approval of shareholders will abstain from voting his/her holding of shares (if any) on any resolution put to the vote of shareholders in relation to the approval of any IPT. Directors will also decline to accept appointment as proxy for any shareholder to vote in respect of such resolution unless the shareholder concerned shall have given specific instructions in his/her proxy form as to the manner in which his/her votes are to be cast in respect of such resolution.

General information

This information is intended to help readers understand the basis of our financial reporting and analysis contained in this Annual Report 2022.

For financial reporting purposes, the structure and segmentation of Olam Group's operating groups and businesses are as follows:

Operating groups	Businesses	Reporting segments	Key performance metrics
ofi	cocoa, coffee, dairy, nuts, spices	1. Global Sourcing 2. Ingredients & Solutions	Segment-level Volume, Revenue, EBIT, Adjusted EBIT, EBIT per MT, Invested Capital (IC), EBIT/IC
Olam Agri	grains & oilseeds, integrated feed & proteins, edible oils, rice, specialty grains and seeds, cotton, wood products, rubber, commodity financial services	1. Food & Feed – Origination & Merchandising 2. Food & Feed – Processing & Value-Added 3. Fibre - Agri-industrials & Ag Services	Segment-level Volume, EBIT, EBIT per MT, Invested Capital (IC), EBIT/IC
Remaining Olam Group	Nupo Ventures (Engine 2 growth platforms), Mindsprint (formally OTBS) and OGH (Deprioritised assets and gestating assets, including Olam Palm Gabon, Packaged Foods, Infrastructure and Logistics (ARISE P&L))	1. De-prioritised/Exiting Assets 2. Gestating Businesses (including Mindsprint) 3. Incubating Businesses	Segment-level Volume, EBIT, Invested Capital (IC), EBIT/IC
Consolidated Olam Group		Volume, Revenue, EBIT, Invested Capital (IC), EBIT/IC, ROIC, ROE, FCF from Operations	

Definitions of key financial metrics

Sales Volume: Sale of goods in metric tonne (MT) equivalent. There are no associated volumes for Commodity Financial Services and Infrastructure and Logistics businesses.

Revenue: Sale of goods and services Income: Includes sale of scrap materials, commissions and claims income and fair value gain on investments held for trading. Negative goodwill, gain on sale of assets and other non-recurring, exceptional items which are part of Other Income in the audited consolidated financial statements, are classified as Exceptional Items.

Cost of Sales: Cost of goods sold, shipping and logistics, commissions and claims expenses and the net measurement of derivative assets.

Selling, General and Administrative Expenses: Employee benefit costs, manufacturing overheads, travel expenses and other direct expenses.

Other Operating Expenses: Unrealised foreign exchange gain/loss and other expenses.

Net changes in fair value of biological assets: Records changes in the fair value of agricultural produce growing on bearer plants and livestock.

Exceptional Items: One-off, non-recurring items, including negative goodwill and related transaction costs, gain/loss on sale of assets/business, gain/loss on buyback of bonds, impairment loss, finance charges on pre-payment of loans and non-recurring business restructuring expenses. Tax expenses associated with these items are also presented as Exceptional Items.

EBITDA: Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) which includes minority interest and excludes Exceptional Items.

EBIT: Earnings Before Interest and Tax, excludes Exceptional Items.

Adjusted EBIT: Earnings Before Interest and Tax, excludes Exceptional Items, and adjusted for amortisation of acquired intangibles.

PAT: Net profit after tax.

PATMI: PAT less minority interest.

Operational PATMI: PATMI excluding Exceptional Items.

Total Assets: Except in the financial and performance highlights on pages 6 to 9 where total assets comprise non-current assets and current assets in the balance sheet, total assets are defined as net of trade payables and accruals, derivative financial instruments (current liabilities), provision for taxation, other current liabilities and non-current liabilities, and deferred tax liabilities.

Invested Capital (IC): Excludes cash and bank balances, deferred tax assets, fixed deposits, other current/non-current assets (other than option premiums payable/receivable) and fair value of derivative assets on bonds.

EBIT/IC: EBIT on average invested capital based on beginning and end-of-period invested capital.

Return on Equity: Excludes impact of capital securities distribution on net income and capital securities on equity.

Operational Return on Equity: Excludes exceptional items and impact of capital securities distribution on net income, and capital securities on equity.

Operational Earnings Per Share: Earnings excluding exceptional items per ordinary share.

Net Gearing: Ratio of Net Debt (gross debt less cash) to Equity (before fair value adjustment reserves).

Net Gearing (adjusted): Net gearing adjusted for readily marketable inventories that are liquid, hedged and/or sold forward, operating as near-cash assets on the balance sheet, and secured receivables are supported by letters of credit or documents through banks.

Free Cash Flow to Firm (FCFF): Operating cash flow less changes in working capital, cash taxes, capital expenditures and investments.

Free Cash Flow to Equity (FCFE): FCFF less net interest paid.

ROIC: Return (net operating profit after tax) on invested capital.

Disclaimer

Certain sections of our 2022 Annual Report have been audited. The sections that have been audited are set out in the Independent Auditor's report (pages 179 to 182), and include pages 183 to 254 of the Financial report. Readers should note that legislation in Singapore governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions. Except where you are a shareholder, this material is provided for information only and is not intended to confer any legal rights on you. This Annual Report does not constitute an invitation to invest in the Company's shares. Any decision you make relying on this information is solely your responsibility. The information given is as of the dates specified, is not updated and any forward-looking statement is made subject to the reservation specified in the following paragraph.

Financial report

Contents

Directors' statement

The directors are pleased to present their statement to the members together with the audited consolidated financial statements of Olam Group Limited (the 'Company') and its subsidiary companies (the 'Group') and the balance sheet and statement of changes in equity of the Company for the financial year ended 31 December 2022.

1. Opinion of the directors

In the opinion of the directors,

i. the financial statements set out on pages 183 to 254 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2022, changes in equity of the Group and of the Company, the financial performance and the cash flows of the Group for the financial year ended on that date; and
ii. at the date of this statement there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. Directors

The director of the Company in office at the date of this statement is:-

Lim Ah Doo
Ajai Puri (Dr.)
Joerg Wolle (Dr.)
Kazuo Ito
Marie Elaine Teo
Nagi Adel Hamiyeh
Nihal Vijaya Devadas Kaviratne CBE
Hideyuki Hori
Yap Chee Keong
Sunny George Verghese

3. Arrangements to enable directors to acquire shares and debentures

Except as disclosed in this report, neither at the end of nor at any time during the financial year ended 31 December 2022 was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

4. Directors' interests in shares and debentures

According to the register of the directors' shareholdings, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Held in the name of the director or nominee			Deemed interest		
Name of directors	As at 1.1. 2022 or date of appointment, if later	**As at 31.12.2022**	**As at 21.1.2023**	As at 1.1.2022 or date of appointment, if later	**As at 31.12.2022**	**As at 21.1.2023**
The Company						
Olam Group Limited [2]						
(a) Ordinary shares						
Lim Ah Doo [1]	423,800	**423,800**	**423,800**	–	**–**	**–**
Sunny George Verghese [1]	1	**166,017,944**	**166,017,944**	–	**–**	**–**
Nihal Vijaya Devadas Kaviratne CBE	87,288	**373,188**	**373,188**	–	**–**	**–**
Yap Chee Keong [1]	167,571	**167,571**	**167,571**	–	**–**	**–**
Marie Elaine Teo	143,100	**143,100**	**143,100**	–	**–**	**–**
Joerg Wolle (Dr.) [1]	44,298	**44,298**	**44,298**	–	**–**	**–**
Ajai Puri (Dr.) [1]	59,994	**59,994**	**59,994**	–	**–**	**–**

1. Held in trust by a trustee or nominee on behalf of the director.
2. The directors' shareholding of the Company described herein encompassed directors' shareholding held in Olam International Limited ("OIL") prior to the Scheme of Arrangement which became effective on 15 March 2022 where the Company replaces OIL as the listed company.

4. Directors' interests in shares and debentures continued

Name of directors	Held in the name of the director or nominee: As at 1.1. 2022 or date of appointment, if later	As at 31.12.2022	As at 21.1.2023	Deemed interest: As at 1.1.2022 or date of appointment, if later	As at 31.12.2022	As at 21.1.2023
Subsidiaries of the Company's ultimate holding company						
Temasek Group of companies						
(a) Mapletree Logistics Trust Management Ltd (Units in Mapletree Logistics Trust)						
Lim Ah Doo [1]	215,200	**215,200**	**215,200**	–	**–**	**–**
(b) Singapore Technologies Engineering Ltd (Ordinary Shares)						
Lim Ah Doo [1]	99,900	**99,900**	**99,900**	–	**–**	**–**
(c) Starhub Ltd (Ordinary Shares)						
Nihal Vijaya Devadas Kaviratne CBE	123,400	**178,800**	**178,800**	–	**–**	**–**
(d) Mapletree Industrial Trust Management Ltd. (Units in Mapletree Industrial Trust)						
Marie Elaine Teo	11,800	**11,800**	**11,800**	–	**–**	**–**
(e) Astrea IV Pte Ltd (4.35% bonds due 2028)						
Yap Chee Keong	$250,000	**$250,000**	**$250,000**	–	**–**	**–**
(f) Astrea VI Pte Ltd (3.00 % bonds due 2031)						
Yap Chee Keong	$30,000	**$30,000**	**$30,000**	–	**–**	**–**
(g) Ascott Residence Trust (3.88% fixed rate perpetual securities)						
Yap Chee Keong	$250,000	**$250,000**	**$250,000**	–	**–**	**–**
(h) SembCorp Marine Ltd						
Yap Chee Keong	897,485	**979,485**	**979,485**	–	**–**	**–**
(i) Musel Private Trust (Unit holdings)						
Marie Elaine Teo	800	**800**	**800**	–	**–**	**–**
(j) Mapletree Real Estate Advisors Pte. Ltd. (Unit holdings in Mapletree Europe Income Trust (held through iSTOX))						
Marie Elaine Teo [1]	1,655	**1,655**	**1,655**	–	**–**	**–**
(k) Mapletree US Logistics Private Trust (MUSLOG)						
Marie Elaine Teo	300	**300**	**300**	–	**–**	**–**

1. Held in trust by a trustee or nominee on behalf of the director.

Financial report

5. Share option scheme and share grant plan

These share plans are administered by the Nomination & Remuneration Committee ("NRC"), which comprises the following directors and co-opted member:-

Lim Ah Doo
Yap Chee Keong
Joerg Wolle (Dr.)
Hideyuki Hori (Appointed on 16 May 2022)
Chan Wai Ching (Co-opted)

Sanjiv Misra and Norio Saigusa were members of the NRC until their resignation from the Board on 31 October 2022 and 16 May 2022, respectively.

Olam Group Share Grant Plan ("OG SGP")

The Company had adopted the Olam Group Share Grant Plan (the 'OG SGP') at the Extraordinary Annual General Meeting on 18 February 2022 as part of Scheme of Arrangement exercise that was completed subsequently on 15 March 2022 with Olam Group Limited taking over the listing entity status on SGX-ST from Olam International Limited as part of the group re-organisation (Note 1.1).

The OG SGP helps retain staff whose contributions are essential to the well-being and prosperity of the Group and to give recognition to outstanding employees and executive directors of the Group who have contributed to the growth of the Group. The OSGP gives participants an opportunity to have a personal equity interest in the Company and will help to achieve the following positive objectives:

- motivate participants to optimise their performance standards and efficiency, maintain a high level of contribution to the Group and strive to deliver long-term shareholder value;
- align the interests of employees with the interests of the Shareholders of the Company;
- retain key employees and executive directors of the Group whose contributions are key to the long-term growth and profitability of the Group;
- instil loyalty to, and a stronger identification by employees with the long-term prosperity of, the Company; and
- attract potential employees with relevant skills to contribute to the Group and to create value for the Shareholders of the Company

There was no issuance of any share grants under the OG SGP in the current financial year ended 31 December 2022.

Jiva Employee Option Plan ("JEOP")

Jiva AG Pte. Ltd. ("Jiva"), an indirect subsidiary of the Company, has implemented the Jiva Employee Option Plan (the "JEOP") which was approved and adopted by the shareholders of Jiva on 19 April 2021.

JEOP was set up to provide its employees with an opportunity to share in the growth in the value of Jiva and to encourage them to improve the performance of Jiva and its subsidiaries (the "Jiva Group") and Jiva's return to shareholders; and enable Jiva to attract and retain skilled and experienced employees and motivate them to contribute to the success of the Jiva Group. Participation in the JEOP is restricted to directors and employees of the Jiva Group selected by the Jiva Board of Directors administering the JEOP ("Eligible Person"). Controlling shareholders of Jiva and their associates are not eligible to participate in the JEOP.

The total number of shares in the capital of Jiva which may be issued or delivered pursuant to the options granted under the JEOP on any date shall not exceed 15% of the total number of Jiva Shares (excluding any treasury shares and subsidiary holdings) on the day preceding that date. Until options vest and are exercised, participants will have no interest in the underlying Jiva shares, and options will not carry any shareholder rights (such as voting or dividend rights).

Jiva had granted an aggregate of 5,191,000 options under the JEOP to 102 Eligible Persons since the adoption of the plan. During the current financial year, the aggregate number of new shares issued pursuant to the JEOP did not exceed 15% of the issued share capital of Jiva.

5. Share option scheme and share grant plan continued

Terrascope Employee Option Plan ("TEOP")

Terrascope Pte. Ltd. ("Terrascope"), an indirect subsidiary of the Company, has implemented the Terrascope Employee Option Plan (the "TEOP") which was approved and adopted by the shareholders of Jiva on 22 August 2022.

TEOP was set up to provide its employees with an opportunity to share in the growth in the value of Terrascope and to encourage them to improve the performance of Terrascope and its subsidiaries (the "Terrascope Group") and Terrascope's return to shareholders; and enable Terrascope to attract and retain skilled and experienced employees and motivate them to contribute to the success of the Terrascope Group. Participation in the TEOP is restricted to directors and employees of the Terrascope Group selected by the Terrascope Board of Directors administering the JEOP ("Eligible Person"). Controlling shareholders of Terrascope and their associates are not eligible to participate in the TEOP.

The total number of shares in the capital of Terrascope which may be issued or delivered pursuant to the options granted under the TEOP on any date shall not exceed 15% of the total number of Terrascope Shares (excluding any treasury shares and subsidiary holdings) on the day preceding that date. Until options vest and are exercised, participants will have no interest in the underlying Terrascope shares, and options will not carry any shareholder rights (such as voting or dividend rights).

Terrascope had granted 2,030,000 options under the TEOP to 19 Eligible Persons since the adoption of the plan.

Restricted share awards granted under Olam International Limited Share Grant Plan

Olam International Limited ("OIL") had awarded Restricted Share Awards ("RSA") to eligible employees pursuant to the terms of the Olam Share Grant Plan adopted on 30 October 2014 and amended on 20 May 2020 and prior to its cancellation when the Scheme became effective on 15 March 2022 ("Scheme Effective Date"). For the RSA granted in FY2018, FY2019, FY2020 and FY2021 which would normally vest on 1 April 2022, the Olam Nomination and Remuneration Committee has approved their vesting by early March 2022. For the balance RSA, the Olam NRC has determined that a trust be set up by Olam Holdings to be used to satisfy the RSA and that unvested Shares ("OG Shares") under the RSA shall be issued and/or transferred by the Company to the trustee prior to the Scheme Effective Date to hold under the trust. The trustee will hold such OG Shares on trust so as to satisfy the outstanding RSA. The said OG Shares will be released by the trustee to the respective RSA holders in accordance with the original vesting schedule of the RSA, and subject to the same conditions for vesting as provided in the RSA and under the Olam SGP, save for limited exceptions in which the continued employment requirement may not apply.

52,887,753 OG Shares were issued and/or transferred by the Company to the trust when the Scheme became effective.

6. Audit Committee

The Audit Committee (the "AC" or "Committee") comprises five Non-Executive directors of which majority are independent. The members of the AC are Mr. Yap Chee Keong (Chairman), Mr. Nihal Vijaya Devadas Kaviratne CBE, Ms. Marie Elaine Teo, Mr. Kazuo Ito and Dr. Ajai Puri.

The AC performed its functions in accordance with the Companies Act 1967, the Listing Manual of the SGX-ST and the Code of Corporate Governance 2018, which include, amongst others, the following:

- Review of the Group's half-yearly and annual financial statements and quarterly business performance for recommendation to the Board;
- Review of the salient accounting matters and legal and regulatory matters that may have a material impact on the financial statements and related compliance policies and programmes;
- Review, with the external auditors, their scope of work, audit plans, the results of their examinations and evaluation of the Group's internal accounting control systems, the adequacy of the Company's system of accounting controls, the cooperation given by the Management of the Company to the external auditors;
- Review the adequacy of the Group's material internal controls, including financial, operational, compliance and information technology controls and risk management systems through the integrated risk assurance framework;
- Review the assurance given by the Group CEO and GCFO in relation to the adequacy and effectiveness of the Group's risk management and internal control systems;
- Review, with the internal auditors, their scope of work and organisation, their audit plans, quarterly report of the results of their audits of the business, operations and functions and whistle-blowers' reports;
- Review the adequacy, independence and effectiveness of the internal auditors;
- Review the adequacy, independence and objectivity of the external auditors; and
- Review the interested person transactions (as defined in Chapter 9 of the Listing Manual of the SGX-ST).

During the year under review, the AC:

- held meetings with the external auditors and internal auditors in separate executive sessions to discuss any matters that these groups believed should be discussed privately with the AC;
- made recommendations to the board of directors in relation to the external auditor's reappointment; and
- reported key issues discussed and actions taken from the AC meetings to the board of directors with such recommendations as the AC considered appropriate.

The AC has reviewed and considered the audit and non-audit arrangements and services provided by Ernst & Young LLP and considered the nature and extent of such arrangements and services performed by the external auditors. The Committee has opined that these arrangements and services would not affect the independence of Ernst & Young LLP.

The AC has recommended to the Board the re-appointment of Ernst & Young LLP as independent external auditor of the Company at the forthcoming Annual General Meeting of the Company on 25 April 2023.

Please refer to the additional disclosures on the AC provided in the Corporate Governance section of the Company's Annual Report to shareholders.

7. Auditor

Ernst & Young LLP have expressed their willingness to accept re-appointment as independent external auditor.

On behalf of the board of directors,

Lim Ah Doo
Director

Sunny George Verghese
Director

23 March 2023

Independent Auditor's report

For the financial year ended 31 Decemebr 2022
To the Members of Olam Group Limited

Report on the financial statements

We have audited the accompanying financial statements of Olam Group Limited (the 'Company') and its subsidiaries (collectively, the 'Group') set out on pages 183 to 254 which comprise the balance sheets of the Group and the Company as at 31 December 2022, the statements of changes in equity of the Group and the Company and the consolidated profit and loss account, consolidated statement of comprehensive income and consolidated cash flow statement of the Group for the financial year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements of the Group, the balance sheet and the 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) in Singapore (the "SFRS(I)s") 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 2022 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and changes in equity of the Company for the 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 Group in accordance with the Accounting and Corporate Regulatory Authority (ACRA) Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities (the "ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have 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 are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. 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. For each matter below, our description of how our audit addressed the matter is provided in that context.

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

1. **Valuation of intangible assets and tangible assets/liabilities through business combinations**
   During the year, the Group completed various acquisitions as disclosed in Note 12 to the financial statements. The Group has determined these acquisitions to be business combinations for which the purchase price is to be allocated between acquired assets and liabilities, identified intangible assets (including assessment of estimated useful lives) and contingent liabilities at their respective fair value, and leading to the resultant recognition of goodwill. As a policy, for significant acquisitions, independent professional valuers were engaged by the Group to perform purchase price allocation exercise, including estimation of intangible assets useful life. The identification of such assets and liabilities, including intangible assets and contingent liabilities and their measurement at fair value is inherently judgemental, thus we considered this to be a key audit matter.

   We have obtained the valuations prepared by independent valuers engaged by the Group for the assets and liabilities acquired through business combinations. We, together with our valuation specialists, assessed the competence and capabilities of the valuers and objectivity of the valuers, and assessed the reasonableness of their conclusions having regard to the key assumptions including forecast cash flows focusing on revenues and earnings before interest, tax, depreciation and amortisation ('EBITDA'), appropriateness of discount and growth rates and cross-checking valuation calculations against comparable companies, whilst considering the risk of management bias and also the reasonableness of the useful lives of the intangible and tangible assets and the consideration given.

Key audit matters continued

2. Impairment assessment of property, plant and equipment, goodwill and indefinite/finite life intangible assets

The Group has significant property, plant and equipment, goodwill and indefinite/finite life intangible assets as disclosed in Notes 11 and 12 to the financial statements. Management performs periodic and annual impairment reviews of goodwill, intangible assets with indefinite/finite life and impairment assessments for identified property, plant and equipment where there are indications of impairment. Recoverable values of the property, plant and equipment, goodwill and indefinite/finite life intangible assets are determined based on fair value less costs to sell or value-in-use assessment where relevant and are performed by management with the help of independent professional valuers where applicable. These assessments involve judgement exercised in fair value less costs to sell and in value-in-use assessments, future revenues (yield), operating costs, growth rates and discount rates. The estimates and assumptions used in the cashflow projections which form the basis of recoverable amounts require significant judgement due to the inherent estimation uncertainty. As such, we have considered this to be a key audit matter.

For fair value less costs to sell calculation where independent professional valuers are involved, we have reviewed, with the assistance of our internal valuation specialist where required, the competence, capabilities and objectivity of the independent professional valuers, and evaluated the appropriateness of the fair valuation report prepared by independent professional valuers.

For the value-in-use assessment, we have obtained the business units' cash flow forecasts assessment prepared by management and evaluated the reasonableness of management's key assumptions including forecast cash flows focusing on revenues and earnings before interest, tax, depreciation and amortisation ('EBITDA'). We also assessed the appropriateness of discount rates with the assistance of our internal valuation specialist where required and growth rates to historical and market trends to assess the reliability of management's forecast.

We also reviewed the adequacy of the Group's disclosures in relation to property, plant and equipment, goodwill and indefinite/finite life intangible assets as disclosed in Notes 11 and 12 to the financial statements.

3. Valuation of biological assets

The Group operates various farms and plantations for which the dairy cows, poultry, agricultural produce ('fruits on trees') and annual crops are accounted for at fair value. These significant biological assets are fair valued by management and/or independent professional valuers engaged by the Group using industry/market accepted valuation methodology and approaches. As the measurement of fair value involves judgement on the assumptions and estimates used considering that climate risks factors could have an impact on the key assumptions, we have considered this to be a key audit matter.

We obtained the valuations of biological assets prepared by management and/or independent professional valuers engaged by the Group. We reviewed the fair value reports, together with our internal valuation specialists where required, for appropriateness of the fair value methodology used and reasonableness of the key assumptions used, including forecast cash flows, discount rates, yield rates for the plantations and market prices of the fruits or nuts/crop and livestock. To the extent where independent professional valuers are involved, we reviewed the competence, capabilities and objectivity and evaluated the appropriateness of the valuation models used by independent professional valuers.

We also reviewed the adequacy of the Group's disclosures in relation to biological assets as disclosed in Note 13 to the financial statements.

4. Valuation of financial instruments

The Group entered into various financial instruments which are required to be carried at fair value as disclosed in Notes 34 and 35 to the financial statements. These include fair value of financial assets and financial liabilities relating to Level 3 financial instruments. Estimation uncertainty is high for these financial instruments where significant valuation inputs are unobservable and judgement is involved on the assumptions and estimates used and therefore, this is considered a key audit matter.

We have reviewed and assessed the controls over identification, measurement and management of valuation risk, and evaluated the methodologies, inputs and assumptions used by the Group in determining fair values as at year end. We have evaluated the assumptions and models used or performed an independent valuation to assess the reasonableness of the computed fair value with the help of our internal valuation specialist where required. The review also included testing of the evidence supporting significant unobservable inputs utilised in Level 3 measurements in the fair value hierarchy as outlined in Notes 34 and 35 to the financial statements, which included assessing management's valuation assumptions against independent price quotes, recent transactions and other verifiable supporting documentation.

We have also reviewed the adequacy of disclosures of fair value risks and sensitivities in Notes 34 and 35 to the financial statement to reflect the Group's exposure to valuation risk.

Information other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information in the Annual Report 2022 comprises the information included in (i) Strategy Report, (ii) Governance Report and (iii) Directors' Statement (within the Financial Report) sections, 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. 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 SFRS(I)s, 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:

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

Auditor's responsibilities for the Audit of the Financial Statements continued

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, related safeguards.

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 Christopher Wong Mun Yick.

Ernst & Young LLP
Public Accountants and
Chartered Accountants Singapore

23 March 2023

Consolidated Profit and Loss Account

For the financial year ended 31 Decemebr 2022

	Note	Group 2022 $'000	2021 $'000
Sale of goods and services	4	**54,900,977**	47,001,951
Other income	5	**93,284**	77,429
Operating expenses – direct	6	**(50,552,061)**	(43,095,117)
Net gain from changes in fair value of biological assets	13	**90,903**	69,229
Depreciation and amortisation	10, 11, 12	**(709,032)**	(627,194)
Other expenses	7	**(2,378,571)**	(2,271,270)
Finance income		**103,943**	92,330
Finance costs	8	**(849,613)**	(530,395)
Share of results from joint ventures and associates		**27,355**	19,775
Profit before taxation		**727,185**	736,738
Income tax expense	9	**(175,585)**	(133,927)
Profit for the financial year		**551,600**	602,811
Attributable to:			
Owners of the Company		**629,091**	686,430
Non-controlling interests		**(77,491)**	(83,619)
		551,600	602,811
Earnings per share attributable to owners of the Company (cents)			
Basic	25	**15.59**	18.29
Diluted	25	**15.37**	18.00

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

Consolidated Statement of Comprehensive Income

For the financial year ended 31 December 2022

	Group	
	2022 $'000	2021 $'000
Profit for the financial year	**551,600**	602,811
Other comprehensive income		
Items that may be reclassified subsequently to profit or loss:		
Net gain on fair value changes during the financial year	**17,370**	35,111
Recognised in the profit and loss account on occurrence of hedged transactions	**(29,967)**	(18,436)
Foreign currency translation adjustments	**(305,554)**	3,425
Share of other comprehensive income of joint ventures and associates	**(15,432)**	(41,244)
	(333,583)	(21,144)
Items that will not be reclassified subsequently to profit or loss:		
Net fair value gain on equity instrument at fair value through other comprehensive income	**678**	6,993
Other comprehensive income for the year, net of tax	**(332,905)**	(14,151)
Total comprehensive income for the year	**218,695**	588,660
Attributable to:		
Owners of the Company	**295,708**	654,732
Non-controlling interests	**(77,013)**	(66,072)
	218,695	588,660

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

Balance Sheet

As at 31 December 2022

	Note	Group 2022 $'000	Group 2021 $'000	Company 2022 $'000	Company 2021 $'000
Non-current assets					
Property, plant and equipment	11	**6,020,132**	5,867,075	**–**	–
Right-of-use assets	10	**846,340**	782,659	**–**	–
Intangible assets	12	**2,606,435**	2,578,287	**–**	–
Biological assets	13	**559,091**	489,013	**–**	–
Subsidiary companies	14	**–**	–	**6,242,838**	–
Deferred tax assets	9	**263,013**	266,766	**–**	–
Investments in joint ventures and associates	15	**273,671**	572,292	**–**	–
Long-term investment		**–**	31,335	**–**	–
Other non-current assets	21	**42,240**	25,711	**–**	–
		10,610,922	10,613,138	**6,242,838**	–
Current assets					
Amounts due from subsidiary companies (net)	16	**–**	–	**630,906**	–
Trade receivables	17	**2,855,510**	2,441,350	**–**	–
Margin accounts with brokers	18	**62,775**	555,260	**–**	–
Inventories	19	**8,947,324**	8,857,220	**–**	–
Advance payments to suppliers	20	**582,645**	543,456	**–**	–
Cash and short-term deposits	33	**4,805,556**	4,317,519	**16,754**	–*
Derivative financial instruments	34	**3,178,999**	3,594,791	**–**	–
Other current assets	21	**891,046**	1,001,662	**5,767**	–
		21,323,855	21,311,258	**653,427**	–*
Non-current assets held for sale	21	**19,024**	136,316	**–**	–
		21,342,879	21,447,574	**653,427**	–*
Current liabilities					
Trade payables and accruals	22	**(4,327,189)**	(4,679,678)	**(2,957)**	–
Borrowings	24	**(5,051,970)**	(6,937,615)	**–**	–
Lease liabilities	24	**(140,766)**	(138,015)	**–**	–
Derivative financial instruments	34	**(2,033,754)**	(2,335,888)	**–**	–
Provision for taxation		**(277,209)**	(180,089)	**–**	–
Other current liabilities	23	**(492,177)**	(740,013)	**–**	–
		(12,323,065)	(15,011,298)	**(2,957)**	–
Net current assets		**9,019,814**	6,436,276	**650,470**	–*
Non-current liabilities					
Deferred tax liabilities	9	**(527,903)**	(583,261)	**–**	–
Borrowings	24	**(10,066,752)**	(8,794,760)	**–**	–
Lease liabilities	24	**(886,256)**	(839,800)	**–**	–
Other non-current liabilities	23	**(67,114)**	(52,916)	**–**	–
		(11,548,025)	(10,270,737)	**–**	–
Net assets		**8,082,711**	6,778,677	**6,893,308**	–*
Equity attributable to owners of the Company					
Share capital	26	**6,233,595**	4,339,545	**6,233,595**	–*
Treasury shares	26	**(6,543)**	(114,446)	**(6,543)**	–
Shares held in Trust	26	**(88,173)**	–	**–**	–
Capital securities	26	**603,453**	906,789	**603,453**	–
Reserves		**916,766**	1,639,341	**62,803**	–
		7,659,098	6,771,229	**6,893,308**	–*
Non-controlling interests		**423,613**	7,448	**–**	–
Total equity		**8,082,711**	6,778,677	**6,893,308**	–*

* Amount is less than $1,000

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

Statements of Changes in Equity

For the financial year ended 31 December 2022

	Attributable to owners of the Company												
31 December 2022 Group	Share capital (Note 26) $'000	Treasury shares (Note 26) $'000	Share held in trust (Note 26) $'000	Capital securities (Note 26) $'000	Capital reserves[1] $'000	Foreign currency translation reserves[2] $'000	Fair value adjustment reserves[3] $'000	Share-based compensation reserves[4] $'000	Revenue reserves $'000	Total reserves $'000	Total $'000	Total non-controlling interests $'000	Total equity $'000
At 1 January 2022	4,339,545	(114,446)	–	906,789	259,292	(1,314,669)	(439,255)	144,122	2,989,851	1,639,341	6,771,229	7,448	6,778,677
Hyperinflation restatement to 1 January 2022 *	–	–	–	–	–	–	–	–	(4,479)	(4,479)	(4,479)	–	(4,479)
At 1 January 2022 (Restated)	4,339,545	(114,446)	–	906,789	259,292	(1,314,669)	(439,255)	144,122	2,985,372	1,634,862	6,766,750	7,448	6,774,198
Profit for the financial year	–	–	–	–	–	–	–	–	629,091	629,091	629,091	(77,491)	551,600
Other comprehensive income													
Net gain on fair value changes during the financial year	–	–	–	–	–	–	18,048	–	–	18,048	18,048	–	18,048
Recognised in the profit and loss account on occurrence of hedged transactions	–	–	–	–	–	–	(29,967)	–	–	(29,967)	(29,967)	–	(29,967)
Foreign currency translation adjustments	–	(5,050)	–	–	–	(300,982)	–	–	–	(300,982)	(306,032)	478	(305,554)
Reclassification of fair value adjustment reserve to revenue reserve on derecognition of long term investment #	–	–	–	–	–	–	410,321	–	(410,321)	–	–	–	–
Share of other comprehensive income of joint ventures and associates	–	–	–	–	–	(15,432)	–	–	–	(15,432)	(15,432)	–	(15,432)
Other comprehensive income for the financial year, net of tax	–	(5,050)	–	–	–	(316,414)	398,402	–	(410,321)	(328,333)	(333,383)	478	(332,905)
Total comprehensive income for the year	–	(5,050)	–	–	–	(316,414)	398,402	–	218,770	300,758	295,708	(77,013)	218,695
Contributions by and distributions to owners													
Increase in share capital on account of group re-organisation (Note 1.1)	1,867,487	–	–	–	(1,867,487)	–	–	–	–	(1,867,487)	–	–	–
Issue of treasury shares for Performance Share and Restricted Share Award (Note 26)	–	88,173	(88,173)	–	–	–	–	–	–	–	–	–	–
Issue of treasury shares on exercise of share options	26,564	30,727	–	–	–	–	–	(30,727)	–	(30,727)	26,564	–	26,564
Repayment of capital securities, net of transaction costs (Note 26(d))	–	–	–	(295,500)	–	–	–	–	–	–	(295,500)	–	(295,500)
Cancellation of treasury shares	(1)	1	–	–	–	–	–	–	–	–	–	–	–
Share-based expense	–	–	–	–	–	–	–	50,185	–	50,185	50,185	–	50,185
Purchase of treasury shares	–	(6,543)	–	–	–	–	–	–	–	–	(6,543)	–	(6,543)
Issue of treasury shares for director fees	–	595	–	–	–	–	–	–	–	–	595	–	595
Dividends on ordinary shares (Note 27)	–	–	–	–	–	–	–	–	(326,229)	(326,229)	(326,229)	–	(326,229)
Accrued capital securities distribution	–	–	–	40,943	–	–	–	–	(40,943)	(40,943)	–	–	–
Payment of capital securities distribution	–	–	–	(48,779)	–	–	–	–	–	–	(48,779)	–	(48,779)
Total contributions by and distributions to owners	1,894,050	112,953	(88,173)	(303,336)	(1,867,487)	–	–	19,458	(367,172)	(2,215,201)	(599,707)	–	(599,707)
Changes in ownership interests in subsidiaries													
Sale of minority stake in subsidiary without change in control ^	–	–	–	–	1,196,347	–	–	–	–	1,196,347	1,196,347	493,178	1,689,525
Total changes in ownership interests in subsidiaries	–	–	–	–	1,196,347	–	–	–	–	1,196,347	1,196,347	493,178	1,689,525
Total transactions with owners in their capacity as owners	1,894,050	112,953	(88,173)	(303,336)	(671,140)	–	–	19,458	(367,172)	(1,018,854)	596,640	493,178	1,089,818
At 31 December 2022	6,233,595	(6,543)	(88,173)	603,453	(411,848)	(1,631,083)	(40,853)	163,580	2,836,970	916,766	7,659,098	423,613	8,082,711

* In the current financial year, the Turkish economy was declared to be hyperinflationary. As a result, application of SFRS(I) 1-29 Financial Reporting in Hyperinflationary Economies has been applied to all Turkish subsidiary companies whose functional currency is the Turkish Lira. As a result, the results and financial position of the Group's Turkish subsidiary companies were restated to the measuring unit current at the end of the period, with hyperinflationary gains and losses in respect of monetary items being reported in the Profit & Loss account under "Other expenses". Comparative amounts presented in the consolidated financial statements were not restated in line with SFRS(I) 1-29 requirements. Differences between restatement of opening balances of equity and the non-monetary items were recognised in opening revenue reserves.

\# In the current financial year, the long term investment was fully divested for cash consideration amounting to $31,530,000, resulting in a gain on disposal of $3,407,000 recorded in capital reserves in the statement of changes in equity. Subsequently, all cumulative fair value adjustment reserves were transferred to revenue reserves.

^ This relates to sale of 35.43% minority stake in Olam Agri Holdings Pte. Ltd. to SALIC International Investment Company for US$1,240,000,000 (approximately $1,710,229,000) in the current financial year, on which a gain of $1,196,347,000, net of transaction cost, has been recorded in capital reserves in the statement of changes in equity.

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

31 December 2021 Group	Share capital (Note 26) S$'000	Treasury shares (Note 26) S$'000	Capital securities (Note 26) S$'000	Capital reserves[1] S$'000	Foreign currency translation reserves[2] S$'000	Fair value adjustment reserves[3] S$'000	Share-based compensation reserves[4] S$'000	Revenue reserves S$'000	Total reserves S$'000	Total S$'000	Total non-controlling interests S$'000	Total equity S$'000
	Attributable to owners of the Company											
At 1 January 2021	3,748,994	(140,172)	1,045,732	259,292	(1,259,303)	(462,923)	141,955	2,628,884	1,307,905	5,962,459	73,520	6,035,979
Profit for the financial year	–	–	–	–	–	–	–	686,430	686,430	686,430	(83,619)	602,811
Other comprehensive income												
Net gain on fair value changes during the financial year	–	–	–	–	–	42,104	–	–	42,104	42,104	–	42,104
Recognised in the profit and loss account on occurrence of hedged transactions	–	–	–	–	–	(18,436)	–	–	(18,436)	(18,436)	–	(18,436)
Foreign currency translation adjustments	–	–	–	–	(14,122)	–	–	–	(14,122)	(14,122)	17,547	3,425
Share of other comprehensive income of joint ventures and associates	–	–	–	–	(41,244)	–	–	–	(41,244)	(41,244)	–	(41,244)
Other comprehensive income for the financial year, net of tax	–	–	–	–	(55,366)	23,668	–	–	(31,698)	(31,698)	17,547	(14,151)
Total comprehensive income for the year	–	–	–	–	(55,366)	23,668	–	686,430	654,732	654,732	(66,072)	588,660
Contributions by and distributions to owners												
Issue of treasury shares for Performance Share and Restricted Share Award (Note 26)	–	25,611	–	–	–	–	(25,611)	–	(25,611)	–	–	–
Issue of treasury shares on exercise of share options	98	115	–	–	–	–	(115)	–	(115)	98	–	98
Issue of shares on account of rights issue, net of transaction costs (Note 26)	590,453	–	–	–	–	–	–	–	–	590,453	–	590,453
Repayment of capital securities, net of transaction costs (Note 26)	–	–	(135,665)	–	–	–	–	–	–	(135,665)	–	(135,665)
Share-based expense	–	–	–	–	–	–	27,893	–	27,893	27,893	–	27,893
Dividends on ordinary shares (Note 27)	–	–	–	–	–	–	–	(267,872)	(267,872)	(267,872)	–	(267,872)
Accrued capital securities distribution	–	–	57,591	–	–	–	–	(57,591)	(57,591)	–	–	–
Payment of capital securities distribution	–	–	(60,869)	–	–	–	–	–	–	(60,869)	–	(60,869)
Total contributions by and distributions to owners	590,551	25,726	(138,943)	–	–	–	2,167	(325,463)	(323,296)	154,038	–	154,038
Total transactions with owners in their capacity as owners	590,551	25,726	(138,943)	–	–	–	2,167	(325,463)	(323,296)	154,038	–	154,038
At 31 December 2021	4,339,545	(114,446)	906,789	259,292	(1,314,669)	(439,255)	144,122	2,989,851	1,639,341	6,771,229	7,448	6,778,677

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

Statements of Changes in Equity continued
For the financial year ended 31 December 2022

	Attributable to owners of the Company							
31 December 2022 Company	Share capital (Note 26) $'000	Treasury shares (Note 26) $'000	Capital securities (Note 26) $'000	Foreign currency translation reserves[2] $'000	Fair value adjustment reserves[3] $'000	Revenue reserves $'000	Total reserves $'000	Total $'000
At 1 January 2022	–*	–	–	–	–	–	–	–*
Profit for the financial year	–	–	–	–	–	358,921	358,921	358,921
Other comprehensive income								
Net gain on fair value changes during the financial year	–	–	–	–	4,941	–	4,941	4,941
Foreign currency translation adjustments	–	–	–	(117,623)	–	–	(117,623)	(117,623)
Other comprehensive income for the financial year, net of tax	–	–	–	(117,623)	4,941	–	(112,682)	(112,682)
Total comprehensive income for the year	–	–	–	(117,623)	4,941	358,921	246,239	246,239
Contributions by and distributions to owners								
Increase in share capital on account of scheme of arrangement (Note 1.1)	6,233,595	–	–	–	–	–	–	6,233,595
Purchase of treasury shares	–	(6,543)	–	–	–	–	–	(6,543)
Transfer of capital securities net of transaction costs (Note 26(d))	–	–	892,977	–	–	–	–	892,977
Repayment of capital securities, net of transaction costs (Note 26(d))	–	–	(295,500)	–	–	–	–	(295,500)
Dividends on ordinary shares (Note 27)	–	–	–	–	–	(153,705)	(153,705)	(153,705)
Accrued capital securities distribution	–	–	29,731	–	–	(29,731)	(29,731)	–
Payment of capital securities distribution	–	–	(23,755)	–	–	–	–	(23,755)
Total contributions by and distributions to owners	6,233,595	(6,543)	603,453	–	–	(183,436)	(183,436)	6,647,069
Total transactions with owners in their capacity as owners	6,233,595	(6,543)	603,453	–	–	(183,436)	(183,436)	6,647,069
At 31 December 2022	6,233,595	(6,543)	603,453	(117,623)	4,941	175,485	62,803	6,893,308

* Amount is less than $1,000

	Attributable to owners of the Company	
31 December 2021 Company	Share capital (Note 27) $'000	Total $'000
At 26 August 2021 (date of incorporation)	–	–
Issuance of ordinary shares (Note 26)	–*	–*
Total other comprehensive income for the year	–	–
At 31 December 2021	–*	–*

** Amount is less than $1,000*

1. Capital reserves

Capital reserves represent the premium paid and discounts on acquisition of non-controlling interests, gain on partial disposal of subsidiary which did not result in loss of control, residual amount of convertible bonds net of proportionate share of transaction costs, after deducting the fair value of the debt and derivative component on the date of issuance and the share of capital reserve of a joint venture.

2. Foreign currency translation reserves

The foreign currency translation reserves are used to record exchange differences arising from the translation of the financial statements of the Company and the Group's foreign operations whose functional currencies are different from that of the Group's presentation currency as well as the share of foreign currency translation reserves of joint ventures and associates.

3. Fair value adjustment reserves

Fair value adjustment reserves record the portion of the fair value changes on derivative financial instruments designated as hedging instruments in cash flow hedges that are determined to be effective hedges as well as fair value changes of long term investment.

4. Share-based compensation reserves

Share-based compensation reserves represent the equity-settled shares and share options granted to employees. The reserve is made up of the cumulative value of services received from employees recorded over the vesting period commencing from the grant date of equity-settled shares and share options and is reduced by the expiry of the share options.

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

Consolidated Cash Flow Statement

For the financial year ended 31 December 2022

	2022 $'000	2021 $'000
Cash flows from operating activities		
Profit before taxation	**727,185**	736,738
Adjustments for:-		
Allowance for doubtful debts	**39,596**	(7,165)
Amortisation of intangible assets, depreciation of property, plant and equipment and depreciation of right-of-use assets	**709,032**	627,194
Share-based expense	**50,186**	27,893
Fair value gain on biological assets (Note 13)	**(90,903)**	(69,229)
Gain on disposal of subsidiaries, net (Note 5)	**–**	(5,391)
Gain on disposal of joint venture and associate (Note 5)	**(2,804)**	(7,946)
(Gain)/loss on disposal of property, plant and equipment and intangible assets (Note 7)	**(956)**	1,414
Impairment of investment in joint venture and associate (Note 7)	**–**	2,233
Impairment of property, plant and equipment and intangible assets (Note 7)	**–**	46,969
Interest income	**(103,943)**	(92,330)
Interest expense	**849,613**	530,395
Inventories written down, net (Note 19)	**50,415**	16,266
Net monetary gain arising from hyperinflationary economies	**(6,764)**	–
Share of results from joint ventures and associates	**(27,355)**	(19,775)
Operating cash flows before reinvestment in working capital	**2,193,302**	1,787,266
Increase in inventories	**(57,577)**	(1,170,218)
Increase in receivables and other current assets	**(47,757)**	(729,454)
(Increase)/decrease in advance payments to suppliers	**(40,566)**	84,958
Decrease/(increase) in margin account with brokers	**499,092**	(431,149)
(Decrease)/ increase in payables and other current liabilities	**(618,400)**	1,756,673
Cash flows generated from operations	**1,928,094**	1,298,076
Interest income received	**103,943**	92,330
Interest expense paid	**(853,485)**	(520,045)
Tax paid	**(213,952)**	(179,865)
Net cash flows generated from operating activities	**964,600**	690,496
Cash flows from investing activities		
Proceeds from disposal of property, plant and equipment	**11,699**	67,564
Purchase of property, plant and equipment	**(783,774)**	(665,028)
Purchase of intangible assets (Note 12)	**(27,628)**	(28,426)
Acquisition of subsidiaries, net of cash acquired (Note 12)	**(273,475)**	(1,187,729)
Investment/loan to associates and joint ventures, net	**7,434**	(17,585)
Proceeds from sale of long term investment	**31,530**	–
Dividends received from associates and joint ventures	**16,797**	12,541
Sale proceeds and advance received from sale of joint venture and associates	**291,946**	84,499
Proceeds from divestment of subsidiary (Note 14)	**1,710,229**	13,163
Net cash flows generated from/(used in) investing activities	**984,758**	(1,721,001)

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

Consolidated Cash Flow Statement continued
For the financial year ended 31 December 2022

	2022 $'000	2021 $'000
Cash flows from financing activities		
Dividends paid on ordinary shares by the Company	**(326,229)**	(274,799)
(Repayment)/proceeds from borrowings, net	**(519,021)**	2,378,553
Repayment of lease liabilities	**(165,696)**	(135,844)
Proceeds from issuance of shares on exercise of share options	**26,564**	98
Payment of capital securities, net of distribution	**(48,779)**	(60,869)
Repayment (net of proceeds from issue) of capital securities, net of transaction costs	**(295,500)**	(135,665)
Proceeds from issuance of shares on account of rights issue, net of transaction costs	**–**	590,453
Purchase of treasury shares	**(6,543)**	–
Net cash flows (used in)/ generated from financing activities	**(1,335,204)**	2,361,927
Net effect of exchange rate changes on cash and cash equivalents	**(176,169)**	(20,467)
Net increase in cash and cash equivalents	**437,985**	1,310,955
Cash and cash equivalents at beginning of period	**4,160,849**	2,849,894
Cash and cash equivalents at end of period (Note 33)	**4,598,834**	4,160,849

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

Notes to the Financial Statements

For the financial year ended 31 December 2022

These notes form an integral part of the financial statements.

The financial statements for the financial year ended 31 December 2022 were authorised for issue by the Board of Directors on 23 March 2023.

1. Corporate information

Olam Group Limited (the 'Company') is a limited liability company, which is domiciled and incorporated in Singapore. The Company is listed on the Singapore Exchange Securities Trading Limited (SGX-ST).

The Company's immediate holding company is Temasek Capital (Private) Limited and its ultimate holding company is Temasek Holdings (Private) Limited, both companies are incorporated in Singapore.

The principal activities of the Company are those of sourcing, processing, packaging and merchandising of agricultural products. The principal activities of the subsidiaries are disclosed in Note 14.

The registered office and principal place of business of the Company is at 7 Straits View, #20-01 Marina One East Tower, Singapore 018936.

1.1 Group re-organisation

The Company was listed on the Mainboard of the SGX-ST on 16 March 2022 following the implementation of a scheme of arrangement (the "Scheme") proposed by Olam International Limited ("OIL") to its shareholders under Section 210 of the Companies Act 1967, as described in OIL's circular to shareholders dated 27 January 2022 (the "Scheme Circular").

As announced in the Scheme Circular, OIL had undertaken an exercise to reorganise its diverse business portfolio into three new operating groups – Olam Food Ingredients ("ofi"), Olam Global Agri (now known as Olam Agri) and the remaining businesses (comprising the gestating businesses and the businesses carried out by Olam Ventures Pte. Ltd. and MindSprint Pte. Ltd. (formerly known as Olam Technology and Business Services Pte. Ltd.). This re-organisation was initiated to simplify OIL's portfolio, sharpen its focus, and unlock long-term value.

At the Extraordinary General Meeting of OIL held on 18 February 2022, the shareholders of OIL approved, inter alia, the Scheme. As announced by OIL on 3 March 2022, the Scheme was sanctioned by the High Court of the Republic of Singapore and was to become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore.

On 15 March 2022, OIL issued an announcement stating that a copy of the Scheme Court Order will be lodged with the Registrar of Companies on 15 March 2022, and the Scheme would therefore become effective and binding on 15 March 2022. Upon the Scheme taking effect, the entire issued share capital of OIL was held indirectly by the Company.

On 16 March 2022, the Company commenced trading on the Mainboard of the SGX-ST, and OIL was delisted from the SGX-ST on the same date.

2. Summary of significant accounting policies

2.1 Basis of preparation

The consolidated financial statements of the Company and its subsidiary companies collectively, the Group, and the balance sheet and statement of changes in equity of the Company have been prepared in accordance with Singapore Financial Reporting Standards (International) (SFRS(I)).

In preparing this set of consolidated financial statements, the group re-organisation (Note 1.1.) is not considered a business combination under SFRS(I) 3 Business Combinations and principles of pooling of interest method under common control was applied as continuation of Olam International Limited group, where the interest of entities of Olam international Limited were transferred under common control to Olam Group Limited, which has been effected as if the combination occurred as at 1 January 2022, or the dates of incorporation of the entities, or the dates when common control is established, whichever is later.

The Group applies the pooling of interest method which involve the following:
- Assets and liabilities of the transferred entities are stated at their predecessor carrying values and fair value measurement is not required.
- The Group's profit and loss reflects the results of the transferred entities.
- No new goodwill is recognised as a result of the combination.

Accordingly, the comparative numbers for the Group are those of OIL and its subsidiary companies prior to the re-organisation.

The financial statements have been prepared on a historical cost basis except as disclosed in the accounting policies below.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

The financial statements are presented in Singapore Dollars ($ or SGD) and all values in the tables are rounded to the nearest thousand ($'000) as indicated.

2.2 Changes in accounting policies

The accounting policies adopted are consistent with those of OIL for the previous financial year except in the current financial year, the Group has adopted all the new and revised standards which are effective for annual financial periods beginning on or after 1 January 2022. The adoption of these standards did not have any effect on the financial performance or position of the Group and the Company.

2.3 Standards issued but not yet effective

The Group has not adopted the following standards and interpretations applicable to the Group that have been issued but are not yet effective:

Description	Effective for financial year beginning on
Amendments to SFRS(I) 1-1: Disclosure of accounting policies	1 January 2023
Amendments to SFRS(I) 1-8: Definition of accounting estimates	1 January 2023
Amendments to SFRS(I) 1-1: Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to SFRS(I) 1-1: Non-current Liabilities with Covenants	1 January 2024
Amendments to SFRS(I) 16: Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to SFRS(I) 10 & SFRS(I) 1-28/FRS 110 & FRS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Date to be determined

The directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application.

2. Summary of significant accounting policies continued

2.4 Functional and foreign currency

The Group's consolidated financial statements are presented in Singapore Dollars as the Company is domiciled in Singapore.

The Company's functional currency is the United States Dollar ('USD'), which reflects the economic substance of the underlying events and circumstances of the Company as most of the Company's transactions are denominated in USD. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

a. Transactions and balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the balance sheet date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation.

b. Consolidated financial statements

For consolidation purpose, the assets and liabilities of foreign operations are translated into USD at the rate of exchange ruling at the balance sheet date and their profit or loss are translated at the weighted average exchange rates for the year. The exchange differences arising on the translation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

In the case of a partial disposal without loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative amount of the exchange differences are re-attributed to non-controlling interest and are not recognised in profit or loss. For partial disposals of associates or joint ventures that are foreign operations, the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

2. Summary of significant accounting policies continued

2.4 Functional and foreign currency continued

c. Translation to the presentation currency

The financial statements are presented in Singapore Dollar ('SGD') as the Company's principal place of business is in Singapore.

The financial statements are translated from USD to SGD as follows:-

- Assets and liabilities for each balance sheet presented are translated at the closing rate ruling at that balance sheet date;
- Income and expenses for each profit and loss account are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and

All exchange differences arising on the translation are included in the foreign currency translation reserves.

2.5 Subsidiary companies, basis of consolidation and business combinations

a. Subsidiary companies

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it 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. In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

A list of the Group's significant subsidiary companies is shown in Note 14.

b. Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
- Derecognises the carrying amount of any non-controlling interest;
- Derecognises the cumulative translation differences recorded in equity;
- Recognises the fair value of the consideration received;
- Recognises the fair value of any investment retained;
- Recognises any surplus or deficit in profit or loss;
- Reclassifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

2. Summary of significant accounting policies continued

2.5 Subsidiary companies, basis of consolidation and business combinations continued

c. Business combinations and goodwill

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in profit or loss.

Non-controlling interest in the acquiree, that are present ownership interests and entitle their holders to a proportionate share of net assets of the acquiree are recognised on the acquisition date at either fair value, or the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any) and the fair value of the Group's previously held equity interest in the acquiree (if any) over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. In instances where the latter amount exceeds the former, the excess is recognised as gain on bargain purchase in profit or loss on the acquisition date. The accounting policy for goodwill is set out in Note 2.10(a).

In business combinations achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

2.6 Transactions with non-controlling interests

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company, and are presented separately in the consolidated profit and loss and within equity in the consolidated balance sheet, separately from equity attributable to owners of the Company.

Changes in the Company's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

2.7 Joint arrangements

A joint arrangement is a contractual arrangement whereby two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

A joint arrangement is classified either as joint operation or joint venture, based on the rights and obligations of the parties to the arrangement.

To the extent the joint arrangement provides the Group with rights to the assets and obligations for the liabilities relating to the arrangement, the arrangement is a joint operation. To the extent the joint arrangement provides the Group with rights to the net assets of the arrangement, the arrangement is a joint venture.

The Group recognises its interest in a joint venture as an investment and accounts for the investment using the equity method. The accounting policy for investment in joint venture is set out in Note 2.8.

2. Summary of significant accounting policies continued

2.8 Joint ventures and associates

An associate is an entity over which the Group has the power to participate in the financial and operating policy decisions of the investee but does not have control or joint control of those policies.

The Group account for its investments in associates and joint ventures using the equity method from the date on which it becomes an associate or joint venture.

On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities represents goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate or joint venture's profit or loss in the period in which the investment is acquired.

Under the equity method, the investment in associates or joint ventures are carried in the balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the associates or joint ventures. The profit or loss reflects the share of results of the operations of the associates or joint ventures. Distributions received from joint ventures or associates reduce the carrying amount of the investment. Where there has been a change recognised in other comprehensive income by the associates or joint venture, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and associate or joint ventures are eliminated to the extent of the interest in the associates or joint ventures.

When the Group's share of losses in an associate or joint venture equals or exceeds its interest in the associate or joint venture, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate or joint venture.

2.9 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in Note 2.16. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Subsequent to recognition, all items of property, plant and equipment (except for freehold land) are stated at cost less accumulated depreciation and accumulated impairment losses. Freehold land has an unlimited useful life and therefore is not depreciated. Buildings and improvements are depreciable over the shorter of the estimated useful life of the asset or the lease period, where applicable.

Depreciation of an asset begins when it is available for use and is computed on a straight line basis over the estimated useful life except for ginning assets of Queensland Cotton Holdings Pty Ltd., which are depreciated using the units of use method. The estimated useful life of the assets is as follows:-

Bearer plants	• 15 to 30 years
Buildings and improvements	• 5 to 50 years
Plant and machinery	• 3 to 25 years; 30 years for ginning assets
Motor vehicles	• 3 to 5 years
Furniture and fittings	• 5 years
Office equipment	• 5 years
Computers	• 3 years

Bearer plants - Immature plantations are stated at acquisition cost which includes costs incurred for field preparation, planting, farming inputs and maintenance, capitalisation of borrowing costs incurred on loans used to finance the development of immature plantations and an allocation of other indirect costs based on planted hectarage.

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

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

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

2. Summary of significant accounting policies continued

2.10 Intangible assets

a. Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in the profit and loss account. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the cash-generating unit retained.

b. Other intangible assets

Intangible assets acquired separately are measured initially at cost. Following initial acquisition, intangible assets are measured at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite useful lives are amortised on a straight-line basis over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives or that are not yet available for use are not subject to amortisation and they are tested for impairment annually or more frequently if the events and circumstances indicate that the carrying value may be impaired either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable.

2.11 Biological assets

a. Agricultural produce ('Fruits on trees') and annual crops

The fair value of agricultural produce ('fruits on trees') is estimated using the discounted cash flow model, with any changes recognised in the profit or loss. The fair value takes into account yields, current market prices and related costs. The calculated value is then discounted by a suitable factor to take into account the agricultural risk until maturity.

The annual crops are carried at fair value basis the estimate of the price, yield and cost of the crop at harvest discounted for the remaining time to harvest. Where at any period end, little biological transformation has taken place since initial cost incurrence (for example, for seedlings planted immediately prior to the end of a reporting period), the annual crops have been carried at cost which approximates fair value.

b. Livestock

The fair value of livestock is estimated using the discounted cash flow model, with any resultant gain or loss recognised in the profit or loss. The fair value of livestock takes into account milk yields, market prices of livestock of similar age, breed and generic merit, related costs and discount factor to account for the agricultural risk of the livestock.

c. Poultry

Poultry are stated at fair value less estimated costs to sell, with any resultant gain or loss recognised in the profit or loss. Costs to sell include all costs that would be necessary to sell the assets. The fair value of poultry is determined based on estimated market price of livestock of similar age, breed and generic merit.

Breeding chickens are carried at fair value, which approximates cost and are amortised over the economic egg-laying lives of the breeding chickens after it starts producing eggs.

2. Summary of significant accounting policies continued

2.12 Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. The Group makes an estimate of the asset's recoverable amount with the help of independent professional valuers where applicable.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount.

Impairment losses are recognised in profit or loss. A previously recognised impairment loss 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. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss. Impairment losses relating to goodwill cannot be reversed in future periods.

2.13 Financial instruments

a. Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the instruments. The Group determines the classification of its financial assets at initial recognition.

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

Subsequent measurement

Debt instruments – amortised costs

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

Equity instruments

On initial recognition of an equity instrument that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI. Dividends from such investments are to be recognised in profit or loss when the Group's right to receive payments is established.

Changes in fair value of financial assets at FVOCI are recognised in OCI and are not reclassified to profit or loss. Consequently, there is no need to review such instruments for impairment.

On derecognition of the equity instrument in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income may however be transferred to another component of equity.

2. Summary of significant accounting policies continued

2.13 Financial instruments continued

a. Financial assets continued

Subsequent measurement continued

Derivatives

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. Changes in fair value of derivatives are recognised in profit or loss.

Impairment

For trade receivables, the Group applies a simplified approach in calculating expected credit losses ('ECLs'). The Group recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. This is similar for other financial assets on the balance sheet. Impairment losses are reflected in the allowance account of the respective financial asset class on the balance sheet:

- Loan to associate (Note 15)
- Amount due from subsidiary companies, net (Note 16)
- Trade receivables (Note 17)
- Other current assets – Sundry receivables, export incentives and subsidies receivable, deposits, staff advances, insurance receivables, amount due from joint venture, associates and a shareholder related company (Note 21)

Derecognition

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments, is recognised in profit or loss.

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus, in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Derecognition

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

c. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheets, when and only when, there is a currently enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

2. Summary of significant accounting policies continued

2.14 Cash and cash equivalents

Cash and cash equivalents comprise cash and bank balances and short-term fixed bank deposits that are subject to an insignificant risk of changes in value. These also include bank overdrafts that form an integral part of the Group's cash management. Cash and cash equivalents carried in the balance sheets are classified and accounted as measured at amortised cost under SFRS(I) 9. The accounting policy for this category of financial assets is stated in Note 2.13.

2.15 Inventories

Inventories for commodity trading businesses are measured at fair value less costs to sell, with changes in fair value less costs to sell recognised in the profit or loss in the period of the change.

Other inventories are stated at the lower of cost and net realisable value and are valued on a first-in-first-out basis. Net realisable value represents the estimated selling price in the ordinary course of business, less anticipated cost of disposal and after making allowance for damages and slow-moving items.

For fruits on trees that are harvested, are stated at fair value less estimated point-of-sale costs at the time of harvest (the 'initial cost'). Thereafter these inventories are carried at the lower of initial cost and net realisable value.

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

2.16 Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.17 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2. Summary of significant accounting policies continued

2.18 Employee benefits

a. Defined contribution plan

The Group participates in the national pension schemes as defined by the laws of countries in which it has operations. In particular, the Singapore companies in the Group make contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

b. Employee leave entitlement

Employee entitlements to annual leave are recognised as a liability when they accrue to employees. A provision is made for the estimated liability for leave as a result of services rendered by employees up to the balance sheet date.

c. Employee share options scheme/share grant plan

Employees (including senior executives) of the Group receive remuneration in the form of share options or shares as consideration for services rendered ('equity-settled transactions').

The cost of these equity-settled share-based payment transactions with employees is measured with reference to the fair value at the date on which the share subscriptions/options are granted which takes into account market conditions and non-vesting conditions.

This cost is recognised in the profit or loss, with a corresponding increase in the share-based compensation reserve, over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of options that will ultimately vest. The charge or credit to the profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market condition or non-vesting condition, which are treated as vested irrespective of whether or not the market condition or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. In the case where the option does not vest as the result of a failure to meet a non-vesting condition that is within the control of the Group or the employee, it is accounted for as a cancellation. In such case, the amount of the compensation cost that otherwise would be recognised over the remainder of the vesting period is recognised immediately in profit or loss upon cancellation.

In situations where equity instruments are issued and some or all of the goods or services received by the entity as consideration cannot be specifically identified, the unidentified goods or services received (or to be received) are measured as the difference between the fair value of the share-based payment and the fair value of any identifiable goods or services received at the grant date. This is then capitalised or expensed as appropriate.

Where the terms of an equity-settled award are modified, an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for a modification, which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it has vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

2. Summary of significant accounting policies continued

2.19 Leases

Lease contracts, as defined by SFRS(I) 16 Leases, are recorded in the balance sheet, which leads to the recognition of:

- an asset representing a right-of-use of the asset leased during the lease term of the contract;
- a liability related to the payment obligation.

Right-of-use assets

Right-of-use assets are measured at cost, which comprise the following - lease liability, lease payments made at or prior to delivery, less lease incentives received, initial direct costs and restoration obligations.

Following initial recognition, right-of-use assets are subsequently measured at amortised cost and depreciated over the term of the lease using the straight-line method.

Lease liability

The lease liability at commencement date is recognised for an amount equal to the present value of the lease payments over the lease term.

The lease liability is subsequently measured based on a process similar to the amortised cost method using the discount rate: where the liability is increased by the accrued interests resulting from the discounting of the lease liability, at the beginning of the lease period and less payments made. The interest cost for the period as well as variable payments, not taken into account in the initial measurement of the lease liability and incurred over the relevant period are recognised as costs.

Variable lease payments

The Group enters into 'Tiered Revenue Sharing Arrangements' for certain leases of land, buildings, plant and machinery and other assets. Arising from such arrangements are variable lease payments that do not depend on an index or rate and are based on production volumes or revenues of the underlying performance of the respective business units. Such variable lease payments are recognised in profit or loss in the period in which the event that triggers the occurrence of payments.

To the extent that the lease contract is a tiered revenue sharing arrangement in a sale and leaseback transaction, the Group shall measure the right-of-use asset arising from the leaseback at the proportion of the previous carrying amount of the asset that relates to the right-of-use retained by the Group. Accordingly, the Group shall recognise only the amount of any gain or loss that relates to the rights transferred to the buyer-lessor.

Short term leases and low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of land, buildings, plant and machinery and other assets (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to other assets that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

2.20 Revenue from contracts with customers

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

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

a. Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods as performance obligation is judged to have been satisfied and revenue is therefore recognised.

Revenue is measured at the consideration promised in the contract with a customer, less discounts and rebates.

b. Sale of services

Revenue from services rendered is recognised in the accounting period in which services are rendered.

2.21 Interest income

Interest income is recognised using the effective interest method.

2. Summary of significant accounting policies continued

2.22 Government grants, export incentives and subsidies

Government grants, export incentives and subsidies are recognised at their fair values when there is reasonable assurance that the grant will be received and all conditions attached will be complied with. When the grant relates to an expense item, it is recognised in the profit or loss over the period necessary to match it on a systematic basis to the costs that it is intended to compensate. When the grant relates to an asset, the fair value is recognised as deferred capital grant on the balance sheet and is amortised to the profit or loss over the expected useful life of the relevant asset by equal annual instalments.

2.23 Taxes

a. Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b. Deferred tax

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

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

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax asset is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2. Summary of significant accounting policies continued

2.23 Taxes continued

b. Deferred tax continued

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would be treated either as a reduction to goodwill (as long as it does not exceed goodwill) if incurred during the measurement period or in profit or loss.

c. Sales tax

Revenues, expenses and assets are recognised net of the amount of sales tax except:-

- where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the assets or as part of the expense item as applicable; and
- where receivables and payables are stated with the amount of sales tax included.

The net amount of sales tax recoverable from or payable to the taxation authority is included as part of receivables or payables in the balance sheet.

2.24 Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services, which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge.

The segment managers report directly to the management of the Company which regularly reviews the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 38, including the factors used to identify the reportable segments and the measurement basis of segment information.

2.25 Share capital and share issue expenses

Proceeds from issuance of ordinary shares net of directly attributable expenses are recognised as share capital in equity.

2.26 Treasury shares

The Group's own equity instruments, which are reacquired (treasury shares) are recognised at cost (including directly attributable expenses) and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount of treasury shares and the consideration received, if reissued, is recognised directly in equity. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them respectively.

2.27 Perpetual capital securities

The perpetual capital securities do not have a maturity date and the Company is able to elect to defer making a distribution subject to the terms and conditions of the securities issue. The Company is considered to have no contractual obligation to make principal repayments or distributions in respect of its perpetual capital securities issue. Accordingly, the perpetual capital securities do not meet the definition for classification as financial liability and are presented within equity. Distributions are treated as dividends which will be directly debited from equity. Incremental costs directly attributable to the issue of the perpetual capital securities are deducted against the proceeds from the issue.

2.28 Contingencies

A contingent liability is:-

a. a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or
b. a present obligation that arises from past events but is not recognised because:

   i. it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

   ii. the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Contingent liabilities and assets are not recognised on the balance sheet of the Group, except for contingent liabilities assumed in a business combination that are present obligations and for which the fair values can be reliably determined.

2. Summary of significant accounting policies continued

2.29 Derivative financial instruments and hedging activities

Derivative financial instruments include forward currency contracts, commodity futures, options, over-the-counter ('OTC') structured products, commodity physical forwards, foreign currency swap and interest rate swap contracts. These are used to manage the Group's exposure to risks associated with foreign currency, commodity price and interest rate fluctuations. Certain derivatives are also used for trading purposes. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivative financial instruments are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

The fair value of forward currency contracts and interest rate derivatives are calculated by reference to current forward exchange rates and interest rates respectively for contracts with similar maturity profiles. The fair values of commodity futures, options, OTC structured products and physical forwards are determined by reference to available market information and market valuation methodology. Where the quoted market prices are not available, fair values are based on management's best estimates, which are arrived at by reference to market prices.

Hedge accounting

The Group applies hedge accounting for certain hedging relationships which qualify for hedge accounting.

For the purpose of hedge accounting, hedges are classified as:-

- fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment; or
- cash flow hedges when hedging exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

a. Fair value hedges

Fair value hedge accounting is applied to hedge the Group's exposure to changes in the fair value portion of such an asset or liability or an identified portion of such an asset or liability that is attributable to a particular risk – commodity price risk that could affect the profit and loss account. For fair value hedges, the carrying amount of the hedged item (inventories) is adjusted for gains and losses attributable to the risk being hedged, the derivative (hedging instrument) is remeasured at fair value, gains and losses from both are taken to the profit and loss account.

When inventories are designated as a hedged item, the subsequent cumulative change in the fair value of these inventories attributable to the hedged commodity price risk is recognised as part of inventories with a corresponding gain or loss in the profit and loss account. The hedging instrument is recorded at fair value as an asset or liability and the changes in the fair value of the hedging instrument are also recognised in the profit and loss account.

The application of hedge accounting is discontinued in cases where the Group revokes the hedging relationship. Effective from SFRS(I) 9, hedging relationships may not be voluntarily revoked unless there is a change in risk management objective. Accordingly, in cases where a hedging relationship ceases to meet the hedge effectiveness requirement relating to the hedge ratio but the risk management objective remains unchanged, the Group adjusts the hedging ratio to re-establish the effectiveness of the hedging relationship. Furthermore, the Group discontinues the application of hedge accounting in cases where there is a change in the risk management objective for the hedging relationship.

b. Cash flow hedges

For each cash flow hedge relationship, the effective part of any gain or loss on the derivative financial instrument is recognised directly in other comprehensive income. Amounts recognised as other comprehensive income are transferred to profit or loss when the hedged transaction affects profit or loss. The ineffective part of any gain or loss is recognised immediately in the profit and loss account at the time hedge effectiveness is tested.

When a cash flow hedge is discontinued, any cumulative gain or loss previously recognised in other comprehensive income will remain in the cash flow hedge reserve until the future cash flows occur. If the hedged future cash flows no longer expected to occur, the net cumulative gain or loss is immediately reclassified to profit and loss account.

2. Summary of significant accounting policies continued

2.30 Related parties

A related party is defined as follows:-

a. A person or a close member of that person's family is related to the Group and Company if that person:

   i. has control or joint control over the Company;
   ii. has significant influence over the Company; or
   iii. is a member of the key management personnel of the Group or Company or of a parent of the Company.

b. An entity is related to the Group and the Company if any of the following conditions applies:-

   i. the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
   ii. one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
   iii. both entities are joint ventures of the same third party.
   iv. one entity is a joint venture of a third entity and the other entity is an associate of the third entity.
   v. the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.
   vi. the entity is controlled or jointly controlled by a person identified in (a).
   vii. a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

3. Significant accounting judgements and estimates

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

Critical judgements made in applying accounting policies

In the process of applying the Group's accounting policies, management has made certain judgements, apart from those involving estimations, which have significant effect on the amounts recognised in the financial statements.

Valuation of intangible and tangible assets/liabilities through business combinations

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The fair value of such assets and liabilities are estimated by independent professional valuers where significant, or using the discounted cash flow model, which requires the Group to make an estimate of the expected future cash flows of the acquired business and choosing a suitable discount rate. In addition, the Group also assesses the reasonableness of the estimated useful lives of such newly acquired assets which would also have an impact to the underlying fair valuation. The business combinations completed during the current financial year are disclosed in Note 12.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimating uncertainty as at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

a. Impairment of goodwill and intangible assets with indefinite/definite useful life

Management performs periodic reviews of goodwill, intangible assets with indefinite/finite life for indication of impairment. The Group estimates the value in use of the cash-generating units to which the goodwill and intangible asset with indefinite/finite useful life is allocated. Estimating the value in use requires the Group, with the help of independent professional valuers where applicable, to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The impairment tests are sensitive to forecasted EBITDA, growth rates and discount rates. Changes in these assumptions may result in changes in recoverable values. The carrying amount of the Group's goodwill and indefinite/finite life intangible assets at the balance sheet date is disclosed in Note 12.

3. Significant accounting judgements and estimates continued

Key sources of estimation uncertainty continued

b. Impairment of property, plant and equipment

An impairment exists when the carrying value of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing the asset. The Group had engaged independent professional valuers, where relevant to assess the fair values for certain assets using recognised valuation techniques.

The value in use calculation is based on a discounted cash flow model and requires the Group, with the help of independent professional valuers where applicable, to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The value in use calculations are sensitive to forecasted EBITDA, growth rates and discount rates.

Changes in these above assumptions may result in changes in recoverable values. The carrying amount of the Group's property, plant and equipment at the balance sheet date is disclosed in Note 11.

c. Biological assets

The fair value of biological assets (other than poultry and annual crops) is estimated using the discounted cash flow model, which requires the Group to make an estimate of the expected future cash flows from the biological assets. Key assumptions where judgement is involved includes forecast cash flows, discount rates, yield rates for the plantations and market prices of the fruits or nuts/crop and livestock, which is referenced to professional valuations where significant and considering effect of climate risks factors on the assumptions. The valuation of these biological assets is disclosed in Note 13.

d. Fair value of financial instruments

Where the fair values of financial instruments recorded on the balance sheet cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flow model. The inputs to these models are derived from observable market data where possible, but where this is not feasible, a degree of judgement is required in establishing fair values (Level 3). The judgements include considerations of model inputs regarding forward prices, credit risk, volatility and counterparty risk that are not supported by observable market data. Changes in assumptions about these factors could affect the reported fair value of financial instruments. The valuation of financial instruments is described in more detail in Note 35.

e. Taxation

The Group establishes provisions, based on reasonable estimates, of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the relevant tax authority. Such differences of interpretation may arise on a wide variety of issues including transfer pricing arrangements which vary by tax jurisdiction. In addition to the complexity of its tax environment, there is a level of unpredictability of tax authority's assessment of the Group's tax filings, which results in the application of management judgment in ascertaining reasonable estimates.

For open tax years, the Group assesses its liabilities and contingencies based upon the latest information available. Inherent uncertainties exist in estimates of tax contingencies due to complexities of interpretation and changes in tax laws. The Group records reasoned estimates of uncertain tax positions where it is assessed on the balance of probabilities that an adjustment is likely. Management does not anticipate a significant risk of material changes in estimates in this matter in the next financial year.

In addition to the above, deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised and when temporary differences are created if the carrying amount of an asset is less than its tax base. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the estimated unwinding of the deferred tax against taxable income or taxable temporary differences, together with future tax planning strategies.

The carrying amounts of the Group's provision for taxation, deferred tax assets and deferred tax liabilities as at 31 December 2022 is disclosed in Note 9.

4. Revenue from contracts with customers – disaggregation of revenue

	Group	
	2022 $'000	2021 $'000
Types of goods or services		
Sale of goods	**53,467,745**	45,701,687
Sale of services	**1,433,232**	1,300,264
Total revenue from contracts with customers	**54,900,977**	47,001,951
Timing of revenue recognition		
Goods transferred at point in time	**53,467,745**	45,701,687
Services transferred over time	**1,232,875**	1,158,230
Services transferred at point in time	**200,357**	142,034
Total revenue from contracts with customers	**54,900,977**	47,001,951

Revenue from sale of services mainly represents ginning and toll processing income and freight charter income.

For further disaggregation disclosure of revenue from contracts with customers by business and geographical segments – refer to Note 38.

5. Other income

Other income included the following:-

	Group	
	2022 $'000	2021 $'000
Gain on disposal of subsidiaries, net (Note 14)	**–**	5,391
Gain on disposal/partial divestment of joint venture and associate (Note 15)	**2,804**	8,630
Commissions and claims, sale of packaging materials, sales of scrap and others	**90,480**	63,408
	93,284	77,429

6. Operating expenses – direct

The significant portion of the operating expenses – direct pertains to the purchase costs of inventories sold (Note 19). The other directly attributable expenses include:-

	Group	
	2022 $'000	2021 $'000
Shipping, logistics, commission and claims	**(4,885,010)**	(5,261,654)
Foreign exchange on cost of goods sold [1]	**24,691**	(59,364)
Losses on derivatives net of fair value changes	**(1,243,855)**	(786,949)
Inventories written down, net (Note 19)	**(50,415)**	(16,266)
Export incentives, subsidies and grant income received [2]	**18,359**	43,980

1. Foreign exchange on cost of goods sold relate to foreign exchange movement arising between the time of purchase of goods and the time of sale of such goods.
2. Export incentives and subsidies relate to income from government agencies of various countries for the export of agricultural products.

7. Other expenses

Other expenses are stated after (charging)/crediting:-

	Group	
	2022 $'000	2021 $'000
Loss on disposal of joint venture and associate, net	**–**	(684)
Gain/(loss) of disposal of property, plant and equipment and intangible assets, net	**956**	(1,414)
Employee benefits expenses (Note 30)	**(1,387,576)**	(1,294,870)
Loss on foreign exchange, net	**(134,734)**	(117,219)
Bank charges	**(88,228)**	(79,118)
Travelling expenses	**(71,428)**	(45,812)
Transaction costs incurred in business combinations (Note 12)	**(3,151)**	(6,280)
Reversal/(impairment loss) on financial assets – Trade receivables (Note 17)	**(26,197)**	8,878
Allowance for doubtful debts – Advance payments to suppliers (Note 20)	**(13,399)**	(1,713)
Impairment of property, plant and equipment (Note 11)	**–**	(46,969)
Impairment of investment in joint venture (Note 15(a))	**–**	(2,233)
Group re-organisation costs [1]	**(112,060)**	(107,184)
Business restructuring and closure costs	**(217)**	(72,358)
Auditor's remuneration:		
• Ernst & Young LLP, Singapore [2]	**(6,727)**	(2,037)
• Other member firms of Ernst & Young Global [2]	**(9,845)**	(7,622)
Non-audit fees:		
• Ernst & Young LLP, Singapore [3]	**(2,811)**	(2,766)
• Other member firms of Ernst & Young Global [3]	**(1,030)**	(7,221)

1. The Group re-organisation costs relates to the announcement of 20 January 2020, where the Group announced that it would pursue a re-organisation of its portfolio of businesses into three new operating groups: (1) Olam Food Ingredients ("ofi"), (2) Olam Global Agri ("Olam Agri") and (ii) the remaining businesses. This re-organisation exercise continued into the current financial year.
2. With the group re-organisation (Note 1.1), the audit fees paid to Ernst & Young LLP, Singapore and other member firms of Ernst & Young Global relates to additional statutory financial statements requirements in Singapore and globally, in addition to this set of consolidated financial statements. The current year audit fees also includes the audit performed in connection to the proposed listing of the Olam Agri on both Singapore Stock Exchange and Tadawul in the Kingdom of Saudi Arabia.
3. In the prior financial year, the non-audit fees paid to Ernst & Young LLP, Singapore and other member firms of Ernst & Young Global comprise of work performed arising from (i) the re-organisation of the group into three operating groups, ofi, Olam Agri and the remaining businesses, (ii) financial due diligence of ofi as standalone operating group in connection with the ofi IPO on the London Stock Exchange and (iii) special one-off audit of Olam Agri as a standalone operating group for significant minority sale in relation to Olam Agri.
   In the current financial year, non-audit fees paid to Ernst & Young LLP, Singapore mainly relate to the work performed for financial due diligence of ofi in connection with the ofi IPO on the London Stock Exchange which was updated for current year purposes.

8. Finance costs

Finance costs include the following:-

	Group	
	2022 $'000	2021 $'000
Interest expense:		
• On bank overdrafts	**57,319**	36,415
• On bank loans	**623,824**	358,658
• On medium-term notes	**71,642**	93,562
• On bonds	**3,122**	863
• On lease liabilities (Note 10, 24)	**58,698**	54,687
• Others	**65,856**	30,745
	880,461	574,930
Less: interest expense capitalised in:		
• Property, plant and equipment and bearer plants	**(30,848)**	(44,535)
	849,613	530,395

Interest was capitalised to capital work-in-progress and bearer plants by various subsidiaries of the Group at rates ranging from 2.83% to 7.50% (2021: from 2.70% to 7.50%) per annum.

9. Income tax

a. Major components of income tax expense

	Group	
	2022 $'000	2021 $'000
Profit and loss account		
Current income tax:		
• Singapore	**72,281**	4,437
• Foreign	**197,328**	180,216
Over provision in respect of prior years	**(283)**	(15,187)
	269,326	169,466
Deferred income tax:		
• Singapore	**11,583**	(6,893)
• Foreign	**(105,324)**	(28,646)
Income tax expense	**175,585**	133,927

	Group	
	2022 $'000	2021 $'000
Statement of comprehensive income:		
Deferred income tax related to items credited directly to other comprehensive income:		
Net change in fair value adjustment reserves for derivative financial instruments designated as hedging instruments in cash flow hedges	**(617)**	921
Deferred tax recorded in other comprehensive income	**(617)**	921

b. Relationship between tax expense and accounting profit

A reconciliation of the statutory tax rate to the Group's effective tax rate ("ETR") is as follows:-

	Group	
	2022 %	2021 %
Tax using Singapore tax rate 17% (2021: 17%)	**17.0**	17.0
Tax effect of non-deductible expenses	**1.2**	4.9
Higher statutory tax rates of other countries [1]	**9.8**	7.0
Tax effect on over provision in respect of prior years	**0.0**	(2.1)
Tax effect of income taxed at concessionary rate [2]	**(0.1)**	(9.7)
Tax effect on non-taxable/exempt income [3]	**(3.1)**	(0.9)
Tax effect of joint ventures/associates	**(0.4)**	(0.5)
Tax effect of deferred tax assets (recognised)/not recognised	**(1.5)**	1.9
Tax effect of others, net	**1.4**	0.6
Effective tax rate	**24.3**	18.2

1. The above reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.
2. The Group has two wholly-owned subsidiaries who are approved companies under the Global Trader Programme ('GTP') of Enterprise Singapore and Development and Expansion Incentive ('DEI') under the International Headquarters ('IHQ') award of Singapore Economic Development Board. By virtue of this, both subsidiaries are entitled to a concessionary income tax rate of 5% and 5 - 5.5% respectively for a period of 5 years from (i) 1 July 2018 until and including 31 December 2022 and (ii) 1 January 2022 until and including 31 December 2026, respectively on qualifying activities, products and income.
3. One of the Company's wholly-owned subsidiary companies, Olam Maritime Freight Pte Ltd has been awarded the Approved International Shipping Enterprise status under the Maritime Sector Incentive (MSI-AIS) administered by the Maritime and Port Authority of Singapore (MPA) for a period of 10 years, from 15 August 2022 to 14 August 2032, where income derived from qualifying activities are tax exempt in Singapore. There are two other wholly-owned subsidiary companies that are taxed at a concessionary income tax rate of 8% under the Finance and Treasury Centre ('FTC') status awarded by Enterprise Singapore. The concessionary tax rate is for a period of (i) 5 years effective from 1 March 2017 until and including 28 February 2027 (renewed for 1 March 2022 until and including 28 February 2027) and (ii) 5 years from 1 January 2022 until and including 31 December 2026, respectively on qualifying activities and income.
   Apart from the above, there are ten (2021: six) other subsidiaries within the Group that are taxed at the preferential tax rate ranging from 0% to 17.5% (as opposed to the local headline/statutory tax rates ranging from 17% to 35%) by the local tax authorities for periods ranging from 0 to 7 years (2021: 0 to 8 years), except two subsidiaries which does not have an expiry date on preferential tax rate.

9. Income tax continued

c. Deferred income tax

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The amounts, after such offsets, are disclosed on the balance sheet as follows:-

	Group	
	2022 $'000	2021 $'000
Deferred tax assets	**263,013**	266,766
Deferred tax liabilities	**(527,903)**	(583,261)
Net deferred tax liabilities	**(264,890)**	(316,495)

Details of deferred tax assets and liabilities before offsetting is as follows:-

	Consolidated Balance Sheets		Consolidated Profit and Loss Statements	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Deferred tax liabilities on:				
Property, plant and equipment	**254,416**	202,283	**65,737**	(30,697)
Right-of-use asset / lease liability	**1,401**	2,319	**(986)**	21,633
Intangible assets	**193,078**	209,078	**(7,754)**	(9,988)
Fair value adjustment on business combinations	**157,118**	160,676	**(8,162)**	(22,397)
Biological assets	**112,201**	100,853	**19,399**	(637)
Revaluation of financial instruments to fair value	**31,176**	49,510	**(28,889)**	28,990
Unrealised foreign exchange differences	**–**	–	**1,073**	–
Others	**26,944**	24,574	**(20,900)**	(34,450)
	776,334	749,293	**19,518**	(47,546)
Amount offset against deferred tax assets	**(248,431)**	(166,032)	**–**	–
	527,903	583,261	**19,518**	(47,546)
Deferred tax assets on:				
Property, plant and equipment	**12,803**	38,736	**455**	(166)
Right-of-use asset	**77,780**	60,188	**21,939**	(23,095)
Intangible assets	**179,632**	176,823	**14,407**	32,504
Fair value adjustment on business combinations	**4,778**	–	**–**	–
Allowance for impairment	**5,778**	3,778	**2,540**	1,311
Inventories written down	**6,898**	6,570	**(182)**	1,153
Revaluation of financial instruments to fair value	**531**	21	**447**	(505)
Unabsorbed losses	**51,617**	41,994	**15,489**	(13,817)
Unrealised foreign exchange differences	**–**	–	**11,198**	–
Others	**171,628**	104,688	**46,966**	(9,392)
	511,445	432,798	**113,259**	(12,007)
Amount offset against deferred tax liabilities	**(248,432)**	(166,032)	**–**	–
	263,013	266,766	**113,259**	(12,007)
Deferred income tax			**93,741**	35,539
Net deferred tax liabilities	**(264,890)**	(316,495)		

9. Income tax continued

c. Deferred income tax continued

Movements in deferred tax during the financial year is as follows:-

	Group	
	2022 $'000	2021 $'000
As at beginning of year	**(316,495)**	(141,428)
Business combinations (Note 12)	**(36,736)**	(202,322)
Tax income recognised in profit and loss	**93,741**	35,539
Tax income/(expense) recognised in equity	**617**	(921)
Foreign currency translation adjustments	**(6,017)**	(7,363)
	(264,890)	(316,495)

Unrecognised tax losses and capital allowances for which no deferred tax assets have been recognised

The Group has tax losses of approximately $555,785,000 (2021: $383,785,000) and capital allowances of $31,640,000 (2021: $27,721,000) that are available for offset against future taxable profits of the companies in which the losses arose for which no deferred tax asset has been recognised. The use of these tax losses is subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate and there is no expiry date on the utilisation of such tax losses and capital allowances for offset against future taxable profits, except for amounts of $402,871,000 (2021: $325,280,000) which will expire over financial years 2022 to 2042.

Unrecognised temporary differences relating to investments in subsidiaries and joint ventures

At the end of the financial years ended 31 December 2021 and 31 December 2022, no deferred tax liability has been recognised for taxes that would be payable on the undistributed earnings of certain of the Group's subsidiaries and joint ventures as:-

- The Group has determined that undistributed earnings of its subsidiaries will not be distributed in the foreseeable future; and
- The joint ventures of the Group cannot distribute its earnings until it obtains the consent of shareholders. At the end of the reporting period, the Group does not foresee giving such consent.

Such temporary differences for which no deferred tax liability has been recognised aggregate to $204,781,000 (2021: $171,629,000). The deferred tax liability is estimated to be $14,637,000 (2021: $12,824,000).

Tax consequences of proposed dividends

There are no income tax consequences attached to the dividends to the shareholders proposed by the Company but not recognised as a liability in the financial statements in respect of the current and previous financial year (Note 27).

10. Right-of-use assets

Group	Leasehold land $'000	Leasehold buildings $'000	Water rights $'000	Other assets[1] $'000	Total $'000
Cost					
As at 1 January 2021	296,715	164,348	137,302	113,884	712,249
Additions in relation to business combinations (Note 12)	–	60,514	–	368	60,882
Additions/(disposals), net	8,394	44,162	–	115,625	168,181
Non-current assets held for sale (Note 21)	(2,992)	–	–	–	(2,992)
Charge for the year	(18,674)	(59,437)	(5,651)	(63,576)	(147,338)
Foreign currency translation adjustments	(4,977)	1,604	(4,927)	(23)	(8,323)
As at 31 December 2021 and 1 January 2022	278,466	211,191	126,724	166,278	782,659
Additions in relation to business combinations (Note 12)	–	24,419	–	47	24,466
Additions/(disposals), net	22,573	125,130	–	117,092	264,795
Charge for the year	(18,737)	(69,585)	(5,287)	(94,537)	(188,146)
Foreign currency translation and hyperinflation adjustments	(12,890)	(11,685)	(8,546)	(4,313)	(37,434)
As at 31 December 2022	**269,412**	**279,470**	**112,891**	**184,567**	**846,340**
Average remaining amortisation period (years)					
– 31 December 2022	1-39	1-39	1-22	1-10	
– 31 December 2021	1-40	1-37	1-23	1-10	

1. Other assets comprise of vessel charter contracts, motor vehicles, office equipment and computers.

Amount recognised in profit and loss

	Group	
	2022 $'000	2021 $'000
Interest expense on lease liabilities (Note 8)	**58,698**	54,687
Expenses relating to variable leases (included in Cost of Goods Sold)	**32,342**	28,754
Expenses relating to short-term leases (included in Other Operating Expenses)	**77,837**	63,163
Expenses relating to leases of low value assets (included in Other Operating Expenses)	**4,746**	3,136

These leases have no contingent rent provision included in the contracts. Lease terms do not contain restrictions on the Group's activities concerning dividends, additional debt or further leasing. The Group had total cash outflows for leases of $333,254,000 in the current financial year (2021: $277,928,000).

11. Property, plant and equipment

Group	Freehold land $'000	Buildings and improvements $'000	Plant and machinery $'000	Other assets[1] $'000	Capital work-in-progress $'000	Bearer plants $'000	Total $'000
Cost							
As at 1 January 2021	410,856	2,366,209	2,721,305	402,535	551,246	2,201,511	8,653,662
Additions in relation to business combinations (Note 12)	551	23,023	76,290	6,354	1,327	–	107,545
Additions	975	32,631	103,009	53,849	401,895	74,318	666,677
Disposals	(14,543)	(29,413)	(36,465)	(38,842)	(44,452)	(15,371)	(179,086)
Reclassification	9,663	78,222	142,783	892	(230,315)	(1,245)	–
Sale of subsidiaries (Note 14)	–	(6,222)	(3,726)	(1,637)	(904)	(10,926)	(23,415)
Non-current assets held for sale (Note 21)	(155,290)	(23,029)	(51,218)	(8,169)	(1,079)	–	(238,785)
Foreign currency translation adjustments	(572)	(42,872)	(28,942)	(10,240)	(23,222)	(76,423)	(182,271)
As at 31 December 2021 and 1 January 2022	251,640	2,398,549	2,923,036	404,742	654,496	2,171,864	8,804,327
Additions in relation to business combinations (Note 12)	–	6,619	64,016	1,090	1,746	–	73,471
Additions	930	21,451	70,910	98,212	545,542	46,729	783,774
Disposals	(567)	(11,863)	(12,299)	(19,306)	(10,117)	–	(54,152)
Reclassification	(13,360)	72,448	272,299	2,740	(332,947)	(1,180)	–
Foreign currency translation and hyperinflation adjustments	(6,255)	(115,150)	(162,783)	(41,915)	(29,344)	(127,204)	(482,651)
As at 31 December 2022	**232,388**	**2,372,054**	**3,155,179**	**445,563**	**829,376**	**2,090,209**	**9,124,769**
Accumulated depreciation and impairment loss							
As at 1 January 2021	37,256	537,354	1,063,119	249,147	–	862,223	2,749,099
Charge for the year	–	111,290	204,847	55,971	–	52,462	424,570
Sale of subsidiaries (Note 14)	–	(1,619)	(3,445)	(1,436)	–	(354)	(6,854)
Disposals	(5,774)	(10,758)	(28,303)	(36,032)	–	(15,442)	(96,309)
Reclassification	(381)	348	1,407	(1,374)	–	–	–
Non-current assets held for sale (Note 21)	(49,926)	(23,029)	(42,899)	(8,170)	(1,079)	–	(125,103)
Impairment	18,853	16,370	9,530	1,141	1,075	–	46,969
Foreign currency translation adjustments	757	(6,401)	(13,372)	(6,900)	4	(29,208)	(55,120)
As at 31 December 2021 and 1 January 2022	785	623,555	1,190,884	252,347	–	869,681	2,937,252
Charge for the year	91	113,566	220,015	61,423	–	55,738	450,833
Disposals	–	(10,126)	(11,402)	(21,337)	–	–	(42,865)
Reclassification	–	2,028	(322)	(2,005)	–	299	–
Foreign currency translation and hyperinflation adjustments	(56)	(60,143)	(94,655)	(32,523)	–	(53,206)	(240,583)
As at 31 December 2022	**820**	**668,880**	**1,304,520**	**257,905**	**–**	**872,512**	**3,104,637**
Net carrying value							
As at 31 December 2022	**231,568**	**1,703,174**	**1,850,659**	**187,658**	**829,376**	**1,217,697**	**6,020,132**
As at 31 December 2021	250,855	1,774,994	1,732,152	152,395	654,496	1,302,183	5,867,075

3. Other assets comprise of motor vehicles, furniture and fittings, office equipment and computers.

The Group's land, buildings, plant and machinery with a carrying amount of $137,787,000 (2021: $117,963,000) have been pledged to secure the Group's borrowings as set out in Note 24.Bearer plants consist of mature and immature almond orchards, coffee, pepper, palm and rubber plantations. All trees within the Group's mature plantations presently consist of trees aged between 1 and 31 years (2021: 1 and 30 years).

Immature plantations mainly consist of almond orchards, pepper, palm and rubber trees aged between 1 and 7 years (2021: 1 and 7 years) amounting to $229,037,000 (2021: $351,458,000).

At the end of the financial year, the Group's total planted area of plantations is approximately 110,445 (2021: 106,707) hectares, excluding hectares for those commodities whose plantations are not managed by the Group.

12. Intangible assets

Group	Goodwill $'000	Customer relationships $'000	Brands and trademarks[1] $'000	Software $'000	Water Rights[2] $'000	Concession Rights[3] $'000	Others[4] $'000	Total $'000
Cost								
As at 1 January 2021	832,192	143,393	161,179	160,433	10,554	94,409	148,867	1,551,027
Additions in relation to business combinations (Note 12)	503,477	478,136	356,575	–	104	–	2,943	1,341,235
Additions	–	–	–	13,157	–	–	15,269	28,426
Disposals	–	–	–	(25,273)	–	–	(1,486)	(26,759)
Sale of subsidiaries (Note 14)	–	–	–	–	–	–	(3,616)	(3,616)
Foreign currency translation adjustments	21,823	7,961	7,089	2,293	(388)	(2,700)	2,171	38,249
As at 31 December 2021 and 1 January 2022	1,357,492	629,490	524,843	150,610	10,270	91,709	164,148	2,928,562
Additions in relation to business combinations (Note 12)	39,461	54,106	–	–	–	–	18,946	112,513
Additions	–	–	–	22,634	–	–	4,994	27,628
Disposals	(1,758)	–	–	(5,573)	–	(3,872)	(281)	(11,484)
Foreign currency translation and hyperinflation adjustments	(19,637)	(10,763)	(3,705)	11,162	(697)	(1,984)	(24,175)	(49,799)
As at 31 December 2022	**1,375,558**	**672,833**	**521,138**	**178,833**	**9,573**	**85,853**	**163,632**	**3,007,420**
Accumulated amortisation and impairment								
As at 1 January 2021	14,967	92,694	23,401	61,153	–	55,656	60,358	308,229
Amortisation	–	28,096	–	16,238	–	4,505	6,447	55,286
Disposals	–	–	–	(15,955)	–	–	(1,056)	(17,011)
Sale of subsidiaries (Note 14)	–	–	–	–	–	–	(924)	(924)
Foreign currency translation adjustments	419	1,951	476	472	–	650	727	4,695
As at 31 December 2021 and 1 January 2022	15,386	122,741	23,877	61,908	–	60,811	65,552	350,275
Amortisation	–	40,119	–	18,993	–	4,770	6,171	70,053
Disposals	(1,758)	–	–	(1,196)	–	(1,190)	(136)	(4,280)
Foreign currency translation and hyperinflation adjustments	30	(5,476)	(168)	(2,753)	–	(1,498)	(5,198)	(15,063)
As at 31 December 2022	**13,658**	**157,384**	**23,709**	**76,952**	**–**	**62,893**	**66,389**	**400,985**
Net carrying value								
As at 31 December 2022	**1,361,900**	**515,449**	**497,429**	**101,881**	**9,573**	**22,960**	**97,243**	**2,606,435**
As at 31 December 2021	1,342,106	506,749	500,966	88,702	10,270	30,898	98,596	2,578,287
Average remaining amortisation period (years)								
– 31 December 2022	**–**	**1 – 10**	**–**	**1 – 13**	**–**	**1 – 6**	**1 – 24**	
– 31 December 2021	–	1 – 10	–	1 – 13	–	5 – 15	1 – 44	

1. Brands and trademarks include 'OK Foods', 'OK Sweets', 'US Cotton', 'Jain Farm Fresh Foods', 'Gel Spice' and 'Olde Thompson' brands/trademarks. The useful lives of the brands/trademarks are estimated to be indefinite as management believes there is no foreseeable limit to the period over which the brands/trademarks are expected to generate net cash flows for the Group.
4. Water rights relate to perpetual access to share of water from a specified consumptive pool.
5. Concession rights consist of rights to harvest trees in designated areas. Amortisation is charged over the estimated useful life of the concession rights.
6. Others comprise land use rights, trade names, marketing agreements and non-compete fees. Land use rights relate to rights to land where the Group has acquired plantations. Amortisation is charged over the estimated useful lives of the land use rights.

12. Intangible assets continued

Impairment testing of goodwill and other intangible assets

Goodwill and intangible assets with indefinite lives arising from business combinations have been allocated to the following cash-generating units ('CGU'), for impairment testing:-

	Goodwill		Brands and trademark		Water rights	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000
Olam OT Holdings, LLC	**493,244**	500,710	**353,025**	355,529	**–**	–
Cocoa Processing Business	**244,312**	247,772	**–**	–	**–**	–
Olam Peanut Shelling Company Inc	**123,652**	124,529	**–**	–	**–**	–
Universal Blanchers	**66,367**	66,837	**–**	–	**–**	–
Club Coffee L.P.	**35,816**	–	**–**	–	**–**	–
Olam Spices & Vegetables Ingredients	**9,174**	9,244	**848**	854	**–**	–
Jain Farm Fresh Foods, Inc.	**8,085**	8,143	**–**	–	**104**	105
Progida Group	**7,085**	12,620	**–**	–	**–**	–
Nigeria Wheat Milling Business	**267,719**	269,617	**–**	–	**–**	–
Olam Investment Australia Holdings	**7,537**	8,092	**–**	–	**9,469**	10,165
US Cotton	**6,797**	6,846	**18,083**	18,211	**–**	–
Packaged Foods brands	**31,576**	31,800	**117,379**	121,516	**–**	–
Caraway Africa Nigeria Limited	**43,144**	43,450	**–**	–	**–**	–
Others	**17,392**	12,446	**8,094**	4,856	**–**	–
	1,361,900	1,342,106	**497,429**	500,966	**9,573**	10,270

The recoverable amounts of the CGUs have been determined based on value in use calculations using cash flow projections from financial budgets approved by management covering a five year period. The discount rates applied to the cash flow projections and the forecasted growth rates used to extrapolate cash flows beyond the five year period are as follows:-

	Growth rates		Discount rates	
	2022 %	2021 %	**2022 %**	2021 %
Olam OT Holdings, LLC	**2.00**	2.00	**9.50**	8.00
Cocoa Processing Business	**2.00**	2.00	**10.00**	10.00
Olam Peanut Shelling Company Inc	**2.00**	2.00	**8.00**	7.50
Universal Blanchers	**2.00**	2.00	**8.00**	7.65
Club Coffee L.P.	**2.00**	–	**8.91**	–
Olam Spices & Vegetables Ingredients	**5.00**	2.00	**12.00**	12.00
Jain Farm Fresh Foods, Inc.	**2.00**	–	**8.00**	9.50
Progida Group	**2.00**	2.00	**16.90**	12.50
Nigeria Wheat Milling Business	**3.00**	–	**12.58**	11.40
Olam Investment Australia Holdings	**–**	–	**5.95**	7.40
US Cotton	**–**	1.00	**6.82**	7.55
Packaged Foods brands	**3.00**	3.00	**15.00**	13.50
Caraway Africa Nigeria Limited	**3.00**	3.00	**14.50**	14.00

The calculations of value in use for the CGUs are most sensitive to the following assumptions:-

Forecasted EBITDA – Forecasted EBITDA are based on average values achieved at prevailing market conditions at the start of the budget period.

Growth rates – The growth rates indicated are as estimated by the management based on published industry research and do not exceed the long-term average growth rate for the industries relevant to the CGUs. At 1.00% change in growth rate assumption, the recoverable value would change in the range of 3.7% - 11.8% (2021: 6.6% - 14.0%).

Discount rates – Discount rates reflect management's estimate of risks specific to each CGU. This is the benchmark used by management to assess operating performance and to evaluate future investment proposals. At 1.00% change in discount rate assumption, the recoverable value would change in the range of 3.6% - 15.0% (2021: 9.8% - 21.5%).

12. Intangible assets continued

Business combinations

During the current financial year, the Group entered into two business combinations:-

	Märsch Importhandels GmbH $'000	Club Coffee L.P. $'000	Total $'000
Fair value of assets and liabilities			
Right-of-use assets (Note 10)	6,196	18,270	24,466
Property, plant and equipment (Note 11)	24,908	48,563	73,471
Intangible assets (Note 12)	19,480	53,572	73,052
Trade and other receivables	24,086	40,030	64,116
Interest in joint ventures and associates	–	870	870
Inventories	101,042	78,388	179,430
Other current assets	10,883	4,852	15,735
Cash and bank balances	15	573	588
Fair value of derivative financial instruments – Assets	5,706	–	5,706
	192,316	245,118	437,434
Trade and other payables	21,097	57,911	79,008
Borrowing	42,848	–	42,848
Other current liabilities	7,493	–	7,493
Lease liabilities	11,608	17,072	28,680
Provision for taxation	3,976	–	3,976
Deferred tax liabilities	11,803	24,933	36,736
	98,825	99,916	198,741
Total identifiable net assets at fair value	93,491	145,202	238,693
Goodwill arising from acquisition (Note 12)	–	39,461	39,461
	93,491	184,663	278,154
Consideration transferred for the acquisitions:			
Cash paid	93,491	180,572	274,063
Settlement of pre-existing intercompany balance	–	4,091	4,091
Total consideration	93,491	184,663	278,154
Less: Cash and cash equivalents acquired	(15)	(573)	(588)
Less: Settlement of pre-existing intercompany balance	–	(4,091)	(4,091)
Net cash outflow on acquisition of subsidiaries	**93,476**	**179,999**	**273,475**

12. Intangible assets continued

Business combinations continued

Acquisitions of subsidiaries

(i) On 4 July 2022, the Group completed the acquisition of 100% of Märsch Importhandels GmbH, one of Europe's leading private label nuts manufacturers, with manufacturing facilities in Germany. The acquisition complements ofi's current footprint in private label and manufacturing operations in the United States of America and Asia and provides ofi's nuts business with a platform for an accelerated entry into Europe.

(ii) On 5 July 2022, the Group also completed the acquisition of 100% of Club Coffee L.P.. Club Coffee is one of Canada's largest coffee roasters and packaging solutions providers to the 'At Home' segment, serving private label customers and retail brands from its facilities in Toronto. The acquisition of Club Coffee is aligned with ofi's growth strategy to deliver sustainable, natural, value-added food and beverage ingredients and solutions through a diverse channel mix, to customers across the globe.

Assets acquired and liabilities assumed

Trade and other receivables acquired comprise gross trade and other receivables amounting to $64,116,000, which approximates fair value. It is expected that the full contractual amount of the receivables can be collected.

The Group measured the acquired lease liabilities using the present value of the remaining lease payments at the date of acquisition. The right-of-use assets were measured at an amount equal to the lease liabilities and adjusted to reflect the favourable terms of the lease relative to market terms.

The deferred tax liability mainly comprises the tax effect of the accelerated depreciation for tax purposes of tangible and intangible assets.

Transaction costs

Total transaction costs related to all acquisitions of $3,151,000 have been recognised in the 'Other expenses' line item in the Group's profit and loss account for the financial year from 1 January 2022 to 31 December 2022 (Note 7).

Goodwill arising from acquisitions

Goodwill of $39,461,000 represents the synergies expected to be achieved from integrating the value-added midstream processing business of the subsidiaries into the Group's existing supply chain business.

Impact of the acquisitions on profit and loss

From acquisition date, subsidiaries acquired during the financial year have increased the Group's sales of goods by 0.63% and decreased the Group's profits for the financial year, net of tax by 1.26%. Had the acquisitions taken place at the beginning of the financial year, the sales of goods for the financial year would have increased by 1.28% and the Group's profit for the financial year, net of tax would have decreased by 2.57%.

13. Biological assets

Group	Fruits on trees and annual crops $'000	Livestock $'000	Poultry $'000	Total $'000
As at 1 January 2021	291,144	171,594	10,427	473,165
Net (reductions)/additions	(47,198)	(115,635)	(594)	(163,427)
Capitalisation of expenses	42,676	93,745	–	136,421
Net change in fair value less estimated costs to sell	90,641	(21,412)	–	69,229
Reclassification as Assets held for Sale (Note 21)	–	(17,924)	–	(17,924)
Foreign currency translation adjustments	(10,798)	2,707	(360)	(8,451)
As at 31 December 2021 and 1 January 2022	**366,465**	**113,075**	**9,473**	**489,013**
Net (reductions)/additions	**(5,855)**	**(101,118)**	**(3,651)**	**(110,624)**
Capitalisation of expenses	**42,205**	**70,042**	**–**	**112,247**
Net change in fair value less estimated costs to sell	**29,622**	**61,281**	**–**	**90,903**
Foreign currency translation adjustments	**(25,147)**	**2,914**	**(215)**	**(22,448)**
As at 31 December 2022	**407,290**	**146,194**	**5,607**	**559,091**

Fruits on trees

During the financial year, the Group harvested approximately 56,997 metric tonnes (2021: 51,959 metric tonnes) of almonds, which had a fair value less estimated point-of-sale costs of approximately $421,203,000 (2021: $363,621,000). The fair value of almonds was determined with reference to the market prices at the date of harvest.

The fair value of fruits on trees (almonds) is estimated using the present value of expected net cash flows from the biological assets. The following table shows the key inputs used:-

Key inputs	Inter-relationship between key inputs and fair value measurement
Discount rates of 8.0% (2021: 8.5%) per annum	The estimated fair value increases as the estimated discount rate per annum decreases, and vice versa.
Market prices approximating $9,312 (2021: $9,308) per metric tonne	The estimated fair value increases as the respective inputs increase, and vice versa.
Estimated yields per annum from harvest approximating 48,935 metric tonnes	The estimated fair value increases as the respective inputs increase, and vice versa.

Annual crops

Annual crops consist of various commodities such as cotton, onions, tomatoes and other vegetables and rice. For onions, tomatoes and other vegetables, the Group provides seeds to farmers to sow and grow. For such annual crops where seeds are provided, the Group continues to control the crops throughout the process as the Group has continued ownership of the seeds (and crops being grown) during the period of growing up to harvest although the farmers take all the harvest risks and bear all the farming costs. The Group has the contractual obligation to buy the produce from these farmers, when these annual crops are harvested, if the specified quality is met. For cotton and rice, the Group manages its own farms.

At the end of the financial year, the Group's total planted area of annual crops is approximately 85,114 (2021: 109,626) hectares, excluding for those commodities where farms are not managed by the Group.

The annual crops have been valued using adjusted cost, based on the estimate of the yield and cost of the crop at harvest discounted for the remaining time to harvest, which approximates fair value.

Livestock

Livestock relates mainly to dairy cattle in Uruguay and Russia. At the end of the financial year, the Group held approximately 13,000 (2021: 29,000) cows, which are able to produce milk (mature assets) and approximately 20,000 (2021: 31,000) heifers and calves, being raised to produce milk in the future (immature assets). The cows produced approximately 157 million litres (2021: 290 million litres) of milk with a fair value less estimated point-of-sale costs of $159,982,000 (2021: $169,122,500) during the financial year.

The fair value of livestock is determined based on valuations using the income approach by an independent professional valuer using market prices ranging from $2,107 to $5,359 (2021: $449 to $4,015) of livestock of similar age, breed and generic merit.

Poultry

Poultry relates mainly to parent birds (chickens) for producing day-old chicks in Nigeria. At the end of the financial year, the Group held approximately 247,000 in 2022 (2021: 966,000) chickens.

13. Biological assets continued

Financial risk management strategies related to agricultural activities

The Group is exposed to financial risk in respect of agricultural activity. The agricultural activity of the Group consists of the management of biological assets to produce marketable output. The primary financial risk associated with this activity occurs due to the length of time between expending cash on the purchase or planting and maintenance of biological assets and on harvesting and ultimately receiving cash from the sale of the marketable output. The Group plans for cash flow requirements for such activities and manages its debt and equity portfolio actively.

14. Subsidiary companies

	Company	
	2022 $'000	2021 $'000
Unquoted equity shares at cost	**6,407,175**	–
Foreign currency translation adjustments	**(184,430)**	–
	6,222,745	–
Loans to subsidiary companies	**20,093**	–
	6,242,838	–

Loans to subsidiary companies are unsecured, non-interest bearing and are not repayable within the next 12 months.

Disposal of ownership interest in subsidiaries resulting in loss of control

In the prior financial year, the Group entered into various sale agreements for the following subsidiaries:

(a) Two wholly-owned subsidiaries were sold by the Company for total sale consideration of $1,610,000 to third parties and a net gain on disposal of $385,000 has been recognised in 'Other income' in the profit and loss account.

(b) One wholly-owned subsidiary was sold into a newly incorporated joint venture of the Company, please refer to Note 15(a) for details.

Partial divestment of subsidiary

During the current financial year, the Group through a wholly-owned subsidiary completed the sale of 35.43% stake in the Olam Agri business to SALIC International Investment Company. The Group has received cash proceeds of US$1,240,000,000 (approximately $1,710,229,000) and has recorded the resultant gain of $1,196,347,000, net of transaction cost, to its capital reserves in equity. Following the completion of the sale, the Group owns 64.57% of Olam Agri Holdings Pte Ltd, the holding company for all of the Olam Agri businesses, with the balance of 35.43% owned by SALIC International Investment Company.

14. Subsidiary companies continued

Composition of the Group

Details of significant subsidiary companies are as follows:-

Name of company	Country of incorporation	Principal activities	Effective percentage of equity held by the Group 2022 %	2021 %
Olam International Limited [1]	Singapore	(a), (b)	**100**	100
Olam Treasury Pte Ltd [1]	Singapore	(d)	**100**	100
Olam Cocoa Pte Ltd [1]	Singapore	(a)	**100**	100
Olam Agri Holdings Pte Ltd [1]	Singapore	(b)	**64.57**	100
Olam Global Agri Pte Ltd [1]	Singapore	(a), (b)	**100**	100
Olam Maritime Freight Pte. Ltd. [1]	Singapore	(e)	**100**	–
Olam Global Agri Treasury Pte. Ltd. [1]	Singapore	(d)	**100**	100
Olam Holdings Pte Ltd [1]	Singapore	(b)	**100**	100
Olam Global Holdco Pte Ltd [1]	Singapore	(a), (b)	**100**	100
Olam Cocoa Processing Ghana Limited [2]	Ghana	(a)	**100**	100
Olam Agri Ghana Limited [2] (f.k.a. Olam Ghana Limited)	Ghana	(a)	**100**	100
Olam Ivoire SA [2]	Ivory Coast	(a)	**100**	100
Outspan Ivoire SA [2]	Ivory Coast	(a)	**100**	100
Olam Cocoa Processing Cote d'Ivoire [2]	Ivory Coast	(a)	**100**	100
Societe d'exploitation cotonniere Olam [2]	Ivory Coast	(a)	**100**	100
Societe Agro Industrielle de la Comoe [2]	Ivory Coast	(a)	**100**	100
Cotontchad SN [2]	Chad	(a)	**60**	60
Nouvelle Société Cotonnière du Togo [2]	Togo	(a)	**51**	51
Olam Senegal S.A. [2]	Senegal	(a)	**100**	100
Outspan Nigeria Limited [2]	Nigeria	(a)	**100**	100
Olam Nigeria Limited [2]	Nigeria	(a)	**100**	100
Crown Flour Mills Limited [2]	Nigeria	(a)	**100**	100
Quintessential Foods Nigeria Limited [2]	Nigeria	(a)	**100**	100
Olam Flour Mills Limited [2] (f.k.a. Dangote Flour Mills PLC)	Nigeria	(a)	**100**	100
Olam Hatcheries Limited [2]	Nigeria	(a)	**100**	100
Olam Vietnam Limited [2]	Vietnam	(a)	**100**	100
Café Outspan Vietnam Limited [2]	Vietnam	(a)	**100**	100
Olam South Africa (Proprietary) Limited [2]	South Africa	(a)	**100**	100
PT Olam Indonesia [2]	Indonesia	(a)	**100**	100
Olam Agri India Private Limited [3] (f.k.a. Outspan India Private Limited)	India	(a)	**100**	100
Olam Food Ingredients India Private Limited [3] (f.k.a Olam Agro India Private Limited)	India	(a)	**100**	100
Olam Agricola Ltda. [2]	Brazil	(a)	**100**	100
Olam Brasil Ltda. [2]	Brazil	(a)	**100**	100
LLC Russian Dairy Company [3]	Russia	(c)	**100**	100
Olam Holdings Inc [4]	The United States of America	(a), (b) & (c)	**100**	100
Olam Agri Americas Holdings, Inc. [4] (f.k.a. QC (US) International, Inc.)	The United States of America	(a), (b)	**100**	100
Olam Orchards Australia Pty Ltd [2]	Australia	(a) & (c)	**100**	100
Queensland Cotton Holdings Pty Ltd [2]	Australia	(a) & (b)	**100**	100
Congolaise Industrielle des Bois SA [2]	Congo	(a)	**100**	100
Seda Outspan Iberia S.L. [2]	Spain	(a)	**100**	100
Progida Tarim Űrűnleri Sanayi ve Ticaret A.Ş. [2]	Turkey	(a)	**100**	100
Olam Cam SA [2]	Cameroon	(a)	**100**	100

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14. Subsidiary companies continued

Composition of the Group continued

Details of significant subsidiary companies are as follows:-

Name of company	Country of incorporation	Principal activities	Effective percentage of equity held by the Group 2022 %	2021 %
Olam Holdings B.V. [3]	Netherlands	(b)	**100**	100
Olam Cocoa B.V. [3]	Netherlands	(a)	**100**	100
Olam America Cotton Company Ltd [4]	Cayman Islands	(a)	**100**	100
Caraway Pte Ltd [1]	Singapore	(a) & (b)	**75**	75
OK Foods Limited [2]	Nigeria	(a) & (b)	**75**	75
Caraway Africa Nigeria Limited [2]	Nigeria	(a)	**75**	75
Olam Sanyo Foods Limited [2]	Nigeria	(a)	**75**	75
Nutrifoods Ghana Limited [2]	Ghana	(a)	**75**	75
Gabon Fertilizer Company SA [2]	Gabon	(a)	**80**	80
Olam Palm Gabon SA [2]	Gabon	(a) & (c)	**60**	60
Olam Rubber Gabon SA [2]	Gabon	(a) & (c)	**60**	60

(a) Sourcing, processing, packaging and merchandising of agricultural products and inputs.
(b) Investment holding.
(c) Agricultural operations.
(d) Treasury activities.
(e) Freight operations.

1. Audited by Ernst & Young, Singapore.
2. Audited by member firms of Ernst & Young Global.
3. Audited by local CPA firms.
4. No statutory audit required as per local laws.

15. Investments in joint ventures and associates

	Group	
	2022 $'000	2021 $'000
Joint ventures (Note 15(a))	**13,118**	14,603
Associates (Note 15(b))	**260,553**	557,689
	273,671	572,292

a. Investments in joint ventures

	Group	
	2022 $'000	2021 $'000
Unquoted equity shares at cost	**19,132**	18,763
Share of post-acquisition reserves	**(3,251)**	(1,263)
Less: Impairment loss	**(2,233)**	(2,233)
Foreign currency translation adjustments	**(530)**	(664)
	13,118	14,603

List of key joint ventures of the Group are as follows:-

			Effective percentage of equity held	
Name of company (Country of incorporation)	Principal place of business	Principal activities	**2022 %**	2021 %
Held by the Company				
Aztec Agri B.V. [1] (Netherlands)	Indonesia	Agricultural operations	**50.0**	50.0
Proclass Pty Limited [2] (Australia)	Australia	Agricultural operations	**20.0**	20,0
Cotton JV Pty Limited [2] (Australia)	Australia	Agricultural operations	**50.0**	50.0
Coleambally Ginning Pty Ltd [2] (Australia)	Australia	Agricultural operations	**50.0**	50.0
Mitrsuphan Rice Co. Ltd. [3] (Thailand)	Thailand	Agricultural operations	**49.0**	49.0

1. Audited by Steens & Partners.
2. Audited by member firms of Ernst & Young Global.
3. Audited by local CPA firms.

Disposal of joint venture

In the previous financial year, the Group divested the 30.0% stake in Long Son Joint Stock Company for sales consideration of $26,884,000 which is to be paid annually over four equal instalments of approximately $6,721,000, with the first instalment of $6,721,000 having received. Gain on disposal of $8,630,000 was recorded in 'Other Income' in the profit and loss account (Note 5).

In the current financial year, the second instalment of approximately $6,811,000 was received.

Investment in new joint venture

In the previous financial year, the Group divested its 100% stake in wholly-owned subsidiary PT Sumber Daya Wahana into the newly incorporated joint venture entity – Aztec Agri B.V.. This resulted in a disposal of the wholly-owned subsidiary for sales consideration of $11,703,000 and a gain on disposal of $5,006,000 recorded in 'Other Income' in the profit and loss account. Subsequently to the disposal, the Company's 50.0% shareholding in the entity has been re-measured at fair value and recorded at cost amounting to $10,117,000 at 31 December 2021.

15. Investments in joint ventures and associates continued

a. Investments in joint ventures continued

As of 31 December 2022 and 31 December 2021, no joint venture was individually material to the Group. The summarised financial information in respect of the joint ventures, based on its SFRS(I) financial statements and reconciliation with the carrying amount of the investments in the combined financial statements are as follows:-

	Group	
	2022 $'000	2021 $'000
Summarised balance sheet		
Non-current assets	**35,637**	28,976
Current assets	**47,151**	40,798
Total assets	**82,788**	69,774
Non-current liabilities	**17,961**	9,234
Current liabilities	**33,091**	26,523
Total liabilities	**51,052**	35,757
Net assets	**31,736**	34,017
Proportion of the Group's ownership:		
Group's share of net assets	**12,739**	14,455
Goodwill on acquisition	**148**	148
Other adjustments	**231**	–
Carrying amount of the investments	**13,118**	14,603
Summarised statement of comprehensive income		
Revenue	**117,728**	220,133
Loss after tax	**(3,032)**	(2,347)
Other comprehensive income	**(118)**	(1,345)
Total comprehensive income	**(3,150)**	(3,692)

15. Investments in joint ventures and associates continued

b. Investments in associates

	Group	
	2022 $'000	2021 $'000
Unquoted equity shares at cost	**240,346**	413,986
Share of post-acquisition reserves	**8,783**	130,061
Loan to associate [1]	**3,933**	18,490
Foreign currency translation adjustments	**7,491**	(4,848)
	260,553	557,689

1. Loan to associate is unsecured, not expected to be repayable within the next 12 months and are interest-free.

List of key associates of the Group are as follows:-

Name of company (Country of incorporation)	Principal place of business	Principal activities	Effective percentage of equity held 2022 %	2021 %
Held by the Company				
Gabon Special Economic Zone Infrastructures SA [1] (Gabon)	Gabon	Managing special economic zones	**–**	40.49
Gabon Special Economic Zone Airport [1] (Mauritius)	Gabon	Infrastructure management and development services	**–**	40.49
ARISE Integrated Industrial Platforms (Formally known as ARISE Special Economic Zone) [1] (Mauritius)	Gabon	Managing special economic zones	**–**	30.44
ARISE P&L Limited [2] (United Kingdom)	Gabon	Managing port and logistics infrastructure	**32.41**	32.41
Stamford Panasia Shipping Pte Ltd [3]	Singapore	Shipping & logistics	**49.00**	49.00
Stamford Next Generation Shipping Pte Ltd [3]	Singapore	Shipping & logistics	**49.00**	49.00
Food Security Holding Company [3]	Saudi Arabia	Processing and trading of agricultural commodities	**–***	10.00

1. Audited by member firms of Ernst & Young Global.
2. Audited by BDO LLP UK.
3. Audited by local CPA.

Investment in associate

In the previous financial year, the Company invested $17,920,000 in a newly incorporated associate - Food Security Holding Company with the consideration being fully paid in cash. Management has assessed and is satisfied that the Group has significant influence over Food Security Holding Company as the Group holds positions in the Board of Directors of the entity, actively participates in all board meetings and acts as a consultant to the operations of the underlying business.

* In 2022, the Company had entered into an agreement to divest the investment in associate - Food Security Holding Company for a consideration amounting to approximately $25,749,000 (US$18,667,000). As at 31 December 2022, the divestment was not completed due to existing conditions precedent to the sale and purchase agreement not being met and management has accounted for the investment as 'Non-current asset held of sale' on the balance sheet as a 'Current' asset in accordance with SFRS(I) 5 (Note 21). The sale is expected to be completed within one year from initial date of classification.

Divestment of associates

In the previous financial year, the investment in Open Country Dairy Limited was fully divested for cash consideration of $77,615,000 and the net loss of $684,000 on divestment, net of reversal of impairment was recognised in 'Other expenses' in the profit and loss account (Note 7).

In the current financial year, the investments in ARISE Integrated Industrial Platforms, Gabon Special Economic Zone Infrastructures SA and Gabon Special Economic Zone Airport together with other non-key associate namely ARISE PCC were fully divested for total cash consideration of $266,197,000, all amount have been fully received as of 31 December 2022. Gain on disposal of $2,804,000 was recorded in 'Other Income' in the profit and loss account (Note 5).

15. Investments in joint ventures and associates continued

b. Investments in associates continued

As of 31 December 2022 and 31 December 2021, no associate was individually material to the Group. The summarised financial information in respect of the associates based on its SFRS(I) financial statements and reconciliation with the carrying amount of the investment in the combined financial statements are as follows:-

	Group	
	2022 $'000	2021 $'000
Summarised balance sheet		
Non-current assets	**1,472,350**	3,254,087
Current assets	**539,081**	1,569,643
Total assets	**2,011,431**	4,823,730
Non-current liabilities	**444,362**	1,049,674
Current liabilities	**575,601**	1,750,943
Total liabilities	**1,019,963**	2,800,617
Net assets	**991,468**	2,023,113
Proportion of the Group's ownership:		
Group's share of net assets	**260,553**	557,271
Other adjustments	**–**	418
Carrying amount of the investments	**260,553**	557,689
Summarised statement of comprehensive income		
Revenue	**1,045,176**	1,257,981
Profit after tax	**76,828**	48,653
Other comprehensive income	**(47,889)**	(103,167)
Total comprehensive income	**28,939**	(54,514)

16. Amounts due from subsidiary companies (net)

	Company	
	2022 $'000	2021 $'000
Loan to a subsidiary, net	**878,714**	–
Non-trade payables	**(247,808)**	–
	630,906	–

Loans to a subsidiary, net include a loan to subsidiary amounting to $913,541,000 (2021: $Nil) which bear interest at 5.23% (2021: NIL) per annum, repayable on demand and are to be settled in cash. The remaining amount is non-interest bearing, unsecured, repayable on demand and are to be settled in cash.

The other amounts are non-interest bearing, unsecured, subject to trade terms or repayable on demand, and are to be settled in cash.

Amounts due from subsidiary companies (net) denominated in currencies other than functional currency of the Company are as follows:-

	Company	
	2022 $'000	2021 $'000
Singapore Dollar	**(12,847)**	–

17. Trade receivables

	Group	
	2022 $'000	2021 $'000
Trade receivables	**2,581,709**	2,195,067
Indirect tax receivables	**273,801**	246,283
	2,855,510	2,441,350

Trade receivables are non-interest bearing and are subject to trade terms of 30 to 60 days' terms. They are recognised at their original invoice amounts, which represent their fair values on initial recognition. Indirect tax receivables comprise goods and services, value-added taxes and other indirect forms of taxes.

The Group have factoring facilities utilised by the Company and certain wholly-owned subsidiaries, whereby trade receivables are sold at their nominal value minus a discount ranging from 2.0% - 3.0% in exchange for cash, on a non-recourse basis. The amount of the receivables sold net of discounts and derecognised as at 31 December 2022 amounted to $1,242,809,000 (2021: $1,123,594,000).

Trade receivables denominated in currencies other than functional currencies of Group companies are as follows:-

	Group	
	2022 $'000	2021 $'000
Euro	**455,617**	284,003
United States Dollar	**158,253**	249,130
Great Britain Pounds	**52,409**	67,613

Trade receivables include amounts due from associates of $7,628,000 (2021: $14,850,000), due from joint ventures of $4,106,000 (2021: 2,152,000), and $42,532,000 (2021: $Nil) due from shareholder related companies.

The expected credit loss provision as at 31 December 2022 and 2021 is determined as follows:-

	Group	
	2022 $'000	2021 $'000
Trade receivables measured at amortised cost	**2,699,468**	2,292,357
Less: Lifetime expected credit loss for trade receivables	**(117,759)**	(97,290)
Total trade receivables measured at amortised cost	**2,581,709**	2,195,067
Movement in allowance accounts:-		
As at beginning of year	**97,290**	117,224
Charge for the year	**35,575**	21,999
Written back	**(9,378)**	(30,877)
Written off	**(16,840)**	(9,341)
Foreign currency translation adjustments	**11,112**	(1,715)
As at end of year	**117,759**	97,290

Receivables that are past due but not impaired

The analysis of the Group's ageing for receivables that are past due but not impaired is as follows:-

	Group	
	2022 $'000	2021 $'000
Trade receivables past due but not impaired:-		
Less than 30 days	**363,767**	581,444
30 to 60 days	**268,370**	126,670
61 to 90 days	**72,287**	128,646
91 to 120 days	**65,999**	42,344
121 to 180 days	**69,695**	15,215
More than 180 days	**34,795**	122,134

18. Margin accounts with brokers

Margin accounts are maintained with recognised futures dealers and brokers for trades done on the futures exchanges. These margin accounts move in relation to trades done on futures, variation margins required and prices of the commodities traded.

These amounts reflect the payments made to futures dealers as initial and variation margins depending on the volume of trades done and price movements.

	Group	
	2022 $'000	2021 $'000
Margin deposits with brokers	**318,589**	620,308
Amounts due to brokers	**(255,814)**	(65,048)
	62,775	555,260

19. Inventories

	Group	
	2022 $'000	2021 $'000
Balance sheets:		
Commodity inventories at fair value	**4,569,514**	6,091,770
Commodity inventories at the lower of cost and net realisable value	**4,377,810**	2,765,450
	8,947,324	8,857,220
Profit and loss account:		
Inventories recognised as an expense in cost of goods sold inclusive of the following (charge)/credit:	**(42,717,102)**	(36,770,117)
• Inventories written down	**(65,761)**	(66,159)
• Reversal of write-down of inventories [1]	**15,346**	49,893

1. The reversal of write-down of inventories is made when the related inventories are sold above their carrying amounts.

20. Advance payments to suppliers

	Group	
	2022 $'000	2021 $'000
Advances to suppliers – procurement of physical commodities	**553,508**	519,113
Advances to suppliers – capital expenditure	**29,137**	24,343
	582,645	543,456

Advance payments to suppliers denominated in currencies other than functional currencies of Group companies are as follows:-

	Group	
	2022 $'000	2021 $'000
Euro	**20,640**	14,806
United States Dollar	**14,865**	36,698
Great Britain Pounds	**8**	11

The movement in the allowance accounts for advance payment to suppliers is as follows:-

	Group	
	2022 $'000	2021 $'000
Movement in allowance accounts:-		
As at beginning of year	**13,863**	14,654
Charge for the year	**14,921**	6,098
Written back	**(1,522)**	(4,385)
Written off	**(3,336)**	(1,335)
Foreign currency translation adjustments	**(1,063)**	(1,169)
As at end of year	**22,863**	13,863

21. Other current/non-current assets

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Current:				
Sundry receivables	**198,865**	247,928	**–**	–
Export incentives and subsidies receivable [1]	**118,693**	73,651	**–**	–
Amounts due from joint venture, associates and a shareholder related company [2]	**6,645**	15,087	**–**	–
Deposits	**49,340**	35,077	**–**	–
Staff advances [3]	**11,632**	10,610	**–**	–
Insurance receivables [4]	**40,687**	22,730	**–**	–
Short-term investment	**1,726**	1,273	**–**	–
	427,588	406,356	**–**	–
Prepayments [5]	**330,609**	496,523	**5,767**	–
Advance corporate tax paid	**132,843**	98,368	**–**	–
Taxes recoverable	**6**	415	**–**	–
	891,046	1,001,662	**5,767**	–
Non-current:				
Other non-current assets	**42,240**	25,711	**–**	–

1. These relate to incentives and subsidies receivable from the Government agencies of various countries for subsidised agricultural input and export of agricultural products. There are no unfulfilled conditions or contingencies attached to these incentives and subsidies.
2. Amounts due from joint venture, associates and a shareholder related company are non-interest bearing, unsecured, repayable on demand and are to be settled in cash. Included in the balance is an amount of $3,933,000 (2021: $4,317,000) which relates to a loan receivable from a joint venture that is unsecured and bear interest at 6.25% per annum, repayable on demand and is to be settled in cash.
3. Staff advances are interest-free, unsecured, repayable within the next 12 months and are to be settled in cash.
4. Insurance receivables pertain to pending marine and inventories insurance claims. The outstanding claims are currently being processed by the insurance companies for final settlement.
5. Prepayments mainly pertain to prepaid shipping and logistics related expenses incurred for sourcing, processing, packaging and merchandising of agricultural products and inputs.

Non-current assets held for sale

In the previous financial year, non-current assets held for sale relates both closed business of Olam Tomato Processing business in California and NZ Farming System Uruguay in Uruguay. The non-current assets included other current assets, relevant right of use asset, property, plant and equipment and biological assets amounting to $1,718,000, $2,992,000 (Note 10), $113,682,000 (Note 11) and $17,924,000 (Note 13) respectively (totaling $136,316,000), were classified as 'Non-current assets held for sale' in accordance with SFRS(I) 05. All sales except for non-current assets held for sales amounting to $1,166,000 were completed in the current financial year.

In the current financial year, the non-current assets held for sale also includes the carrying value of investment in associate - Food Security Holding Company amounting to $17,858,000, for which the sale had not completed as at 31 December 2022 (Note 15(b)).

22. Trade payables and accruals

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Trade payables	**3,180,998**	3,774,316	**–**	–
Accruals	**947,666**	704,212	**2,957**	–
	4,128,664	4,478,528	**2,957**	–
Advances received from customers	**110,091**	112,915	**–**	–
GST payable and equivalent	**88,434**	88,235	**–**	–
	4,327,189	4,679,678	**2,957**	–

Trade payables are non-interest bearing. Trade payables are subject to trade terms of 30 to 60 days' terms while other payables have an average term of two months.

Trade payables and accruals denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Great Britain Pounds	**494,665**	561,643	**–**	–
Euro	**132,808**	95,708	**–**	–
United States Dollar	**90,798**	14,542	**–**	–
Singapore Dollar	**13,302**	15,063	**2,934**	–
Australian Dollar	**242,769**	146,612	**–**	–

Accruals mainly relate to operating costs such as logistics, insurance premiums and employee benefits.

23. Other current/non-current liabilities

	Group	
	2022 $'000	2021 $'000
Current:		
Interest payable on bank loans	**56,684**	49,259
Sundry payables	**432,663**	665,380
Amount due to joint ventures [1]	**(13,770)**	8,924
	475,577	723,563
Withholding tax payable	**16,600**	16,450
	492,177	740,013
Non-current:		
Other non-current liabilities	**67,114**	52,916

1. Amount due to joint ventures are non-interest bearing, unsecured, repayable on demand and are to be settled in cash.

24. Borrowings and lease liabilities

Borrowings

	Group	
	2022 $'000	2021 $'000
Current:		
Bank overdrafts (Note 33)	**190,434**	155,739
Bank loans	**4,228,800**	5,363,177
Term loans from banks	**96,958**	170,224
Medium-term notes	**535,778**	1,248,475
	5,051,970	6,937,615
Non-current:		
Term loans from banks	**8,520,329**	7,043,342
Medium-term notes	**1,546,423**	1,751,418
	10,066,752	8,794,760
Total borrowings	**15,118,722**	15,732,375
Lease liabilities – Current	**140,766**	138,015
Lease liabilities – Non-current	**886,256**	839,800
Total lease liabilities	**1,027,022**	977,815
Total borrowings and lease liabilities	**16,145,744**	16,710,190

Borrowings denominated in currencies other than functional currencies of Group companies are as follows:-

	Group	
	2022 $'000	2021 $'000
Singapore Dollar	**597,661**	1,081,642
Japanese Yen	**430,026**	1,360,115
United States Dollar	**39,648**	112,471

Bank overdrafts and bank loans

The bank loans and bank overdrafts of the subsidiary companies are repayable within 12 months and bear interest in a range from 0.60% to 35.83% (2021: 0.30% to 40.00%) per annum.

Bank loans include an amount of $22,848,000 (2021: $48,328,000) secured by the assets of subsidiaries. The remaining amounts of bank loans are unsecured.

Term loans from banks

Term loans from banks of the subsidiary companies bear interest at floating interest rates ranging from 0.60% to 10.00% (2021: 0.60% to 10.00%) per annum. Term loans from banks to the subsidiary companies are repayable between one to fourteen years (2021: one to nine years).

Term loans from banks include an amount of $89,566,000 (2021: $102,969,000) secured by the assets of subsidiaries. The remaining amounts of term loans from banks are unsecured.

24. Borrowings and lease liabilities continued

Medium-term notes

The Group has a US$5,000,000,000 Euro medium-term notes ('EMTN') programme. The drawdowns from the EMTN are unsecured. The EMTN are as follows:-

		Group	
	Maturity	**2022 $'000**	2021 $'000
Current:			
Euro medium-term note programme:			
• 6.00% fixed rate notes	2022	–	484,723
• 0.47% fixed rate notes	2022	–	66,808
• 0.9725% fixed rate notes	2022	–	70,325
• 3.65% fixed rate notes	2022	–	67,436
• 0.9825% fixed rate notes	2022	–	93,778
• 4.375% fixed rate notes	2023	**401,828**	–
Other medium-term notes:			
• 3.90% fixed rate notes	2022	–	236,075
• 3.73% fixed rate notes	2022	–	229,330
• 4.35% fixed rate notes	2023	**133,950**	–
		535,778	1,248,475
Non-current:			
Euro medium-term note programme:			
• 4.375% fixed rate notes	2023	–	403,788
• 2.05% fixed rate notes	2025	**71,427**	81,926
• 4.00% fixed rate notes	2026	**597,661**	596,920
• 3.25% fixed rate notes	2026	**133,819**	134,728
• 1.61% fixed rate notes	2026	**91,841**	105,353
• 1.403% fixed rate notes	2026	**55,597**	64,473
Other medium-term notes:			
• 4.35% fixed rate notes	2023	–	134,900
• 3.89% fixed rate notes	2024	**160,740**	161,880
• 3.27% fixed rate notes	2025	**66,975**	67,450
• 3.05% fixed rate notes	2027	**267,900**	–
• 3.25% fixed rate notes	2029	**100,463**	–
		1,546,423	1,751,418

24. Borrowings and lease liabilities continued

Lease liabilities

	Group 2022 $'000	Group 2021 $'000
As at 1 January	**977,815**	912,018
Additions/(derecognition), net	**258,696**	212,610
Accretion of interest (Note 8)	**58,698**	54,687
Payments	**(218,329)**	(182,875)
Foreign currency translation adjustment	**(49,858)**	(18,625)
As at 31 December	**1,027,022**	977,815
Current	**140,766**	138,015
Non-current	**886,256**	839,800

Lease liabilities include variable rent payments amounting to $336,270,000 (2021: $373,317,000) which is based on expected future harvest yields and future market prices of agricultural products.

Leases amounting to $7,757,000 (2021: $11,838,000) are guaranteed by a subsidiary company.

Lease liabilities bear interest ranging from 0.41% to 14.77% (2021: 1.00% to 12.00%) per annum and are repayable between 1 and 38 years (2021: 1 and 39 years).

Change in liabilities arising from financing activities

A reconciliation of liabilities arising from financing activities is as follows:-

	Group					
	2021 $'000	**Cash flows $'000**	**Non-cash changes**			**2022 $'000**
			Net movement in lease liabilities $'000	**Acquisition of subsidiary (Note 12) $'000**	**Foreign exchange movement $'000**	
Bank borrowings (excluding bank overdrafts and lease liabilities)	12,576,743	**404,129**	**–**	**42,848**	**(177,633)**	**12,846,087**
Lease liabilities	977,815	**(165,696)**	**236,419**	**28,680**	**(50,196)**	**1,027,022**
Medium-term notes	2,999,893	**(923,150)**	**–**	**–**	**5,458**	**2,082,201**

	Group					
	2020 $'000	Cash flows $'000	Non-cash changes			2021 $'000
			Net movement in lease liabilities $'000	Acquisition of subsidiary (Note 12) $'000	Foreign exchange movement $'000	
Bank borrowings (excluding bank overdrafts and lease liabilities)	9,723,472	2,706,305	–	315,490	(168,524)	12,576,743
Lease liabilities	912,018	(135,844)	159,384	60,882	(18,625)	977,815
Medium-term notes	3,262,438	(327,752)	–	–	65,207	2,999,893

25. Earnings per share

Basic earnings per share is calculated by dividing the net profit for the year attributable to owners of the Company by the weighted average number of ordinary shares outstanding (excluding treasury shares) during the year.

Diluted earnings per share is calculated by dividing the adjusted net profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding (excluding treasury shares) during the year adjusted for the effects of dilutive shares and options.

The following reflects the profit and share data used in the basic and diluted earnings per share computations for the financial years ended 31 December:-

	Group	
	2022 $'000	2021 $'000
Net profit attributable to owners of the Company	**629,091**	686,430
Less: Accrued capital securities distribution	**(40,943)**	(57,591)
Adjusted net profit attributable to owners of the Company for basic and dilutive earnings per share	**588,148**	628,839
	No. of shares	No. of shares
Weighted average number of ordinary shares on issue applicable to basic earnings per share	**3,772,770,487**	3,437,919,001
Effect of bonus factor resulting from Rights issue	**–**	498,275*
Dilutive effect of performance share plan	**54,349,727**	54,476,211
Adjusted weighted average number of ordinary shares applicable to diluted earnings per share	**3,827,120,214**	3,492,893,487

* On 19 July 2021, wholly-owned subsidiary, Olam International Limited (the "entity") issued 481,364,524 rights shares, on the basis of 3 right issues for every 20 existing ordinary share in the capital of the entity at $1.25 per rights share held by the shareholders of the entity.

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

26. Share capital, treasury shares, perpetual capital securities and warrants

a. Share capital

	Group			
	31 December 2022		31 December 2021	
	No. of shares	**$'000**	No. of shares	$'000
Ordinary shares issued and fully paid [1]				
Balance at beginning of year	**3,752,443,181**	**4,339,545**	3,271,018,657	3,748,994
Issue of treasury shares on exercise of share options	**8,328,030**	**26,564**	60,000	98
Cancellation of treasury shares	**(647)**	**(1)**	–	–
Issue of shares to shareholders on group re-organisation (Note 1.1)	**81,854,621**	**1,867,487**	–	–
Rights issue	**–**	**–**	481,364,524	590,453
Balance at end of year	**3,842,625,185**	**6,233,595**	3,752,443,181	4,339,545

1. The holders of ordinary shares are entitled to receive dividends as and when declared by the Group. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.

	Company			
	31 December 2022		31 December 2021	
	No. of shares	**$'000**	No. of shares	$'000
Ordinary shares issued and fully paid [1]				
Balance at beginning of year	**1**	**–***	–	–
Issue of share	**–**	**–**	1	–*
Issue of shares to shareholders on group re-organisation (Note 1.1)	**3,842,625,184**	**6,233,595**	–	–
Balance at end of year	**3,842,625,185**	**6,233,595**	1	–*

1. The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.

* Amount is less than $1,000

26. Share capital, treasury shares, perpetual capital securities and warrants continued

b. Treasury shares

	Group			
	31 December 2022		31 December 2021	
	No. of shares	**$'000**	No. of shares	$'000
Ordinary shares issued and fully paid				
Balance at beginning of year [1]	**61,861,826**	**114,446**	75,395,038	140,172
Use of treasury shares for share awards/options [2]	**(61,861,826)**	**(114,446)**	(13,533,212)	(25,726)
Share buyback during the year [3]	**4,868,700**	**6,543**	–	–
Balance at end of year	**4,868,700**	**6,543**	61,861,826	114,446

1. These treasury shares are relating to those of Olam International Limited ("OIL") prior to the group re-organisation (Note 1.1) and the holders of ordinary shares are entitled to receive dividends as and when declared by OIL. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.
2. OIL used 61,861,826 (2021: 13,533,212) treasury shares during the current financial period towards the release of the employees share options, performance share awards and restricted share awards as part of the group re-organisation (Note 1.1).
3. These treasury shares relate to those of the Company that were bought back during the year post the completion of the group re-organisation (Note 1.1)

	Company			
	31 December 2022		31 December 2021	
	No. of shares	**$'000**	No. of shares	$'000
Ordinary shares issued and fully paid [1]				
Balance at beginning of year	**–**	**–**	–	–
Share buyback during the year [2]	**4,868,700**	**6,543**	–	–
Balance at end of year	**4,868,700**	**6,543**	–	–

1. The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.
2. These treasury shares relate to those of the Company that were bought back during the year post the completion of the group re-organisation (Note 1.1).

c. Shares held in trust

Prior to the completion of the group re-organisation (Note 1.1), all remaining Restricted Share Awards ("RSAs") under the OSGP were approved for early vesting and a trust was concurrently set up to allow the unvested RSAs to be issued and/or transferred to the trustee to be held under the trust. Under the trust arrangement, such share awards will be released by the trustee to the respective RSA holders in accordance with the original vesting schedule and subject to the same conditions for vesting as provided in the RSA under OSGP.

26. Share capital, treasury shares, perpetual capital securities and warrants continued

d. Capital securities

On 23 March 2022, the Company substituted Olam International Limited as the principal debtor and issuer for both perpetual capital securities below as a resultant of the completion of the group re-organisation exercise (Note 1.1).

Combined $350,000,000 5.50% Perpetual Capital Securities
On 11 July 2017 and 4 August 2017, the Company issued subordinated perpetual capital securities (the 'capital securities') with an aggregate combined principal amount of $350,000,000 ($300,000,000 and $50,000,000 respectively) under the US$5,000,000,000 EMTN Programme. Issuance costs incurred amounting to $2,273,000 were recognised in equity as a deduction from proceeds.

The capital securities were priced at par and bear a distribution rate of 5.50% for the first five years. The distribution rate will then be reset at the end of five years from the issue date of the capital securities and each date falling every 5 years thereafter. Additionally, Olam may choose to redeem in whole the capital securities on or after the fifth anniversary of the issuance of the capital securities.

In the current financial year, the Company had fully redeemed this tranche of perpetual capital securities at a total value of $295,500,000 net of transaction costs.

Combined $550,375,000 5.375% Perpetual Capital Securities
On 18 January 2021, 26 April 2021 and 23 November 2021, the Company issued subordinated perpetual capital securities (the 'capital securities') with an aggregate combined principal amount of $550,375,000 ($250,000,000, $100,000,000, $50,000,000 and $150,375,000 respectively) under the US$5,000,000,000 EMTN Programme. Issuance costs incurred amounting to $4,040,000 were recognised in equity as a deduction from proceeds.

The capital securities amounting to $400,000,000 were priced at par and bear a distribution rate of 5.375% for the first five years. The remaining amount of $150,375,000 which bears a distribution rate of 5.375% for the first five years was priced at a premium of 0.25%.

The distribution rate for all capital securities will then be reset at the end of five years from the issue date of the capital securities and each date falling every 5 years thereafter. Additionally, Olam may choose to redeem in whole the capital securities on or after the fifth anniversary of the issuance of the capital securities.

27. Dividends

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Declared and paid during the financial year ended:-				
Dividends on ordinary shares:				
• One tier tax exempted interim dividend for financial year ended 31 December 2022: $0.04 (2021: $0.04) per share	**153,705**	128,181	**153,705**	–
• One tier tax exempted second and final dividend for financial year ended 31 December 2021: $0.045 (2020: $0.04) per share	**172,524**	146,618	**–**	–
• Less: unclaimed dividends	**–**	(6,927)	**–**	–
	326,229	267,872	**153,705**	–
Proposed but not recognised as a liability as at:-				
Dividends on ordinary shares, subject to shareholders' approval at the Annual General Meeting:				
• One tier tax exempted second and final dividend for financial year ended 31 December 2022: $0.045 (2021: $0.045) per share	**172,699**	166,073	**172,699**	–

28. Capital commitments

Capital expenditure contracted for as at the balance sheet date but not recognised in the financial statements is as follows:-

	Group	
	2022 $'000	2021 $'000
Capital commitments in respect of property, plant and equipment	**63,948**	138,833

29. Contingent liabilities

	Company	
	2022 $'000	2021 $'000
Contingent liabilities not provided for in the accounts: Financial guarantee contracts given on behalf of subsidiary companies that were drawn-down at 31 December [1]	**17,422,789**	15,087,826

1. Amounts utilised by subsidiary companies on the bank facilities secured by corporate guarantees amounted to $5,653,352,000 (2021: $4,412,300,000).

The Company has agreed to provide continuing financial support to certain subsidiary companies.

Legal and regulatory proceedings

The Group is subject to various legal proceedings as detailed below:

(i) The Brazilian Public Ministry of Labor filed proceedings in the 2nd Labor Court in Ilhéus/ State of Bahia in Brazil against the Group in connection with the regulatory and enforcement authorities investigations, with the case now currently awaiting scheduling of a hearing.

(ii) The Group was named in federal class action lawsuit in the United States District Court of New Columbia in connection with the regulatory and enforcement authorities investigations, with the Group having filed a 'Joint Motion to Dismiss' in the current financial year, for which is awaiting judgement as at year end.

(iii) On June 10, 2022, a wholly-owned subsidiary of the Company – Olam Global Agri Pte Ltd ("OGAPL") chartered an oil and chemical tanker "Yuandong" (the "Yuandong Vessel") from the vessel's charterers, Hongkong Yuandong Shipping Ltd (the "Demise Charterers") in order to perform two contracts on the purchase of Indonesian palm oil (the "Palm Oil Contracts") from the seller, AAStar Trading Pte Ltd ("AAStar"). AAStar alleges that OGAPL breached the Palm Oil Contracts because the Yuandong Vessel had left the port on 7 July 2022 without taking delivery of the cargo before the end of the delivery period as stipulated. On 10 August 2022, AAStar served an arbitration claim through the Palm Oil Refiners Association of Malaysia ("PORAM") on OGAPL seeking recovery of US$20.3 million plus interest and costs. OGAPL's defence and counterclaim submissions in the PORAM arbitration proceedings was served on 8 December 2022. In January 2023, AAStar served its response. OGAPL's reply submissions in the PORAM arbitration were served on February 20, 2023 and OGAPL is awaiting further direction from the Tribunal.

In relation to the above PORAM arbitration, OGAPL has separately served claim submissions against the Demise Charterers to the Singapore Chamber of Maritime Arbitration ("SCMA"), seeking a full indemnity in respect of the AAStar claim. The parties have exchanged claim, defence and reply submissions in the SCMA arbitration. OGAPL has separately served an application in the SCMA proceeding for orders directing the Demise Charterers to provide security (i) for OGAPL's claim; or (ii) in the alternative, OGAPL's costs of the arbitration. In response, the Demise Charterers have filed an application challenging the jurisdiction of the SCMA arbitration on the alleged basis that the Demise Charterers were not a contracting party to the Charterparty. The Demise Charterers served their response on 13 January 2023. OGAPL's response was submitted 1 March 2023.

The facts and circumstances of these proceedings are assessed on a regular basis to determine if the criteria for recognising a provision in accordance with SFRS(I) 1-37 are met. At 31 December 2022 and 31 December 2021, the Group has concluded that the recognition criteria have not been met, as such no liability has been recognised in relation to these matters in the consolidated statement of financial position at the end of the reporting periods as both have been assessed by the Group to be remote.

30. Employee benefits expenses

Employee benefits expenses (including executive directors):-

	Group	
	2022 $'000	2021 $'000
Salaries and employee benefits	**1,283,161**	1,220,292
Central Provident Fund contributions and equivalents	**51,750**	43,403
Retrenchment benefits	**2,479**	3,282
Share-based expenses (relates to OSGP only)	**50,186**	27,893
	1,387,576	1,294,870

Share-based expense includes an amount of $20,412,000 relating to acceleration of all outstanding share options and performance and restricted share awards (Note 38).

Both Employee Share Option Scheme and the Share Grant Plan as discussed below relates to that of a wholly-owned subsidiary – Olam International Limited and both plans were cancelled as a result to the completion of the Scheme and group re-organisation (Note 1.1).

a. Employee share option scheme

The Olam Employee Share Option Scheme (the 'ESOS') was approved by shareholders at an Extraordinary General Meeting held on 4 January 2005. The ESOS rules were amended on 29 October 2008 at the Extraordinary General Meeting of the Company. Pursuant to the voluntary conditional cash offer by Breedens International Pte Ltd approval was sought and granted on 8 April 2014 such that all outstanding options which have not been exercised at the expiry of the accelerated exercise period shall not automatically lapse and become null and void but will expire in accordance with their original terms. The ESOS had expired on 3 January 2015. The terms of the ESOS continue to apply to outstanding options granted under the ESOS.

Movement of share options during the financial year

The following table illustrates the number and weighted average exercise price of, and movements in, share options during the financial year:-

	2022		2021	
	Number of share options	**Weighted average exercise price $**	Number of share options	Weighted average exercise price $
Outstanding at the beginning of the year	**15,907,000**	**1.66**	18,527,000	1.84
Forfeited during the year	**–**	**–**	(2,560,000)	2.32
Exercised during the year [1]	**(15,907,000)**	**1.66**	(60,000)	1.76
Outstanding at the end of the year [2]	**–**	**–**	15,907,000	1.66
Exercisable at end of year	**–**	**–**	15,907,000	1.66

1. 15,907,000 share options were exercised in the current financial year (2021: 6,000).
2. The exercise price for options outstanding at the end of the financial year was $NIL (2021: $1.66). The remaining contractual life for these options is NIL years (2021: 0.45 years).

30. Employee benefits expenses continued

b. Olam Share Grant Plan ("OSGP")

On 30 October 2014, the new Share Grant Plan ('OSGP') was approved by shareholders at an Extraordinary General Meeting. The OSGP is a share-based incentive plan which involves the award of fully-paid shares, when and after pre-determined performance or service conditions are accomplished. The actual number of shares to be delivered pursuant to the award granted will range from 0% to 192.5% and 200% of the base award and is contingent on the achievement of pre-determined targets set out in the three-year performance period and other terms and conditions being met.

The fair value of services received in return for shares awarded is measured by reference to the fair value of shares granted under the OSGP. The estimate of the fair value of the services received is measured based on a Monte Carlo simulation model, which involves projection of future outcomes using statistical distributions of key random variables including share price and volatility of returns. The inputs to the model used for the shares granted are shown below:-

Plan:	RSA only	RSA and PSA	RSA and PSA	RSA and PSA
Grant date:	3 March 2022	9 April 2021	3 April 2020	12 April 2019
Dividend yield (%)	4.421	4.571	5.070	4.387
Expected volatility (%)	26.603	23.006	23.482	21.023
Risk-free interest rate (%)	0.985 – 1.564	0.601	0.625	1.873
Expected term (years)	1.08 – 4.08	2.98	2.99	2.97
Share price at date of grant ($)	1.78	1.750	1.360	1.980
Fair value at date of grant – PSA ($)	Not applicable	1.516	1.164	1.844
Fair value at date of grant – RSA ($)	1.595	1.556	1.198	1.781

The number of contingent shares granted but not released for RSA awards as at 31 December 2022 was 51,469,697 (2021: Both PSA and RSA awards - 61,194,683).

During the current financial year, the NRC had determined that a trust be set up by a wholly-owned subsidiary, Olam Holdings Pte. Ltd. to be used to satisfy the unvested RSA and that unvested Shares (defined to be "Olam Group Limited Shares") under the RSA was fully issued and/or transferred by the Olam International Limited to the trustee prior to the Scheme Effective Date (Note 1.1) to hold under the trust. The trustee will hold such Olam Group Limited Shares on trust so as to satisfy the outstanding RSA. The said Olam Group Limited Shares will be released by the trustee to the respective RSA holders in accordance with the original vesting schedule of the RSA, and subject to the same conditions for vesting as provided in the RSA and under the OSGP, save for limited exceptions in which the continued employment requirement may not apply.

c. Jiva Employee Option Plan ("JEOP")

Jiva AG Pte. Ltd. ("Jiva"), an indirect subsidiary of the Company, has implemented the Jiva Employee Option Plan (the "JEOP") which was approved and adopted by the shareholders of Jiva on 19 April 2021.

The fair value of share options as at the date of grant, is estimated by the Company using the Black Scholes Model, taking into account the terms and conditions upon which the options are granted. The expected life of the option is based on the assumption that the options would be exercised within six months of the vesting date. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may not necessarily be the actual outcome.

d. Terrascope Employee Option Plan ("TEOP")

Terrascope Pte. Ltd. ("Terrascope"), an indirect subsidiary of the Company, has implemented the Terrascope Employee Option Plan (the "TEOP") which was approved and adopted by the shareholders of Jiva on 22 August 2022.

The fair value of share options as at the date of grant, is estimated by the Company using the Black Scholes Model, taking into account the terms and conditions upon which the options are granted. The expected life of the option is based on the assumption that the options would be exercised within six months of the vesting date. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may not necessarily be the actual outcome.

31. Related party disclosures

An entity or individual is considered a related party of the Group for the purposes of the financial statements if: i) it possesses the ability (directly or indirectly) to control or exercise significant influence over the operating and financial decisions of the Group or vice versa; ii) it is subject to common control or common significant influence.

The following are the significant related party transactions entered into by the Group and Company in the ordinary course of business on terms agreed between the parties:-

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Subsidiary companies:				
• Interest received on loans, net	**–**	–	**27,264**	–
• Dividend income received	**–**	–	**339,284**	–
Joint ventures:				
• Sales of goods	**24,873**	15,229	**–**	–
• Purchases	**5,801**	1,606	**–**	–
• Management fee received	**132**	122	**–**	–
• Dividend income received	**–**	2,809	**–**	–
• Finance income	**499**	–	**–**	–
			–	–
Associates:			**–**	–
• Sales of goods	**183,280**	187,023	**–**	–
• Purchases	**95**	40,957	**–**	–
• Dividend income	**18,011**	11,102	**–**	–
• Commission paid	**652**	379	**–**	–
• Income from service	**12,389**	–	**–**	–
• Others received	**2,457**	–	**–**	–
			–	–
Shareholder related companies of the Company:			**–**	–
• Sale of goods	**297,509**	–	**–**	–
• Purchases	**57,309**	30,812	**–**	–
• Commission paid	**92**	102	**–**	–

32. Compensation of directors and key management personnel

The remuneration of directors and key management personnel during the years is as follows:-

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Directors' fees	**5,340**	2,601	**4,799**	–
Salaries and employee benefits	**12,620**	33,029	**12,611**	–
Central Provident Fund contributions and equivalents	**58**	12,227	**58**	–
Share-based expense	**2,068**	10,517	**2,068**	–
	20,086	58,374	**19,536**	–
Comprising amounts paid to:-				
Directors of the Company	**14,425**	11,946	**13,875**	–
Key management personnel	**5,661**	46,428	**5,661**	–
	20,086	58,374	**19,536**	–

Directors' interests in Olam Share Grant Plan

At the end of the reporting date, there were no outstanding options/shares that were issued/allocated to the directors and key management personnel.

33. Cash and short-term deposits

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Cash and bank balances	**4,349,872**	3,292,115	**16,754**	–
Deposits	**455,684**	1,025,404	**–**	–
	4,805,556	4,317,519	**16,754**	–

Cash at banks earn interest at floating rates based on daily bank deposit rates ranging from 0.01% to 22.50% (2021: 0.01% to 23.00%) per annum.

Deposits include short-term and capital guaranteed deposits. Short-term deposits are made for varying periods between 1 and 90 days (2021: 1 and 90 days) depending on the immediate cash requirements of the Group, and interest earned at floating rates ranging from 1.00% to 15.50% (2021: 0.30% to 16.50%) per annum and may be withdrawn on demand.

Cash and bank balances and deposits denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000
Euro	**505,875**	216,215	**–**	–
Great Britain Pounds	**282,980**	249,384	**–**	–
United States Dollar	**100,862**	102,593	**–**	–
Singapore Dollar	**29,463**	27,516	**977**	–
Australian Dollar	**9,814**	5,954	**–**	–
Swiss Franc	**–**	4,336	**–**	–
Japanese Yen	**3,310**	2,905	**–**	–

33. Cash and short-term deposits continued

Cash and cash equivalents

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise the following:-

	Group	
	2022 $'000	2021 $'000
Cash and bank balances	**4,349,872**	3,292,115
Deposits	**439,396**	1,025,404
Structured deposits	**–**	(931)
Bank overdrafts (Note 24)	**(190,434)**	(155,739)
	4,598,834	4,160,849

Bank overdrafts are included in the determination of cash and cash equivalents because they form an integral part of the Group's cash management.

34. Financial risk management policies and objectives

The Group and the Company are exposed to financial risks from its operations and the use of financial instruments. The Board of Directors and Board Risk Committee reviews and agrees on policies and procedures for the management of these risks, which are executed by the Chief Financial Officer and Head of Risk. The Board Risk Committee provides independent oversight to the effectiveness of the risk management process.

The Group's principal financial instruments, other than derivative financial instruments and investment in security, comprise bank loans, medium-term notes, term loans from banks, bonds, cash and bank balances, fixed deposits and bank overdrafts. The main purpose of these financial instruments is to finance the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations.

The Group also enters into derivative transactions, including interest rate swaps, commodity options, swaps and futures contracts and foreign currency forward contracts. The purpose is to manage the commodity price risk, foreign currency risk and interest rate risk arising from the Group's operations and its sources of financing.

There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks.

The main risks arising from the Group's financial instruments are commodity price risk, credit risk, foreign currency risk, liquidity risk and interest rate risk. The Board of Directors reviews and agrees on the policies for managing each of these risks and they are summarised below:-

a. Commodity price risk

Commodities traded by the Group are subject to fluctuations due to a number of factors that result in price risk. The Group purchases and sells various derivative products, primarily exchange traded futures and options with the purpose of managing market exposure to adverse price movements in these commodities. The Group has established policies and exposure limits that restrict the amount of unhedged fixed price physical positions in each commodity.

The Group also enters into commodity derivatives for trading purposes. The Group's trading market risk appetite is determined by the Board of Directors, with detailed exposure limits recommended by the Executive Risk Committee and approved by the Board Risk Committee.

At balance sheet date, if the commodities price index increased by 1.0% with all other variables held constant, the Group's profit net of tax would have decreased by $16,881,000 (2021: increased by $16,080,000 given its net long commodity positions) given its net short commodity positions, arising as a result of fair value on Group's commodity futures, options contracts, physical sales and purchases commitments as well as the inventory held at balance sheet date.

34. Financial risk management policies and objectives continued

b. Credit risk

Credit risk is limited to the risk arising from the inability of a customer to make payment when due. It is the Group's policy to provide credit terms only to creditworthy customers. These debts are continually monitored and therefore, the Group does not expect to incur material credit losses.

For computation of impairment losses on financial assets, the Group uses a provision matrix as presented below:-

Balance Sheet	Expected credit loss
Loan to associate (Note 15) Amount due from subsidiary companies (net) (Note 16) Trade receivables (Note 17) Other current assets – Sundry receivables, export incentives and subsidies receivable, deposits, staff advances, insurance receivables, amount due from joint venture, associates and a shareholder related company (Note 21)	Expected credit losses is calculated by considering the historical default experience and the financial position of the counterparties and various external sources of actual and forecast economic information, as appropriate, in estimating the probability of default of each of these financial assets occurring within their respective loss assessment time horizon, as well as the loss upon default in each case.

The carrying amounts of trade receivables, other non-current and current assets, margin accounts with brokers, cash and short-term deposits payments, including derivatives with positive fair value represent the Group's maximum exposure to credit risk. No other financial assets carry a significant exposure to credit risk. Cash and bank balances and deposits are placed with reputable banks.

Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the operating segment profile of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's trade receivables at the end of the reporting period is as follows:-

	Group	
	2022 $'000	2021 $'000
By operating segments:		
Olam Food Ingredients ('ofi')	**857,011**	998,648
Olam Global Agri ('Olam Agri')	**1,637,566**	1,158,602
Olam International Limited ('OIL')	**87,132**	37,817
	2,581,709	2,195,067

The Group has no significant concentration of credit risk with any single customer.

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34. Financial risk management policies and objectives continued

c. Foreign currency risk

The Group trades its products globally and, as a result, is exposed to movements in foreign currency exchange rates. The primary purpose of the Group's foreign currency hedging activities is to protect against the volatility associated with foreign currency purchases and sales of raw materials and other assets and liabilities created in the normal course of business. The Group primarily utilises foreign currency forward exchange contracts and cross currency interest rate swap to hedge firm commitments.

The Group has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the respective functional currencies of Group entities. The foreign currencies in which these transactions are denominated are mainly United States Dollar (USD), Great Britain Pounds (GBP), Euro (EUR), Australian Dollar (AUD), Singapore Dollar (SGD) and Japanese Yen (YEN).

The following table demonstrates the sensitivity of the Group's profit net of tax and equity to a reasonably possible change in the SGD, GBP, USD, AUD, EUR and YEN exchange rates, with all other variables held constant.

	Group			
	2022		2021	
	Profit net of tax $'000	**Equity $'000**	Profit net of tax $'000	Equity $'000
	Increase/ (decrease)	**Increase/ (decrease)**	Increase/ (decrease)	Increase/ (decrease)
SGD – strengthened 0.5%	**94**	**3,116**	(5,133)	7,075
GBP – strengthened 0.5%	**(1,613)**	**(3,395)**	(1,541)	(4,506)
USD – strengthened 0.5%	**721**	**–**	945	–
AUD – strengthened 0.5%	**(877)**	**8,841**	(661)	5,985
EUR – strengthened 0.5%	**3,124**	**(889)**	2,041	(9,666)
YEN – strengthened 0.5%	**(966)**	**178**	(5,434)	–

d. Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations associated with its financial liabilities or due to shortage of funds.

To ensure continuity of funding, the Group primarily uses short-term bank facilities that are transaction-linked and self-liquidating in nature. The Group also has a multicurrency medium-term notes programme, as well as term loans from banks, to fund its ongoing working capital requirement and growth needs.

The table below summarises the maturity profile of the Group's and the Company's financial liabilities at the balance sheet date based on contractual undiscounted repayment obligations.

	2022 $'000				2021 $'000			
	One year or less	**One to five years**	**Over five years**	**Total**	One year or less	One to five years	Over five years	Total
Group								
Financial liabilities:								
Trade payables and accruals (Note 22)	**4,128,664**	**–**	**–**	**4,128,664**	4,478,528	–	–	4,478,528
Other current liabilities (Note 23)	**418,893**	**–**	**–**	**418,893**	674,304	–	–	674,304
Other non-current liabilities (Note 23)	**–**	**67,114**	**–**	**67,114**	–	52,916	–	52,916
Borrowings	**5,193,376**	**10,687,482**	**53,312**	**15,934,170**	7,115,127	8,862,507	164,333	16,141,967
Lease liabilities	**177,570**	**544,998**	**814,236**	**1,536,804**	179,163	494,223	983,419	1,656,805
Derivative financial instruments (Note 34(f))	**2,033,754**	**–**	**–**	**2,033,754**	2,335,888	–	–	2,335,888
Total undiscounted financial liabilities	**11,952,257**	**11,299,594**	**867,548**	**24,119,399**	14,783,010	9,409,646	1,147,752	25,340,408
Company								
Financial liabilities:								
Trade payables and accruals (Note 22)	**2,957**	**–**	**–**	**2,957**	–	–	–	–
Total undiscounted financial liabilities	**2,957**	**–**	**–**	**2,957**	–	–	–	–

34. Financial risk management policies and objectives continued

d. Liquidity risk continued

The table below shows the contractual expiry by maturity of the Company's contingent liabilities and commitments. The maximum amount of the financial guarantee contracts drawn/undrawn are allocated to the earliest period in which the guarantee could be called.

	2022 $'000				2021 $'000			
	One year or less	One to five years	Over five years	Total	One year or less	One to five years	Over five years	Total
Company								
Financial guarantees	5,653,352	–	–	5,653,352	–	–	–	–

e. Interest rate risk

The Company's and the Group's exposure to market risk for changes in interest rates relate primarily to its floating rate loans and borrowings. Interest rate risk is managed on an ongoing basis such as hedging the risk through interest rate derivatives with the primary objective of limiting the extent to which net interest exposure could be affected by adverse movements in interest rates. The details of the interest rates relating to the interest-earning financial assets and interest-bearing financial liabilities are disclosed in various notes to the financial statements.

At the balance sheet date, if interest rates had moved by 25 basis points with all other variables held constant, the Group's profit net of tax would have changed inversely by $31,153,000 (2021: $31,572,000).

f. Derivative financial instruments and hedge accounting

Derivative financial instruments are used to manage the Group's exposure to risks associated with foreign currency and commodity price. Certain derivatives are also used for trading purposes. The Group and Company have master netting arrangements with certain dealers and brokers to settle the net amount due to or from each other.

Derivatives held for trading

As at 31 December 2022, the settlement dates on open commodity derivatives and foreign exchange derivatives ranged between 1 and 38 months (2021: 1 and 38 months). As at 31 December 2022, the settlement dates for cross currency interest rate swap are expected to occur within 59 months (2021: 1 and 58 months)

The Group's derivative financial instruments that are offset are as follows:-

	2022 Fair value		2021 Fair value	
Group	Assets $'000	Liabilities $'000	Assets $'000	Liabilities $'000
Derivatives held for trading:				
Commodity contracts	5,561,361	(4,391,860)	6,090,644	(4,813,832)
Foreign exchange contracts	849,098	(777,729)	535,989	(558,189)
Cross currency interest rate swap	48,813	(127,434)	8,684	(56,770)
Total derivatives held for trading	6,459,272	(5,297,023)	6,635,317	(5,428,791)
Derivatives held for hedging:				
Commodity contracts	–	(19,763)	44,445	–
Fair value hedge	–	(19,763)	44,445	–
Foreign exchange contracts – Cash flow hedge	14,354	(12,811)	7,732	–
Interest rate swaps – Cash flow hedge	1,333	(117)	232	(32)
Cash flow hedge	15,687	(12,928)	7,964	(32)
Total derivatives held for hedging	15,687	(32,691)	52,409	(32)
Total derivatives, gross	6,474,959	(5,329,714)	6,687,726	(5,428,823)
Gross amounts offset in the balance sheet	(3,295,960)	3,295,960	(3,092,935)	3,092,935
Net amounts in the balance sheet	3,178,999	(2,033,754)	3,594,791	(2,335,888)

34. Financial risk management policies and objectives continued

f. Derivative financial instruments and hedge accounting continued

The Group applies hedge accounting in accordance with SFRS(I) 9 for certain hedging relationships which qualify for hedge accounting. The effects of applying hedge accounting for expected future sales and purchases on the Group's balance sheet and profit or loss are as follows:-

		Group 2022		Group 2021	
	Line item in the Balance Sheets where the hedging instrument is reported:	Assets $'000	Liabilities $'000	Assets $'000	Liabilities $'000
Fair value hedge – Commodity contracts					
Hedged item:					
Inventories	Inventories	**1,894,666**	**–**	1,405,282	–
Sales and purchase contracts	Derivative assets	**128,369**	**–**	252,589	–
Hedging instruments:					
Commodity contracts	Derivative assets	**–**	**(19,763)**	44,445	–
Cash flow hedge – Foreign exchange contracts					
Hedged item:					
Forecasted transactions denominated in foreign currency	Fair value adjustment reserves	**773,349**	**–**	–	(28,562)
Hedging instruments:					
Foreign exchange contracts	Derivative liabilities	**14,354**	**(12,811)**	7,732	–
Cash flow hedge – Interest rate swap					
Hedged item:					
Forecasted transactions denominated in foreign currency	Fair value adjustment reserves	**1,216**	**–**	200	–
Hedging instruments:					
Interest rate swap	Derivative assets/(liabilities)	**1,333**	**(117)**	232	(32)

Fair value hedge – Commodity contracts

The Group is exposed to price risk on the purchase side due to increase in commodity prices, on the sales sides and inventory held to decrease in commodity prices. Therefore, the Group applies fair value hedge accounting to hedge its commodity prices embedded in its inventories, sales and purchase contracts and uses commodity derivatives to manage its exposure. The Group determines its hedge effectiveness based on the volume of both hedged item and hedging instruments.

For the relevant commodity derivatives used for above hedge accounting purposes, the forecasted transactions are expected to occur within 1 to 29 months (2021: 3 to 24 months). These commodity derivatives held for hedge accounting are used to hedge the commodity price risk related to inventories, sales and purchases contracts. The accumulated amount of fair value hedge adjustments included in the carrying amount of the inventories for the current financial year amounts to $409,997,000 (2021: $221,981,000).

Cash flow hedge – Foreign exchange contracts

For the relevant foreign exchange derivatives used for above hedging accounting purposes, the forecasted transactions are expected to occur within 24 months (2021: 48 months). The fair value of these derivatives recorded in the 'Other Comprehensive Income' are reclassified through the profit and loss account upon occurrence of the forecasted transactions and this amounts to $29,967,000 (2021: $18,436,000) for the current financial year. The net hedging gain recognised in the 'Other Comprehensive Income' in relation to such transactions amounts to $1,543,000 (2021: $7,732,000) in the current financial year.

Cash flow hedge – Interest rate swaps

The Group entered into interest rate swap contracts to hedge against fluctuation in the international rates (EURIBOR or SOFR or LIBOR) on the floating rate exposure of its Structured Letter of Credit ("SLC") and bank loans. All interest rate derivative financial instruments are in a cash flow hedge relationship resulting in changes in fair value are recognised in other comprehensive income. As at 31 December 2022, these hedges are effective until 2025 (2021: 2022) with 3-months (2021: 1-month to 3-months LIBOR) EURIBOR or SOFR or LIBOR rate ranging from 0.64% to 4.49% (2021: 0.091% to 0.216%) per year.

35. Fair values of assets and liabilities

a. Fair value hierarchy

The Group classifies fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1 – Quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at the measurement date,
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3 – Unobservable inputs for the asset or liability.

b. Fair value of assets and liabilities that are carried at fair value

The following table shows an analysis of assets and liabilities carried at fair value by level of fair value hierarchy:-

	Group 2022				Group 2021			
	Quoted prices in active markets for identical instruments (Level 1) $'000	Significant other observable inputs (Level 2) $'000	Significant unobservable inputs (Level 3) $'000	Total $'000	Quoted prices in active markets for identical instruments (Level 1) $'000	Significant other observable inputs (Level 2) $'000	Significant unobservable inputs (Level 3) $'000	Total $'000
Recurring fair value measurements								
Financial assets:								
Long-term investment	–	–	–	–	–	–	31,335	31,335
Derivative financial instruments:-								
Commodity contracts	370,594	1,804,733	90,074	2,265,401	187,358	2,781,999	72,797	3,042,154
Foreign exchange contracts	–	849,098	–	849,098	–	535,989	–	535,989
Foreign exchange contracts – cash flow hedge	–	14,354	–	14,354	–	7,732	–	7,732
Cross currency interest-rate swap	–	48,813	–	48,813	–	8,684	–	8,684
Interest rate swap – cash flow hedge	–	1,333	–	1,333	–	232	–	232
	370,594	2,718,331	90,074	3,178,999	187,358	3,334,636	104,132	3,626,126
Financial liabilities:								
Derivative financial instruments:-								
Commodity contracts	320,265	776,001	19,397	1,115,663	661,141	1,028,953	30,803	1,720,897
Foreign exchange contracts	–	777,729	–	777,729	–	558,189	–	558,189
Foreign exchange contracts – cash flow hedge	–	12,811	–	12,811	–	–	–	–
Cross currency interest-rate swap	–	127,434	–	127,434	–	56,770	–	56,770
Interest rate swap – cash flow hedge	–	117	–	117	–	32	–	32
	320,265	1,694,092	19,397	2,033,754	661,141	1,643,944	30,803	2,335,888
Non-financial assets:								
Biological assets (Note 13)	–	–	559,091	559,091	–	–	489,013	489,013
Inventories (Note 19)	–	4,182,727	386,787	4,569,514	–	5,648,598	443,172	6,091,770

Determination of fair value

Long-term investment was fair valued based on adjusted enterprise valuation model using comparable companies price/book multiples as a basis in computing the fair value per share. The investment has been fully divested as at 31 December 2022.

Foreign exchange contracts and interest rate swaps are valued using a valuation technique with market observable inputs. The most frequently applied valuation techniques include forward pricing and swap models, using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, interest rate curves and forward rate curves.

Commodity contracts, inventories, interest rate swaps and cross currency interest rate swaps are valued based on the following:-

- Level 1 – Based on quoted closing prices at the balance sheet date;
- Level 2 – Valued using valuation techniques with market observable inputs. The models incorporate various inputs including the broker quotes for similar transactions, credit quality of counter-parties, foreign exchange spot and forward rates, interest rate curves and forward rate curves of the underlying commodities; and
- Level 3 – Valued using inputs that are not based on observable inputs such as historical transacted prices and estimates.

The fair value of biological assets has been determined through various methods and assumptions. Please refer to Note 13 for more details.

35. Fair values of assets and liabilities continued

c. Level 3 fair value measurements

i. Information about significant unobservable inputs used in Level 3 fair value measurements

The significant unobservable inputs used in the valuation of biological assets are disclosed in Note 13.

The following table shows the information about fair value measurements of other assets and liabilities using significant unobservable inputs (Level 3):-

Recurring fair value measurements	Valuation techniques	Unobservable inputs	Percentage
Financial assets/liabilities:			
Long-term investment	Comparable market approach	Price/book multiples	NA (2021: 0.5%)
Commodity contracts	Comparable market approach	Premium on quality per metric tonne	0% to 28% (2021: 0% to 34%)
Commodity contracts	Comparable market approach	Discount on quality per metric tonne	0% to 29% (2021: 0% to 32%)
Non-financial assets:			
Inventories	Comparable market approach	Premium on quality per metric tonne	0% to 27% (2021: 0% to 19%)
Inventories	Comparable market approach	Discount on quality per metric tonne	0% to 27% (2021: 0% to 19%)

Impact of changes to key assumptions on fair value of Level 3 financial instruments

The following table shows the impact on the Level 3 fair value measurement of assets and liabilities that are sensitive to changes in unobservable inputs that reflect reasonably possible alternative assumptions. The positive and negative effects are approximately the same.

	2022			2021		
		Effect of reasonably possible alternative assumptions			Effect of reasonably possible alternative assumptions	
	Carrying amount $'000	**Profit/(loss) $'000**	**Other comprehensive income $'000**	Carrying amount $'000	Profit/(loss) $'000	Other comprehensive income $'000
Recurring fair value measurements						
Financial assets:						
Long-term investment – increased by 0.5%	**–**	**–**	**–**	31,335	–	157
Long-term investment – decreased by 0.5%	**–**	**–**	**–**	31,335	–	(157)
Commodity contracts	**90,074**	**852**	**–**	72,797	1,364	–
Financial liabilities:						
Commodity contracts	**19,397**	**(2,502)**	**–**	(30,803)	(2,390)	–
Non-financial assets:						
Biological assets – discount rate increased by 0.5%	**559,091**	**(1,557)**	**–**	489,013	(1,540)	–
Biological assets – discount rate decreased by 0.5%		**1,572**	**–**		1,554	–
Biological assets – pricing increased by 1.0%		**2,656**	**–**		3,604	–
Biological assets – pricing decreased by 1.0%		**(2,656)**	**–**		(3,604)	–
Biological assets – yields increased by 1.0%		**3,819**	**–**		3,888	–
Biological assets – yields decreased by 1.0%		**(3,819)**	**–**		(3,888)	–
Inventories	**386,787**	**3,971**	**–**	443,172	4,416	–

In order to determine the effect of the above reasonably possible alternative assumptions, the Group adjusted the following key unobservable inputs used in the fair value measurement:-

- For long-term investment, the Group adjusted the share price of the valuation model by 0.5%.
- For certain commodity contracts and inventories, the Group adjusted the market prices of the valuation model by 1%.
- For biological assets, the Group adjusted the key assumptions applied to fair values of the valuation model as follows: (i) discount rate by 0.5% and (ii) pricing and yields by 1.0% each

35. Fair values of assets and liabilities continued

c. Level 3 fair value measurements continued

ii. Movements in Level 3 assets and liabilities measured at fair value

The following table presents the reconciliation for all assets and liabilities measured at fair value, except for biological assets (Note 13), based on significant unobservable inputs (Level 3):-

	Commodity contracts – assets $'000	Commodity contracts – liabilities $'000	Inventories $'000	Long-term investment $'000	Biological assets $'000
At 1 January 2021	75,317	(23,545)	230,789	24,342	473,165
Total gain/(loss) for the year					
• Included in profit or loss	(2,520)	(7,258)	44,798	–	69,229
• Included in other comprehensive income	–	–	–	6,993	–
Growth/Birth (net of harvest/sale)	–	–	–	–	(53,381)
Purchases and sales, net	–	–	167,585	–	–
At 31 December 2021 and 1 January 2022	**72,797**	**(30,803)**	**443,172**	**31,335**	**489,013**
Total gain/(loss) for the year					
• Included in profit or loss	**17,277**	**11,406**	**(5,941)**	**–**	**90,903**
• Included in other comprehensive income	**–**	**–**	**–**	**678**	**–**
Growth/Birth (net of harvest/sale)	**–**	**–**	**–**	**–**	**(20,825)**
Purchases and sales, net	**–**	**–**	**(50,444)**	**(32,013)**	**–**
At 31 December 2022	**90,074**	**(19,397)**	**386,787**	**–**	**559,091**

d. Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

i. Cash and short-term deposits, trade receivables, other current assets, margin accounts with brokers, amounts due from subsidiary companies (net), trade payables and accruals, other current liabilities and bank overdrafts.

The fair values of these financial instruments approximate their carrying amounts at the balance sheet date because of their short-term maturity.

ii. Loan to associate, bank loans and term loans from banks

The carrying amount of loan to associates, bank loans and term loans from banks are an approximation of fair values as they are subjected to frequent repricing (floating rates) and/or because of their short-term maturity.

e. Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value

i. Loans to subsidiary companies

Loans to subsidiary companies are repayable only when the cash flow of the entities permits. Accordingly, the fair value of these amounts is not determinable as the timing of the future cash flow arising from these balances cannot be estimated reliably.

ii. Medium-term notes and other bonds

The fair value of financial assets and liabilities by classes that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value are as follows:-

	Group	
	Carrying amount $'000	Fair value $'000
31 December 2022		
Financial liabilities:		
Medium-term notes	**2,082,201**	**2,066,951**
31 December 2021		
Financial liabilities:		
Medium-term notes	2,999,893	3,048,183

The fair value of medium-term notes and all bonds is determined directly by reference to their published market bid price (Level 1) or valued using valuation techniques with market observable inputs (Level 2), where relevant at the end of the respective financial years.

36. Capital management

The Group manages the capital structure by a balanced mix of debt and equity. Necessary adjustments are made in the capital structure considering the factors vis-a-vis the changes in the general economic conditions, available options of financing and the impact of the same on the liquidity position. Higher leverage is used for funding more liquid working capital needs and conservative leverage is used for long-term capital investments. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2021 and 31 December 2022.

The Group calculates the level of debt capital required to finance the working capital requirements using leverage/gearing ratio and the Group's policy is to maintain the net leverage ratio within 2 times.

As at balance sheet date, leverage ratios are as follows:-

	Group	
	2022	2021
Gross debt to equity:		
• Before fair value adjustment reserve	**2.10 times**	2.32 times
Net debt to equity:		
• Before fair value adjustment reserve	**1.47 times**	1.72 times

The Group assesses the level of debt capital used to finance capital investment in respect of the projected risk and returns of these investments using a number of traditional and modified investment and analytical models including discounted cash flows. It also assesses the use of debt capital to fund such investments relative to the impact on the Group's overall debt capital position and capital structure.

In order to manage its capital structure, the Group may issue debt of either a fixed or floating nature, arrange credit facilities, issue medium-term notes, issue new shares or convertible bonds and adjust dividend payments.

37. Classification of financial assets and financial liabilities

	Group 2022			Group 2021		
	Amortised cost $'000	**Fair value through Other Comprehensive Income $'000**	**Fair value through Profit or Loss $'000**	Amortised cost $'000	Fair value through Other Comprehensive Income $'000	Fair value through Profit or Loss $'000
Financial assets:						
Loan to associate (Note 15(b))	**3,933**	**–**	**–**	18,490	–	–
Long-term investment	**–**	**–**	**–**	–	31,335	–
Trade receivables (Note 17)	**2,581,709**	**–**	**–**	2,195,067	–	–
Margin accounts with brokers (Note 18)	**62,775**	**–**	**–**	555,260	–	–
Other current assets (Note 21)	**427,588**	**–**	**–**	406,356	–	–
Other non-current assets (Note 21)	**42,240**	**–**	**–**	25,711	–	–
Cash and short-term deposits (Note 33)	**4,805,556**	**–**	**–**	4,317,519	–	–
Derivative financial instruments (Note 34(f))	**–**	**15,687**	**3,163,312**	–	7,964	3,586,827
	7,923,801	**15,687**	**3,163,312**	7,518,403	39,299	3,586,827
Financial liabilities:						
Trade payables and accruals (Note 22)	**4,128,664**	**–**	**–**	4,478,528	–	–
Other current liabilities (Note 23)	**475,577**	**–**	**–**	723,563	–	–
Other non-current liabilities (Note 23)	**67,114**	**–**	**–**	52,916	–	–
Borrowings (Note 24)	**15,118,722**	**–**	**–**	15,732,375	–	–
Lease liabilities (Note 24)	**1,027,022**	**–**	**–**	977,815	–	–
Derivative financial instruments (Note 34(f))	**–**	**12,928**	**2,020,826**	–	32	2,335,856
	20,817,099	**12,928**	**2,020,826**	21,965,197	32	2,335,856

	Company 2022			Company 2021		
	Amortised cost $'000	**Fair value through Other Comprehensive Income $'000**	**Fair value through Profit or Loss $'000**	Amortised cost $'000	Fair value through Other Comprehensive Income $'000	Fair value through Profit or Loss $'000
Financial assets:						
Amount due from subsidiary companies (Note 16)	**630,906**	**–**	**–**	–	–	–
Cash and short-term deposits (Note 33)	**16,754**	**–**	**–**	–*	–	–
	647,660	**–**	**–**	–*	–	–
Financial liabilities:				–	–	–
Trade payables and accruals (Note 22)	**2,957**	**–**	**–**	–	–	–
	2,957	**–**	**–**	–	–	–

* Amount is less than $1,000

Financial report

38. Segmental information

In the financial year ended 31 December 2021, the Group completed its re-organisation wherein all businesses are re-organised and managed as three broad segments grouped in line with key customer trends and market opportunities with the aim of unlocking long-term shareholder value. The Group's supply chain activities of sourcing, processing and merchandising span across a broad range of agricultural products.

The new segmentation has been done in the following manner: -

- Olam Food Ingredients ("ofi") – Cocoa, Coffee, Edible nuts, Spices and Dairy
- Olam Global Agri ("Olam Agri") – Grains, Animal Feed & Protein, Edible Oil, Rice, Cotton and Commodity Financial Services
- Olam International Limited ("OIL") – De-prioritised businesses (Sugar, Wood Products, Rubber and Fertiliser and other de-prioritised assets), Gestating businesses (Olam Palm Gabon, Packaged foods, Infrastructure and Logistics) and Incubating businesses (Engine 2 growth platforms)

In the current financial year, as the Group went through the re-organisation process to align the business into the new segmentation as mentioned above, there were certain changes made and approved by the Board as follows:

- Russian dairy business have been reclassified from ofi to OIL.

Accordingly, the Group has restated previously reported segment information for the year ended 31 December 2021.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate cash, fixed deposits, other receivables and corporate liabilities such as taxation and borrowings. Assets which are unallocated are common and shared by segments and thus it is not practical to allocate them.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. The measure used by management to evaluate segment performance is different from the operating profit or loss in the consolidated financial statements, as explained in the table in Note 38(a).

Group financing (including finance cost), which is managed on group basis, and income tax which is evaluated on group basis are not allocated to operating segments.

The turnover by geographical segments is based on the location of customers regardless of where the goods are produced. The assets and capital expenditure are attributed to the location of those assets.

38. Segmental information continued

a. Business segments

	Olam Food Ingredients		Olam Global Agri		Olam International Limited		Consolidated	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000
		As restated		As restated		As restated		As restated
Segment revenue:								
Sales to external customers	**16,391,652**	14,216,852	**36,904,045**	31,276,945	**1,605,280**	1,508,154	**54,900,977**	47,001,951
Segment result (EBIT)	**746,464**	820,781	**857,746**	752,924	**4,485**	(151,102)	**1,608,695**	1,422,603
Finance costs	**–**	–	**–**	–	**–**	–	**(849,613)**	(530,395)
Finance income	**–**	–	**–**	–	**–**	–	**103,943**	92,330
Exceptional items [1]	**(21,361)**	7,356	**(6,667)**	–	**(107,812)**	(255,156)	**(135,840)**	(247,800)
Profit before taxation							**727,185**	736,738
Taxation expense							**(175,585)**	(133,927)
Profit for the financial year							**551,600**	602,811
Segment assets	**14,683,461**	14,090,921	**8,018,867**	8,558,196	**3,230,594**	3,632,286	**25,932,922**	26,281,403
Unallocated assets [2]							**6,020,879**	5,779,309
							31,953,801	32,060,712
Segment liabilities	**3,137,669**	3,329,391	**2,895,325**	3,316,166	**327,949**	370,009	**6,360,943**	7,015,566
Unallocated liabilities [3]							**17,510,147**	18,266,469
							23,871,090	25,282,035
Other segmental information:								
Depreciation and amortisation	**365,728**	324,663	**210,427**	176,728	**132,877**	125,803	**709,032**	627,194
Share of results from joint ventures and associates	**3,353**	2,193	**14,520**	9,247	**9,482**	8,335	**27,355**	19,775
Investments in joint ventures and associates	**15,016**	14,982	**17,814**	50,904	**240,841**	506,406	**273,671**	572,292
Capital expenditure	**513,872**	401,784	**152,873**	83,023	**117,029**	181,870	**783,774**	666,677

b. Geographical segments

	Asia, Middle East and Australia		Africa		Europe		Americas		Eliminations		Consolidated	
	2022 $'000	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000	**2022 $'000**	2021 $'000
Segment revenue:		As restated		As restated		As restated		As restated		As restated		As restated
Sales to external customers	**27,087,682**	22,085,816	**8,776,467**	7,757,461	**9,958,790**	9,266,761	**9,078,038**	7,891,913	**–**	–	**54,900,977**	47,001,951
Intersegment sales	**359,403**	11,579,961	**257,103**	3,058,739	**10,127**	393,697	**4,645**	2,098,138	**(631,278)**	(17,130,535)	**–**	–
	27,447,085	33,665,777	**9,033,570**	10,816,200	**9,968,917**	9,660,458	**9,082,683**	9,990,051	**(631,278)**	(17,130,535)	**54,900,977**	47,001,951
Non-current assets [4]	**2,942,936**	3,160,365	**3,637,070**	3,738,667	**972,662**	973,312	**3,058,254**	2,740,794	**–**	–	**10,610,922**	10,613,138

c. Information on major customers

The Group has no single customer accounting for more than 10% of the turnover.

38. Segmental information continued

1. Exceptional items included the following items of income/(expenses):-

	Group	
	2022 $'000	2021 $'000
Gain on disposal of joint venture and associate, net (Note 15(a))	**–**	8,630
Gain on disposal of subsidiaries, net (Note 14)	**–**	4,895
Net loss on fair value of biological assets	**–**	(28,533)
Impairment of property, plant and equipment and intangible assets (Note 7)	**–**	(46,969)
Transaction costs incurred in business combinations (Note 7)	**(3,151)**	(6,280)
Acceleration of share-based expenses (Note 30)	**(20,412)**	–
Group re-organisation costs (Note 7)	**(112,060)**	(107,184)
Business restructuring and closure costs (Note 7)	**(217)**	(72,359)
	(135,840)	(247,800)

In the prior financial year, finance costs of $530,395,000 includes an exceptional item amounting to $26,868,000 in relation to the bridge financing bank loan that the Group has put in place relation to the group re-organisation.

2. The following unallocated assets items are added to segment assets to arrive at total assets reported in the consolidated balance sheet:-

	Group	
	2022 $'000	2021 $'000
Cash and bank balances	**4,349,872**	3,292,115
Fixed deposits	**455,684**	1,025,404
Other current/non-current assets	**933,286**	1,027,373
Non-current assets held for sale	**19,024**	136,316
Long-term investments	**–**	31,335
Deferred tax assets	**263,013**	266,766
	6,020,879	5,779,309

3. The following unallocated liabilities items are deducted from segment liabilities to arrive at total liabilities reported in the consolidated balance sheet:-

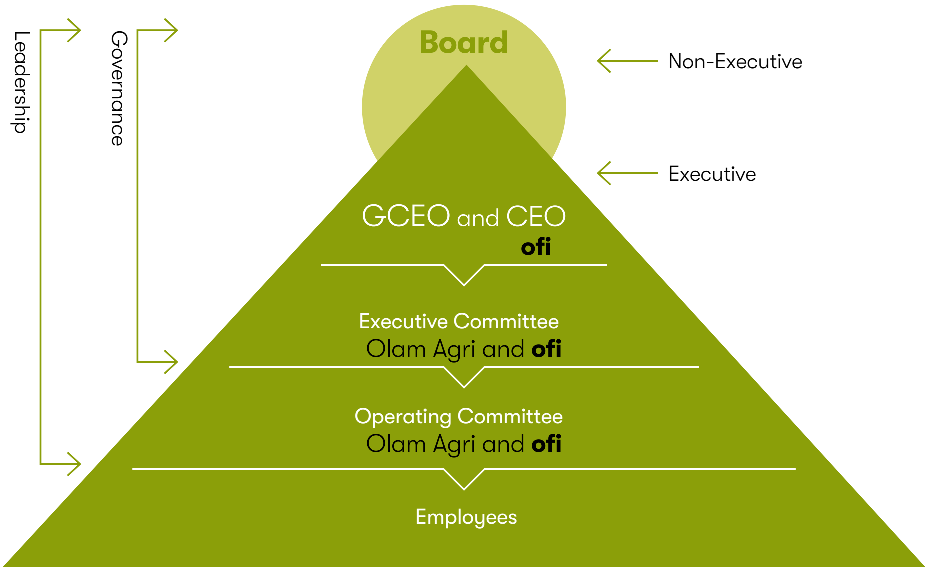
	Group	
	2022 $'000	2021 $'000
Borrowings	**15,118,722**	15,732,375
Lease liabilities	**1,027,022**	977,815
Deferred tax liabilities	**527,903**	583,261
Other current/non-current liabilities	**559,291**	792,929
Provision for taxation	**277,209**	180,089
	17,510,147	18,266,469

4. Non-current assets mainly relate to property, plant and equipment, intangible assets, biological assets, investments in joint ventures and associates and long-term investments.

39. Events occurring after the reporting period

On 14 February 2023, the Group through its wholly owned subsidiary, Olam Global Agri Vietnam Co. Ltd acquired Aquafeed business from CUU Long Fish Import-Export Corporation, Vietnam for a purchase consideration of US$15.0 million (approximately $20.0 million). This will enable the Group entry into the aquafeed business in Vietnam – a fast-growing aquafeed market in Southeast Asia.

Corporate information



'**ofi**' denotes Olam Food Ingredients

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Citibank N.A.

Commonwealth Bank of Australia

DBS Bank Ltd

First Abu Dhabi Bank P.J.S.C.

ING Bank N.V.

JPMorgan Chase Bank N.A.

Mizuho Bank, Ltd

MUFG Bank, Ltd

National Australia Bank Limited

Natixis

Rabobank International

Scotiabank

Standard Chartered Bank

Sumitomo Mitsui Banking Corporation

The Hongkong and Shanghai Banking
Corporation Limited

Unicredit Bank AG

Westpac Banking Corporation

Shareholding information

Substantial Shareholders

(As recorded in the Register of Substantial Shareholders as at 17 March 2023)

No.	Name of Shareholder	Direct Number of Shares[1]	Deemed Number of Shares[1]	% Held
1.	Breedens Investments Pte. Ltd.[2]	1,603,412,218	–	41.78
2.	Aranda Investments Pte. Ltd.[2]	359,736,514	–	9.37
3.	Seletar Investments Pte Ltd[2]	–	1,963,148,732	51.15
4.	Temasek Capital (Private) Limited[2]	–	1,963,148,732	51.15
5.	Temasek Holdings (Private) Limited[2]	–	1,963,148,732	51.15
6.	Mitsubishi Corporation[3]	554,689,829	–	14.45
7.	Kewalram Singapore Limited[4]	260,000,000	–	6.77
8.	Chanrai Investment Corporation Limited[4]	–	260,000,000	6.77
9.	Kewalram Chanrai Holdings Limited[4]	–	260,000,000	6.77
10.	GKC Trustees Limited (as trustees of Girdhar Kewalram Chanrai Settlement)[4]	–	260,000,000	6.77
11.	MKC Trustees Limited (as trustees of Hariom Trust)[4]	–	260,000,000	6.77
12.	DKC Trustees Limited (as trustees of Damodar Kewalram Chanrai Settlement)[4]	–	260,000,000	6.77

Notes:

1. Percentages of interests are calculated based on the total number of issued ordinary Shares being 3,837,983,185 as at 17 March 2023 (excluding treasury shares).
2. Temasek Holdings (Private) Limited's ("**Temasek**") interest arises from the direct interest held by Breedens Investments Pte. Ltd. ("**Breedens**"), Aranda Investments Pte. Ltd. ("**Aranda**") and SeaTown Holdings Pte. Ltd. ("**SeaTown**")

   (A) Temasek's interest through Breedens 41.78%

   (i) Breedens has a direct interest in 41.78% of voting Shares of the Company.

   (ii) Breedens is a subsidiary of Seletar Investments Pte Ltd ("**Seletar**").

   (iii) Seletar is a subsidiary of Temasek Capital (Private) Limited ("**Temasek Capital**").

   (iv) Temasek Capital is a subsidiary of Temasek.

   (B) Temasek's deemed interest through Aranda 9.37%

   (i) Aranda has a direct interest in 9.37% of voting shares of the Company.

   (ii) Aranda is a subsidiary of Seletar.

   (iii) Seletar is a subsidiary of Temasek Capital.

   (iv) Temasek Capital is a subsidiary of Temasek.

   Total interest of Temasek 51.15%

3. Total interest of Mitsubishi Corporation 14.45%
4. Kewalram Singapore Limited ("**KSL**") is a wholly-owned subsidiary of Chanrai Investment Corporation Limited ("**CICL**"), which in turn is a wholly-owned subsidiary of Kewalram Chanrai Holdings Limited ("**KCHL**"). By virtue of Section 4(7)(d) of the Securities and Futures Act (Chapter 289 of Singapore), each of CICL and KCHL are deemed to be interested in the voting Shares of the Listed Issuer ("**Shares**").

   GKC Trustees Limited (as trustees of Girdhar Kewalram Chanrai Settlement) ("**GKC Settlement**"), MKC Trustees Limited (as trustees of Hariom Trust) ("**Hariom Trust**") and DKC Trustees Limited (as trustees of Damodar Kewalram Chanrai Settlement) ("**DKC Settlement**") are shareholders of KCHL. By virtue of Section 4(5) of the Securities and Futures Act (Chapter 289 of Singapore), each of the GKC Settlement, Hariom Trust and DKC Settlement are deemed to be interested in the voting Shares of the Listed Issuer.

   CICL, KCHL, GKC Settlement, Hariom Trust and DKC Settlement are deemed interested in the Shares in which KSL has a direct interest.

   Total interest of the Kewalram Group 6.77%

Statistics of Shareholdings

As at 17 March 2023

Issued and fully Paid-up Capital	S$6,233,595,001.3556
Number of Ordinary Shares in issue (excluding Treasury Shares)	3,837,983,185
Number of Ordinary Shares held as Treasury Shares	4,642,000
Percentage of Treasury Shares held against the total number of Issued Ordinary Shares outstanding (excluding Treasury Shares)	0.121%
Class of Shares	Ordinary Shares
Voting Rights	One vote per share

Distribution of Shareholdings

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 – 99	148	1.87	5,357	0.00
100 – 1,000	804	10.15	612,271	0.02
1,001 – 10,000	4,712	59.50	23,379,831	0.61
10,001 – 1,000,000	2,224	28.09	100,318,590	2.61
1,000,001 and above	31	0.39	3,713,667,136	96.76
Total	**7,919**	**100.00**	**3,837,983,185**	**100.00**

Twenty Largest Shareholders

No.	Name	No. of Shares	%
1	Breedens Investments Pte Ltd	1,603,412,218	41.78
2	HSBC (Singapore) Nominees Pte Ltd	630,945,452	16.44
3	Citibank Nominees Singapore Pte Ltd	395,563,361	10.31
4	Aranda Investments Pte Ltd	359,736,514	9.37
5	Kewalram Singapore Limited	170,000,000	4.43
6	DBS Nominees (Private) Limited	151,830,226	3.96
7	Raffles Nominees (Pte.) Limited	131,377,633	3.42
8	DBS Vickers Securities (Singapore) Pte Ltd	79,355,339	2.07
9	Daiwa Capital Markets Singapore Limited	57,500,000	1.50
10	DBSN Services Pte. Ltd.	34,216,304	0.89
11	UOB Kay Hian Private Limited	13,439,626	0.35
12	Maybank Securities Pte. Ltd.	12,436,953	0.32
13	OCBC Securities Private Limited	11,096,684	0.29
14	Phillip Securities Pte Ltd	7,684,941	0.20
15	Merrill Lynch (Singapore) Pte. Ltd.	6,238,895	0.16
16	DB Nominees (Singapore) Pte Ltd	6,181,961	0.16
17	United Overseas Bank Nominees (Private) Limited	6,162,969	0.16
18	ABN AMRO Clearing Bank N.V.	5,997,088	0.16
19	iFAST Financial Pte. Ltd.	5,325,911	0.14
20	CGS-CIMB Securities (Singapore) Pte. Ltd.	4,189,540	0.11
Total		**3,692,691,615**	**96.22**

Public Float

Approximately 23.23% of the Company's Shares are held in the hands of the public. Accordingly, the Company has complied with Rule 723 of the Listing Manual of the SGX-ST.

Notice of Annual General Meeting

Olam Group Limited

(Company Registration No. 202180000W)
(Incorporated in The Republic of Singapore with limited liability)
(the “**Company**”)

The Company will be holding the Second Annual General Meeting convened on Tuesday, 25 April 2023 at 2.00 p.m. Singapore time (“**AGM**” or “**Meeting**”) at Begonia Junior Ballroom, Level 3, Marina Bay Sands Convention Centre, 10 Bayfront Avenue, Singapore 018956 (“**Physical Meeting**”). Shareholders of the Company (“**Shareholders**”) also have the option of participating in the AGM by electronic means (“**Virtual Meeting**”).[1]

Attending the Physical Meeting

(a) Shareholders who wish to attend the Physical Meeting will need to register in person at the registration counters outside the AGM venue on the day of the AGM. There is **NO pre-registration required**. Registration for attendance at the Physical Meeting will commence at **1.00 p.m. Singapore time** on that day. Attendees must present their original NRIC/Passport for verification and registration on the day of the Meeting, and must comply with all health and safety measures and requirements put in place by the building/venue management and at the Physical Meeting, failing which they may not be admitted into or may be asked to leave the Physical Meeting. Those who feel unwell are advised not to attend the Physical Meeting.

Attending the Virtual Meeting

(b) All Shareholders, as well as investors who have purchased shares of the Company (“**Shares**”) using their Central Provident Fund (“**CPF**”) savings or Supplementary Retirement Scheme (“**SRS**”) contributions (such investors, “**CPF/SRS Investors**”), who wish to attend the Virtual Meeting, **must pre-register online** at https://www.olamgroup.com/investors/shareholder-centre/annual-general-meeting-2023.html (the “**Pre-Registration Page**”) by **Saturday, 22 April 2023 at 2.00 p.m. Singapore time** (being 72 hours before the time appointed for the holding of this AGM). Shareholders and CPF/SRS Investors can scan the QR Code on the right to go to the Pre-Registration Page.

Scan for virtual meeting pre-registration

Arrangements for Investors holding Shares through Relevant Intermediaries

(c) Investors who hold Shares through a relevant intermediary (as defined in Section 181 of the Companies Act 1967 of Singapore (“**Companies Act**”)) or a depository agent (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore) (together, “**Relevant Intermediaries**”, and such investors, “**Investors**”) who wish to attend this AGM **(whether in person or virtually)** cannot use the Pre-Registration Page; they should instead **approach their Relevant Intermediary** as soon as possible in order for the Relevant Intermediary to make the necessary arrangements for their attendance.

Confirmation email with details and instructions to attend the Virtual Meeting

(d) Following successful verification by the Company, a confirmation email which contains unique user credentials, instructions on how to join the webcast, and other relevant matters (the “**Confirmation Email**”) will be sent to authenticated Shareholders, CPF/SRS Investors, proxies and Investors who have been pre-registered to attend the Virtual Meeting by **Monday, 24 April 2023 at 2.00 p.m. Singapore time** at the email address specified in their pre-registration details.

Shareholders, CPF/SRS Investors, proxies and Investors who do not receive the Confirmation Email by **Monday, 24 April 2023 at 2.00 p.m. Singapore time** but have been pre-registered to attend the Virtual Meeting by the deadline of **Saturday, 22 April 2023 at 2.00 p.m. Singapore time**, should contact the Company’s share registrar, Boardroom Corporate & Advisory Services Pte Ltd (“**Share Registrar**”), at telephone number 65-65365355 (during office hours) or via electronic mail at email address **oglagm2023@boardroomlimited.com immediately**.

Submission of Questions

(e) All authenticated Shareholders, CPF/SRS Investors and Investors can submit questions relating to the business of this AGM in advance of the Meeting up till **Friday, 21 April 2023, at 2.00 p.m. Singapore time** (i) via electronic mail to email address **oglagm2023@boardroomlimited.com**; or (ii) via post to Boardroom Corporate & Advisory Services Pte Ltd, the Share Registrar at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632. Shareholders and CPF/SRS Investors who have pre-registered online to attend the Virtual Meeting can additionally submit their questions online on the Pre-Registration Page. Shareholders, CPF/SRS Investors and Investors who submit questions in advance of the Meeting should provide their full name, address, contact number, email address and the manner in which they hold Shares (if you hold Shares directly, please provide your account number with The Central Depository (Pte) Limited (“**CDP**”); otherwise, please state if you hold your Shares through CPF or SRS or a Relevant Intermediary, and if so, which one), for our verification purposes.

1. In accordance with the COVID-19 (Temporary Measures) Act 2020, the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the “Order”) and the Joint Statement of the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation dated 4 February 2022 entitled “Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation”.

(f) The Company will respond to substantial and relevant questions so received via an announcement on SGXNET and the Company's website prior to the AGM and/or at the AGM itself. When substantially similar questions are received, the Company may group them together and respond to them on a consolidated basis.

(g) Shareholders, CPF/SRS Investors, proxies and Investors attending the physical Meeting will be able to ask questions at the Meeting. Attendees at the Virtual Meeting can type their questions via a "chatbox" or "live chat" function which will be made available to the attendees via the online platform for the AGM (however, please note that this will not be available to attendees accessing the Virtual Meeting via the audio-only feed).

Voting by Shareholders

(h) Shareholders who wish to exercise their voting rights at this AGM may:

(i) (where the Shareholder is an individual) attend and vote "live" at the Physical Meeting or the Virtual Meeting;

(ii) (where the Shareholder is an individual or a corporate) appoint proxy(ies) other than the Chairman of the Meeting to attend and vote "live" at the Physical Meeting or the Virtual Meeting on their behalf; and

(iii) (where the Shareholder is an individual or a corporate) appoint the Chairman of this Meeting as proxy to vote on their behalf.

"Live" voting will be conducted during this AGM. **It is important for Shareholders and proxies who attend the Virtual Meeting to have their own web-browser enabled devices ready for voting during the Virtual Meeting. Examples of web-browser enabled devices include mobile smartphones, laptops, tablets or desktop computers with internet capabilities.** As they will use the login credentials provided during pre-registration to cast their votes, they should have their Confirmation Email containing their unique user credentials and instructions handy for reference for voting purposes.

Shareholders attending the Physical Meeting will be provided with handsets for voting purposes.

Instructions will be provided at the start of the Meeting on how to vote. For the avoidance of doubt, "live" voting will not be available to attendees accessing the Virtual Meeting via the audio-only feed.

Appointment of Proxies

(i) Shareholders who wish to appoint proxies to attend and vote "live" at this AGM (whether in person or virtually) on their behalf must do both of the following by **Saturday, 22 April 2023 at 2.00 p.m. Singapore time**:

(A) complete and submit the Proxy Form in accordance with the instructions below; and

(B) if the proxy(ies) are to attend the Virtual Meeting, pre-register the proxy(ies) at the Pre-Registration Page.

As an alternative, Shareholders may also appoint the Chairman of the Meeting as proxy to vote on their behalf in respect of all the Shares held by them. No pre-registration will be required for this option.

If a Shareholder wishes to appoint a proxy or proxies (including the Chairman of this AGM) to vote at this AGM on their behalf, duly completed Proxy Forms must be deposited with the Company (A) via post to the Share Registrar's office at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632, or (B) via electronic mail to email address **oglagm2023@boardroomlimited.com** enclosing a clear scanned completed and signed Proxy Form in pdf. In addition, a Shareholder wishing to appoint proxy(ies) to attend the Virtual Meeting, may appoint proxy(ies) via electronic submission of the e-Proxy Form at the Pre-Registration Page.

Note:
Please refer to the Notes to the Proxy Form for additional documentary requirements in the event the Proxy Form is signed by an attorney or duly authorised officer.

Proxy Forms must be received by the Company by **Saturday, 22 April 2023 at 2.00 p.m. Singapore time** (being 72 hours before the time appointed for the holding of this AGM). Proxy Forms can be downloaded from SGXNET (www.sgx.com) or the Company's website (www.olamgroup.com). In the Proxy Form, a Shareholder should specifically direct the proxy on how he is to vote for, vote against, or abstain from voting on, the resolutions to be tabled at this AGM. If no specific direction as to voting is given, the proxy (including the Chairman of the Meeting if he is appointed as proxy) may vote or abstain from voting at his discretion. All valid votes cast via proxy on each resolution will be counted.

The Company may reject any Proxy Form lodged if the Shareholder appointing the proxy is not shown to have Shares entered against his/her/its name in the Depository Register as at 72 hours before the time appointed for holding this AGM as certified by CDP to the Company.

Completion and submission of the Proxy Form shall not preclude a Shareholder from attending and voting at this AGM. Any appointment of a proxy or proxies (including the Chairman of the Meeting) shall be deemed to be revoked if a Shareholder attends this AGM (whether in person or virtually), and in such event, the Company reserves the right to refuse to admit any person or persons appointed under the Proxy Form to this AGM.

A Shareholder (who is not a Relevant Intermediary) entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) or two (2) proxies to attend and vote on his/her/its behalf. A proxy need not be a Shareholder. Where a Shareholder appoints two (2) proxies, the appointments shall be invalid unless he/she/it specifies the number of Shares to be represented by each proxy.

A Shareholder who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend and vote at this AGM, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such Shareholder. Where such Shareholder appoints two (2) or more proxies, the appointments shall be invalid unless such Shareholder specifies the number of Shares to be represented by each proxy.

Voting by Investors holding Shares through Relevant Intermediaries and CPF/SRS Investors

(j) Investors holding Shares through Relevant Intermediaries and CPF/SRS Investors may only exercise their votes in the following manner:

  (i) attend and vote "live" at this AGM, if they are appointed as proxies by their respective Relevant Intermediaries/ CPF Agent Banks/SRS operators; or

  (ii) specify their voting instructions to/arrange for their votes to be submitted by their respective Relevant Intermediaries/ CPF Agent Banks/SRS operators.

  Investors holding Shares through Relevant Intermediaries and CPF/SRS Investors who wish to attend and vote at this AGM should approach their respective Relevant Intermediaries/ CPF Agent Banks/SRS operators as soon as possible. CPF/SRS Investors who wish to exercise their votes should approach their respective CPF Agent Bank/SRS operator at least seven (7) working days before this AGM (i.e. by **Friday, 14 April 2023 at 2.00 p.m. Singapore time**).

  For the avoidance of doubt, Investors holding Shares through Relevant Intermediaries and CPF/SRS Investors should not use the Proxy Form.

Voting Results

(k) An independent scrutineer will be appointed by the Company to direct and supervise the counting and validation of all valid votes cast through "live" voting at this AGM and through Proxy Forms received as of the above-mentioned deadline. The voting results will be announced during this AGM (and displayed on-screen for the "live" video webcast) in respect of the resolutions put to the vote at this AGM. The Company will also issue an announcement on SGXNET on the results of the resolutions put to vote at this AGM.

Documents and Information Relating to this AGM

Printed copies of the Notice, the request form and the Proxy Form have been mailed to Shareholders, and are also available on SGXNET (www.sgx.com) and the Company's website (www.olamgroup.com).

Shareholders are advised to continue to check SGXNET and the Company's website regularly for any updates relating to this AGM.

NOTICE IS HEREBY GIVEN that the Second Annual General Meeting of the Company will be held at Begonia Junior Ballroom, Level 3, Marina Bay Sands Convention Centre, 10 Bayfront Avenue, Singapore 018956 and by electronic means on **Tuesday, 25 April 2023 at 2.00 p.m. Singapore time** for the purpose of considering, and if thought fit, passing, the following resolutions:

Ordinary Business	Ordinary Resolutions
1. To receive and adopt the Directors' Statement and the Audited Consolidated Financial Statements of the Company for the financial year ended 31 December 2022 together with the Auditors' Report thereon. Please refer to the explanatory note (i) provided.	**Resolution 1**
2. To declare a second and final dividend of 4.5 cents per share, tax exempt (one-tier) for the financial year ended 31 December 2022. Please refer to the explanatory note (ii) provided.	**Resolution 2**
3. To re-elect the following Directors retiring pursuant to Regulation 107 of the Constitution of the Company (the "**Constitution**"), and who, being eligible, offer themselves for re-election:	
(a) Ms Marie Elaine Teo	**Resolution 3**
(b) Mr Yap Chee Keong	**Resolution 4**
(c) Mr Sunny George Verghese Please refer to the explanatory note (iii) provided.	**Resolution 5**
4. To re-elect Mr Hideyuki Hori who will cease to hold office in accordance with Regulation 113 of the Constitution, and who, being eligible, offer himself for re-election. Please refer to the explanatory note (iv) provided.	**Resolution 6**
5. To approve the payment of Directors' fees of up to S$3,000,000 for the financial year ending 31 December 2023 ("**FY2023**") (2022: S$3,300,000). Please refer to the explanatory note (v) provided.	**Resolution 7**
6. To re-appoint Messrs Ernst & Young LLP as the auditors of the Company and to authorise the Directors to fix their remuneration. Please refer to the explanatory note (vi) provided.	**Resolution 8**

Special Business	Ordinary Resolutions

To consider and, if thought fit, to pass the following resolutions as Ordinary Resolutions:

7. **General Authority to Issue Shares** — **Resolution 9**

That pursuant to Section 161 of the Companies Act 1967 of Singapore of Singapore (the "**Companies Act**") and Rule 806 of the Listing Manual of Singapore Exchange Securities Trading Limited ("**SGX-ST**") (the "**Listing Manual**"), the Directors be authorised and empowered to:

(a) (i) issue ordinary shares in the capital of 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 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 Instruments made or granted by the Directors while this Resolution was in force,

Special Business **Ordinary Resolutions**

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 cent. (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a *pro rata* basis to shareholders of the Company ("**Shareholders**") shall not exceed ten per cent. (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (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) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) 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 which are outstanding or subsisting at the time of the passing of this Resolution; and

  (C) any subsequent bonus issue, consolidation or subdivision of Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Listing Manual for the time being in force (unless such compliance has been waived by the SGX-ST) and the Constitution; 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 ("**AGM**") or the date by which the next AGM is required by law to be held, whichever is the earlier.

Please refer to the explanatory note (vii) provided.

8. **Renewal of the Share Buyback Mandate** **Resolution 10**

That:

(a) for the purposes of the Companies Act, the exercise by the Directors of all the powers of the Company to purchase or otherwise acquire Shares not exceeding in aggregate the Maximum Limit (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:

  (i) market purchase(s) (each a "**Market Purchase**") on the SGX-ST; and/or

  (ii) off-market purchase(s) (each an "**Off-Market Purchase**") in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit, which scheme(s) shall satisfy all the conditions prescribed by the Companies Act,

  and otherwise in accordance with all other laws and regulations, including but not limited to, the provisions of the Companies Act and 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**");

(b) unless revoked or varied by the Company in a general meeting, the authority conferred on the Directors pursuant to this Resolution may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earlier of:

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

  (ii) 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,

  whichever is the earlier;

(c) in this Resolution:

"**Maximum Limit**" means that number of issued Shares representing not more than five per cent. (5%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Resolution, unless the Company has effected a reduction of the share capital of the Company in accordance with the applicable provisions of the Companies Act, at any time during the Relevant Period (as defined below), in which event the total number of issued Shares shall be taken to be the total number of issued Shares as altered (excluding any treasury shares that may be held by the Company from time to time and subsidiary holdings);

"**Relevant Period**" means the period commencing from the date of passing this Resolution and expiring on the date the next AGM of the Company is held or is required by law to be held, whichever is the earlier; and

"**Maximum Price**" in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, stamp duties, commission, applicable goods and services tax and other related expenses) which shall not exceed 105% of the Average Closing Price.

where:

"**Average Closing Price**" means the average of the closing market prices of the Shares over the last five (5) Market Days (a "**Market Day**" being a day on which the SGX-ST is open for trading in securities), on which transactions in the Shares were recorded, before the day on which the purchase or acquisition of Shares was made, or as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5) Market Days and the day on which the Market Purchase was made, or as the case may be, the day of the making of the offer pursuant to the Off-Market Purchase; and

"**day of the making of the offer**" means the day on which the Company announces its intention to make an offer for an Off-Market Purchase, stating therein the purchase price (which shall not be more than the Maximum Price) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase; and

(d) the Directors and/or any of them be and are hereby authorised to do all acts and things and to execute all such documents as may be required) as they and/or he or she may consider necessary, desirable or expedient or in the interests of the Company to give effect to the transactions contemplated and/or authorised by this Resolution.

Please refer to the explanatory note (viii) provided.

9. **Authority to Issue Shares under the OG Share Grant Plan** **Resolution 11**

That the Directors be and are hereby authorised to:

(a) grant awards in accordance with the provisions of the OG Share Grant Plan; and

(b) allot and issue from time to time such number of fully paid-up Shares as may be required to be delivered pursuant to the vesting of awards under the OG Share Grant Plan,

provided that the total number of Shares which may be allotted and issued and/or Shares which may be delivered pursuant to awards granted under the OG Share Grant Plan on any date, when added to:

(i) the total number of new Shares allotted and issued and/or to be allotted and issued, and issued Shares transferred and/or to be transferred in respect of all awards granted under the OG Share Grant Plan; and

(ii) all Shares, options or awards granted under any other share schemes of the Company then in force,

shall not exceed ten per cent. (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time, and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is the earlier.

Please refer to the explanatory note (ix) provided.

By Order of the Board

Michelle Tanya Kwek
Company Secretary
Singapore

Date: 10 April 2023

Please read the following notes and the explanatory notes to the resolutions as set out below before deciding how to vote.

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) recordings and transmitting images and/or voice recordings when broadcasting the AGM proceedings through webcast, 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.

Website

The Company's website, www.olamgroup.com, provides more information about the Company, including the latest Annual Report, the Letter, the Notice of AGM and the Proxy Form.

Explanatory notes of the resolutions to be proposed at the AGM

Resolutions 1 to 11 are proposed as ordinary resolutions. For an ordinary resolution to be passed, more than half of the votes cast must be in favour of the resolution.

(i) Ordinary Resolution 1

The Companies Act requires the audited consolidated financial statements of the Company for each financial year to be tabled before the Shareholders in a general meeting. The audited consolidated financial statements are to be accompanied by the Directors' Statement and the Auditors' Report thereon. The Directors' Statement and the audited consolidated financial statements for the financial year ended 31 December 2022 ("**FY2022**") together with the Auditors' Report thereon are provided in the Financial Report of the Annual Report.

A copy may also be read on our website at olamgroup.com/investors.html.

(ii) Ordinary Resolution 2

Ordinary Resolution 2 is to declare a second and final tax-exempt dividend of 4.5 cents per Share for FY2022. Together with the sum of 4.0 cents per Share of interim dividend declared for the first-half of FY2022, the total dividend for FY2022 is 8.5 cents per Share (approximately S$326 million). The Company does not have a fixed dividend policy. The Directors' policy is to recommend dividends consistent with the Company's overall governing objective of maximising intrinsic value for its continuing Shareholders. Dividend payments are affected by matters such as the level of the Company's future earnings, results of operations, capital requirements, cash flows, financial conditions, the Company's plans for expansion, general business conditions and other factors, including such legal or contractual restrictions as may apply from time to time or which the Directors may consider appropriate in the interests of the Company.

The Directors will consider all these factors before proposing any dividends. The Company may, by ordinary resolution at a general meeting of Shareholders, declare dividends, but the amount of such dividends shall not exceed the amount recommended by the Directors. The Directors may also declare an interim dividend without seeking Shareholders' approval. Potential investors should note that this statement is a statement of the Company's present intention and shall not constitute a legally binding commitment in respect of the Company's future dividends and dividend pay-out ratio which may be subject to modification (including reduction or non-declaration thereof) in the Directors' sole and absolute discretion. All dividends are distributed as tax-exempt dividends in accordance with the Income Tax Act, Chapter 134 of Singapore.

(iii) Ordinary Resolutions 3, 4 and 5

Ms Marie Elaine Teo will, upon re-election as a Director, continue her office as Non-Executive Director. She will remain as Chairperson of the Board Risk Committee ("**BRC**") and a member of the Audit Committee ("**AC**") and Corporate Responsibility & Sustainability Committee ("**CRSC**"). She will be considered independent.

Mr Yap Chee Keong will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as Chairman of the AC and a member of the BRC and the Nomination and Remuneration Committee ("**NRC**"). He will be considered independent.

Mr Sunny George Verghese will, upon re-election as a Director, continue his office as Executive Director and will remain as a member of the Board Steering Committee ("**BSC**"), the Capital and Investment Committee ("**CIC**") and CRSC. He is also the Group CEO.

Please refer to the Addendum for the additional information on the aforementioned Directors provided pursuant to Rule 720(6) of the Listing Manual. You may also refer to the Governance Report of the 2022 Annual Report for the profile of each of these Directors.

The aforementioned Directors will refrain from making any recommendation on and, being Shareholders, shall abstain from voting on respective ordinary resolution in relation to their re-election. Other than the Chairman of the Meeting who will be voting as proxy pursuant to the Order, the aforementioned Directors will not be able to accept appointment as proxies for any Shareholder to vote in respect of these resolutions unless specific directions as to voting have been specified in the relevant proxy form.

(iv) Ordinary Resolution 6

Mr Hideyuki Hori will, upon re-appointment as a Director, continue his office as Non-Executive Director. He will remain as a member of the NRC and CRSC, and will be appointed as member of the BSC. He will not be considered independent.

Please refer to the Addendum for the additional information on Mr Hideyuki Hori provided pursuant to Rule 720(6) of the Listing Manual. You may also refer to the Governance Report of the 2022 Annual Report for his profile.

(v) Ordinary Resolution 7

Ordinary Resolution 7 seeks the payment of up to S$3,000,000 to all Directors (other than the Executive Directors) as Directors' fees for FY2023. The Directors' fees approved for FY2022 were S$3,300,000 with the aggregate fees paid quarterly in arrears to the Non-Executive Directors. For Non-Executive Directors entitled to receive Directors' fees in the form of shares, approximately 70% of the Directors' fees was paid in cash and approximately 30% in the form of Olam shares. The amount of Directors' fees paid to each Director for FY2022 is disclosed in full on page 151 of the Governance Report of the 2022 Annual Report.

For Directors' fees payable to the Non-Executive Directors for FY2023 (excluding certain Non-Executive Directors who, under their separate arrangements with their employer, do not retain their Directors' fees), the equity component (comprising approximately 30% of the Directors' fees) is intended to be paid out after the AGM with the actual number of Shares to be awarded to each such Non-Executive Director holding office at the time of payment to be determined by reference to the volume weighted average price of a Share on SGX-ST over the 10 trading days after the date of the announcement by the Company of its unaudited full year financial statements for FY2023. The number of Shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. Each such Non-Executive Director is committed to holding, during his or her Board tenure, Olam shares of a value equivalent to approximately one year's basic retainer. In the event the Non-Executive Director leaves the Company prior to the acquisition of the Shares, the directors' fees due to him/her up to his/her date of cessation will be paid to him/her in cash. If Resolution 7 is passed, it is intended that such equity grant will be made in the form of awards under the OG Share Grant Plan with no vesting condition or the Company will purchase the Shares from the market around the date of the announcement by the Company of its unaudited full year financial statements for FY2023.

The Non-Executive Directors will refrain from making any recommendation on and, being shareholders, shall abstain from voting on Ordinary Resolution 7. Other than the Chairman of the Meeting who will be voting as proxy pursuant to the Order, the aforementioned Directors will not be able to accept appointment as proxies for any Shareholder to vote in respect of this resolution unless specific directions as to voting have been specified in the relevant proxy form.

Ordinary Resolution 7, if passed, will facilitate the quarterly payment in arrears of Directors' fees during FY2023 in which the fees are incurred.

(vi) Ordinary Resolution 8

Ordinary Resolution 8 seeks the re-appointment of Ernst & Young LLP as independent auditors to the Company (the "**Auditors**") and requests authority for the Directors to set the remuneration of the Auditors. The Board is careful that the Auditors' independence should not be compromised and the AC takes responsibility for reviewing the performance of the Auditors and making recommendations about the scope of their work and fees. The AC has recommended to the Board that the appointment of Ernst & Young LLP should be renewed until the conclusion of the next AGM.

More details on the external auditors and the review by the AC may be found in the Governance Report on pages 157 to 158 of the 2022 Annual Report.

(vii) Ordinary Resolution 9

Ordinary Resolution 9, if passed, will empower the Directors, effective until the earlier of (1) the conclusion of the next AGM, or (2) the date by which the next AGM is required by law to be held (unless such authority is varied or revoked by the Company in a general meeting), 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, fifty per cent. (50%) of the total number of issued Shares, of which up to ten per cent. (10%) may be issued other than on a *pro rata* basis to Shareholders. Although the Listing Manual enables the Company to seek a mandate to permit its Directors to issue Shares up to the fifty per cent. (50%) limit if made on a *pro rata* basis to Shareholders, and up to a sub-limit of twenty per cent. (20%) if made other than on a *pro rata* basis to Shareholders, the Company is nonetheless only seeking a sub-limit of ten per cent. (10%).

Directors to issue Shares up to the fifty per cent. (50%) limit if made on a *pro rata* basis to Shareholders, and up to a sub-limit of twenty per cent. (20%) if made other than on a *pro rata* basis to Shareholders, the Company is nonetheless only seeking a sub-limit of ten per cent. (10%).

For determining the aggregate number of Shares that may be issued, the total number of issued Shares will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 9 is passed after adjusting for new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this Ordinary Resolution 9 is passed and any subsequent bonus issue, consolidation or subdivision of Shares.

(viii) Ordinary Resolution 10

Ordinary Resolution 10, if passed, will empower the Directors from the date of the passing of this Ordinary Resolution 10 until the earlier of the date of the next AGM, or the date by which the next AGM is required by law to be held, to purchase or otherwise acquire, by way of Market Purchases or Off-Market Purchases, up to five per cent. (5%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the passing of this Ordinary Resolution 10 on the terms of the Share Buyback Mandate as set out in the Letter, unless such authority is earlier revoked or varied by the Company in a general meeting.

The Company may use internal sources of funds or borrowings or a combination of both to finance the Company's purchase or acquisition of Shares pursuant to the Share Buyback Mandate.

The amount of financing required for the Company to purchase or acquire its Shares, and the impact on the Company's financial position, cannot be ascertained as at the date of this Notice of AGM as these will depend on, *inter alia*, the aggregate number of Shares purchased, whether the purchase is made out of capital or profits, the purchase prices paid for such Shares, the amount (if any) borrowed by the Company to fund the purchases or acquisitions and whether the Shares purchased or acquired are cancelled or held as treasury shares. For illustrative purposes only, the financial effects of an assumed purchase or acquisition of the maximum number of Shares by way of Market Purchase or Off-Market Purchase, at a purchase price equivalent to the Maximum Price per Share based on the audited financial statements of the Company and its subsidiaries for FY2022 and certain assumptions, are set out in paragraph 2.7 of the Letter.

(ix) Ordinary Resolution 11

Ordinary Resolution 11, if passed, will empower the Directors to grant awards under the OG Share Grant Plan and to issue new Shares in respect of such awards, subject to the limitations described in this Ordinary Resolution 11. Unless such authority has been revoked or varied by the Company in a general meeting, such authority shall expire at the conclusion of the next AGM, or the date by which the next AGM is required by law to be held, whichever is the earlier.

More details on the OG Share Grant Plan may be found in the Governance Report and the Financial Report of the 2022 Annual Report.

Notice of Record Date and Payment Date

As stated in the Notice of Record Date and Payment Date set out in the Company's announcement dated 27 February 2023, the Company wishes to notify Shareholders that the Share Transfer Books and Register of Members of the Company will be closed at 5.00 p.m. on 3 May 2023 for the preparation of dividend warrants. Duly completed registrable transfers of Shares received by the Company's Share Registrar, Boardroom Corporate & Advisory Services (Pte) Ltd, at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632 up to 5.00 p.m. on 3 May 2023 will be registered to determine shareholders' entitlements to the proposed second and final dividend.

Members whose Securities Accounts with The Central Depository (Pte) Limited are credited with Shares at 5.00 p.m. on 3 May 2023 will be entitled to the proposed second and final dividend. Payment of the dividend, if approved by the members at the AGM to be held on 25 April 2023, will be made on 10 May 2023.

Addendum to the Annual Report 2022

Additional Information on Directors seeking Re-election pursuant to Rule 720(6) of the Listing Manual of the SGX-ST

Ms Marie Elaine Teo, Mr Yap Chee Keong, Mr Sunny George Verghese and Mr Hideyuki Hori are the Directors seeking re-election at the forthcoming annual general meeting of the Company to be convened on 25 April 2023 ("**AGM**") under Ordinary Resolutions 3, 4, 5 and 6 as set out in the Notice of AGM dated 10 April 2023 (collectively, the "**Retiring Directors**" and each a "**Retiring Director**").

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to the Retiring Directors as set out in Appendix 7.4.1 to the Listing Manual of the SGX-ST is set out below:

Name of Director	Ms Marie Elaine Teo	Mr Yap Chee Keong	Mr Sunny George Verghese	Mr Hideyuki Hori
Date of Appointment	15 March 2022	15 March 2022	26 August 2021	16 May 2022
Date of Last Re-appointment	25 April 2022	25 April 2022	25 April 2022	Not applicable
Age	56	62	63	55
Country of principal residence	Singapore	Singapore	Singapore	Japan
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	N.A.	N.A.	N.A.	N.A.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Non-Executive	Executive	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	• Independent and Non-Executive Director • Chairperson, Board Risk Committee ("**BRC**") • Member, Audit Committee ("**AC**") • Member, Corporate Responsibility & Sustainability Committee ("**CRSC**")	• Independent and Non-Executive Director • Chairman, AC • Member, BRC • Member, Nomination & Remuneration Committee ("**NRC**")	• Executive Director, Co-Founder and Group CEO • Member, BSC • Member, Capital & Investment Committee ("**CIC**") • Member, CRSC	• Non-Executive Director • Member, BRC • Member, CRSC • Member, NRC
Professional qualifications	• Bachelor of Arts (Honours) in Experimental Psychology, Oxford University, UK • MBA, INSEAD	• Bachelor of Accountancy, National University of Singapore • Fellow, Institute of Singapore Chartered Accountants and Certified Public Accounts, Australia	• Postgraduate Degree in Business Management, Indian Institute of Management, Ahmedabad, India • Advanced Management Program, Harvard Business School, USA	• Advanced Management Program, Executive Education, 2016, Harvard Business School, Massachusetts, USA • Master of Science in Management, Graduate School of Business, 2005, Stanford University, California, USA • Faculty of Commerce (BA), 1991, Hitotsubashi University, Tokyo, Japan

Name of Director	Ms Marie Elaine Teo	Mr Yap Chee Keong	Mr Sunny George Verghese	Mr Hideyuki Hori
Working experience and occupation(s) during the past 10 years	Ms Marie Elaine Teo brings investment experience across a broad range of industries and markets to bear in assessing opportunities and challenges in the future. She has over 20 years of investment experience, primarily with the Capital Group companies where she focused on Asian banks and global emerging markets, both as an analyst and an investment manager. Ms Teo was formerly the Chairman of Capital International Research, Inc. and Managing Director of Capital International Inc., Asia.	Mr Yap Chee Keong's career included being the Executive Director of The Straits Trading Company Limited and the Chief Financial Officer of Singapore Power Ltd. Mr Yap has also worked in various senior management roles in multinational and listed companies. He was a board member of the Accounting and Corporate Regulatory Authority and a member of the Public Accountants Oversight Committee, the MAS/SGX/ACRA Work Group to review the Guidebook for Audit Committees in Singapore and the MAS/SGX/ACRA/SID Review Panel to develop a Guide for Board Risk Committees in Singapore.	Mr Sunny Verghese has been the Co-Founder and Group CEO and Executive Director of Olam International Limited and now Olam Group Limited since 1995. He was with the Kewalram Chanrai Group (KC Group) and in 1989 was mandated to start the Company with a view to building an agricultural products business for the KC Group. Before joining the KC Group, he worked for Unilever in India. Mr Verghese previously chaired CitySpring Infrastructure Management Pte Ltd, a listed Business Trust in Singapore and was also a Commissioner of the Business & Sustainable Development Commission (BSDC). Mr Verghese has won several awards including 'Outstanding Chief Executive' at the Singapore Business Awards in 2007, 'Ernst & Young Entrepreneur of the Year' for Singapore in 2008 and 'Best CEO of the Year 2011' at the Singapore Corporate Awards. He was also awarded the Public Service Medal by the Government of the Republic of Singapore in 2010.	Mr Hideyuki Hori is currently the Senior Vice President of Mitsubishi Corporation ("**MC**"), a conglomerate listed on the Tokyo Stock Exchange with JPY 7 trillion in market capitalisation, over 1,200 subsidiaries world-wide and 80,000+ employees on a consolidated basis. In his current role, Mr Hori is the Head of Food Industry Group CEO Office and is leading the Food Industry portfolio, which included Livestock, Meat & Dairy Products, Global Fast Moving Consumer Goods, Food Resources, Produce & Marine Products and Food Sciences. He oversees the strategy & key investments of the group, and is also the Chief Sustainability Officer and Chief Compliance Officer of the group. Prior to his current position and up until March 2022, Mr Hori was the Head of Corporate Strategy & Planning Department of MC. He was in charge of the overarching corporate strategy and planning of the 10 business groups of MC, setting mid-term strategic direction and objectives of MC, making decisions on large-scale investments along with the CEO & Executive Committee of MC. During his tenure, he has spearheaded various transformative investments and partnerships with companies such as NTT (listed telecommunication company in Japan) and Eneco (Dutch Energy Supply Company). Mr Hori has over 20 years of extensive experience in the Food & Agriculture industry including serving multiple directorships at various Food & Agriculture companies worldwide, such as in USA, Singapore, Australia, Brazil and Japan. He was also the Head of Olam Strategic Alliance Department in MC when MC became a shareholder of Olam in 2015.
Shareholding interest in the listed issuer and its subsidiaries?	173,900 ordinary shares	198,371 ordinary shares	167,131,277 ordinary shares	Nil
Any relationship (including immediate family relationship) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Nil	Nil	Nil	Nil
Conflict of interests (including any competing business)	Nil	Nil	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes	Yes

Other Principal Commitments Including Directorships

Name of Director	Ms Marie Elaine Teo	Mr Yap Chee Keong	Mr Sunny George Verghese	Mr Hideyuki Hori
Past (for the last 5 years)	• Caregivers Alliance Ltd (Director) • CIMB Group Holdings Berhad (Member, International Advisory Panel) • Olam International Limited (Director) • Mapletree Oakwood Holdings Pte Ltd (Director)	• Maxeon Solar Technologies Ltd (Director) • Certis CISCO Security Pte Ltd (Director) • Citibank Singapore Ltd (Director) • Malaysia Smelting Corporation Berhad (Director) • Rahman Hydraulic Tin Sdn Bhd (Director) • The Straits Trading Company Limited (Director) • Olam International Limited (Director) • Bayberry Limited (Director)	• World Business Council for Sustainable Development (WBCSD) (Chairman) • Emerging Stronger Task Force (EST), Government of Singapore (Member)	Nil
Present	<u>Listed company</u> • G. K. Goh Holdings Limited (Director) • Monde Nissin Corporation (Director) <u>Non-listed company</u> • Amiradou Pte Ltd (Director) • ICHX Tech Pte Ltd (Director) • Mapletree Investments Pte Ltd (Director) • Tantallon Capital Advisors (Senior Advisor) • The Teng Ensemble Ltd (Chairman)	<u>Listed company</u> • Sembcorp Marine Ltd (Deputy Chairman) • Sembcorp Industries Ltd (Director) • Shangri-La Asia Limited (Director) <u>Non-listed company</u> • Singapore Life Holdings Pte. Ltd. (formerly known as Aviva Singlife Holdings Pte. Ltd.) (Director) • Singapore Life Ltd (formerly known as Aviva Ltd) (Director) • Singlife Financial Pte. Ltd. (formerly known as Singapore Life Pte. Ltd.) (Director) • Professional Investment Advisory Service Pte Ltd (Chairman) • Ensign Infosecurity Pte Ltd (Director) • MediaCorp Pte Ltd (Director) • PIL Pte. Ltd. (Director) • Pacific International Lines (Private) Limited (Director) • PIL Marine Pte. Ltd. (Director) • PIL Enterprises Pte. Ltd. (Director) • The Assembly of Christians of Singapore Ltd (Director)	<u>Listed company</u> Nil <u>Non-listed company</u> • Champions 12.3 (Co-Chair) • The Business Commission to tackle Inequality (BCTI) (Co-Chair) • Policy Advisory Council for the Australian Centre for International Agricultural Research (Member) • Climate Impact Exchange (CIX) (Observer, CIX International Advisory Council) • SMI Agribusiness task force (Member) • World Business Council for Sustainable Development (WBCSD)'s Imperatives Advisory Board (Co-Chair) • Human Capital Leadership Institute Pte Ltd (Chairman) • JOil (S) Pte Ltd (Chairman) • Singapore Management University Board of Trustee (Member) • Carbon Solutions Holdings Pte. Ltd. (Chairman & Non-Executive Director) • Carbon Solutions Platform Pte. Ltd. (Chairman & Non-Executive Director) • Carbon Solutions Services Pte. Ltd. (Chairman & Non-Executive Director) • Carbon Solutions Investments Pte. Ltd. (Chairman & Non-Executive Director) • Olam International Limited (Director) • **ofi** Group Limited (Director) • Caraway Pte. Ltd. (Director) • Olam Agri Holdings Pte. Ltd. (Chairman)	<u>Listed company</u> Nil <u>Non-listed company</u> • Olam Agri Holdings Pte. Ltd. (Director) • Mitsubishi Corporation (Senior Vice President, General Manager, Food Industry Group CEO Office)

Information required pursuant to Listing Rule 704(7) or Catalist Rule 704(6)

Name of Director		Ms Marie Elaine Teo	Mr Yap Chee Keong	Mr Sunny George Verghese	Mr Hideyuki Hori
(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	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	No
(c)	Whether there is any unsatisfied judgment against him?	No	No	No	No
(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	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	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	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	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	No
(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	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	No	No	No	No
	(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	No	No	No	No
	(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	No	No	No	No
	(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,	No	No	No	No
	in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?				
(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	No

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Proxy form

Olam Group Limited

(Company Registration No. 202180000W)
(Incorporated in The Republic of Singapore)

(Please see notes overleaf before completing this Form)

IMPORTANT:

1. Shareholders who wish to exercise their voting rights at the AGM may:
   (a) (where the Shareholder is an individual) attend and vote "live" at the physical meeting or the virtual meeting of the AGM;
   (b) (where the Shareholder is an individual or a corporate) appoint proxy(ies) other than the Chairman of the Meeting ("**Third Party Proxy(ies)**") to attend and vote "live" at the physical meeting or the virtual meeting of the AGM on their behalf; and
   (c) (where the Shareholder is an individual or a corporate) appoint the Chairman of the AGM as proxy to vote on their behalf.
2. Shareholders who wish to appoint Third Party Proxy(ies) to vote "live" at the AGM on their behalf must do both of the following by **Saturday, 22 April 2023 at 2.00 p.m.**: (a) complete and submit this Proxy Form in accordance with the instructions in the Notes below; and (b) if the proxy(ies) are to attend the virtual meeting of the AGM, pre-register the proxy(ies) at the Pre-Registration Page.
3. For investors holding shares of Olam Group Limited through Relevant Intermediaries and CPF/SRS Investors (both as defined in the Notice of AGM), this Proxy Form is **not valid for use** and shall be ineffective for all intents and purposes if used or purported to be used by them. Such investors who wish to exercise their voting rights should approach their Relevant Intermediary/CPF Agent Bank/SRS operator as soon as possible. CPF/SRS investors should approach their respective CPF Agent Bank or SRS operator at least **seven (7) working days** before the AGM (i.e. by **Friday, 14 April 2023 at 2.00 p.m.**).

*I/We, ______________________________ (insert Full Name and NRIC no./Passport no./UEN no.)

Of ____ (Address)

being a *member/members of Olam Group Limited (the "**Company**"), hereby appoint

Name	Email Address	NRIC/Passport No.	Number of Shares / Proportion of Shareholding (%)

*and/or

Name	Email Address	NRIC/Passport No.	Number of Shares / Proportion of Shareholding (%)

or failing whom, the Chairman of the Second Annual General Meeting of the Company ("**AGM**" or "**Meeting**"), as *my/our proxy/proxies to vote for *me/us on *my/our behalf at the Meeting to be convened and held at Begonia Junior Ballroom, Level 3, Marina Bay Sands Convention Centre, 10 Bayfront Avenue, Singapore 018956 and by way of electronic means on **Tuesday, 25 April 2023 at 2.00 p.m. (Singapore time)**, and at any adjournment thereof. *I/We direct *my/our proxy/proxies to vote for or against or to abstain from voting on the Resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting or abstention is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies may vote or abstain from voting at his/her own discretion.

No.	Resolutions relating to:	For	Against	Abstain
	Ordinary Business			
1.	Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2022 ("**FY2022**") together with the Auditors' Report thereon			
2.	Declaration of second and final dividend of 4.5 cents per share, tax exempt (one-tier) for the financial year ended 31 December 2022			
3.	Re-election of Ms. Marie Elaine Teo as a Director retiring under Regulation 107			
4.	Re-election of Mr. Yap Chee Keong as a Director retiring under Regulation 107			
5.	Re-election of Mr. Sunny George Verghese as a Director retiring under Regulation 107			
6.	Re-election of Mr. Hideyuki Hori as a Director retiring under Regulation 113			
7.	Approval of payment of Directors' fees of up to S$3,000,000 for the financial year ending 31 December 2023			
8.	Re-appointment of Messrs Ernst & Young LLP as the auditors of the Company and to authorise the Directors to fix their remuneration			
	Special Business			
9.	General authority to issue Shares			
10.	Renewal of the Share Buyback Mandate			
11.	Authority to issue Shares under the OG Share Grant Plan			

(If you wish your proxy/proxies to exercise all your votes "For" or "Against" or to "Abstain" from the relevant Resolution, please tick [✓] within the box provided. Alternatively, if you wish your proxy/proxies to exercise your votes both "For", "Against" or to "Abstain" from the relevant Resolution, please indicate the number of Shares in the boxes provided.)

Dated this __________ day of __________ 2023

Total number of Shares Held

____

Signature of Shareholder(s) or Common Seal of Corporate Shareholder

* Delete where inapplicable

IMPORTANT: Please read the notes overleaf before completing this Proxy Form.

Personal Data Privacy:

By submitting an instrument appointing a proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 10 April 2023.

Notes:

1. Please insert the total number of Shares held by you in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore). If no number is inserted, the instrument appointing a proxy shall be deemed to relate to all the Shares held by you.

2. A member of the Company who wishes to vote on the Resolutions tabled at the Meeting may:

   (i) (where the member is an individual) attend and vote "live" at the physical meeting or the virtual meeting of the AGM;

   (ii) (where the member is an individual or corporate) appoint Third Party Proxy(ies) to attend and vote "live" at the physical meeting or the virtual meeting of the AGM on their behalf; and

   (iii) (where the member is an individual or a corporate) appoint the Chairman of the Meeting as proxy to vote on their behalf.

3. Members who wish to appoint Third Party Proxy(ies) to vote "live" at the Meeting on their behalf must do both of the following by **Saturday, 22 April 2023 at 2.00 p.m.**: (i) complete and submit this Proxy Form in accordance with the instructions below; and (ii) if the proxy(ies) plan to attend the virtual meeting of the AGM, pre-register the proxy(ies) at https://www.olamgroup.com/investors/shareholder-centre/annual-general-meeting-2023.html (the "**Pre-Registration Page**").

4. In the Proxy Form, a member of the Company should specifically direct the proxy on how he/she is to vote for, vote against, or to abstain from voting on, the resolutions. If no specific direction as to voting is given, the proxy (including the Chairman of the Meeting) may vote or abstain from voting at his/her discretion.

5. (i) A member of the Company (who is not a Relevant Intermediary) entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) or two (2) proxies to attend and vote on his/her/its behalf. A proxy need not be a member of the Company. Any appointment of a proxy by a member attending the Meeting shall be null and void and such proxy shall not be entitled to attend and vote at the Meeting. Where a member (other than a Relevant Intermediary) appoints two (2) proxies, the appointments shall be invalid unless he/she/it specifies the number of Shares to be represented by each proxy.

   (ii) A member who is a Relevant Intermediary may appoint more than two (2) proxies to attend and vote at the Meeting, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where such member appoints two (2) or more proxies, the appointments shall be invalid unless such member specifies the number of Shares to be represented by each proxy.

6. The instrument appointing a proxy must be deposited (i) by post to the office of the Share Registrar of the Company at 1 Harbourfront Avenue #14-07 Keppel Bay Tower, Singapore 098632, or (ii) by electronic mail to email address **oglagm2023@boardroomlimited.com** enclosing a clear scanned completed and signed Proxy Form in pdf. In addition, a Shareholder wishing to appoint proxy(ies) to attend the Virtual Meeting, may appoint proxy(ies) via electronic submission of the e-Proxy Form at the Pre-Registration Page. The Proxy Form must be received by the Company not less than 72 hours before the time appointed for the Meeting. Members are strongly encouraged to submit completed Proxy Forms via email or, where applicable, submit the e-Proxy Form via the Pre-Registration Page.

7. (i) Where the instrument appointing a proxy, submitted by post or by electronic mail, is executed by an individual, it must be signed under hand by the appointor or of his/her attorney duly authorised in writing, if the instrument is delivered personally or sent by post. Where the e-Proxy Form is submitted via electronic submission at the Pre-Registration Page, it must be authorised by the appointor via the online process set out in the Pre-Registration Page.

   (ii) Where the instrument appointing a proxy, submitted by post or by electronic mail, is executed by a corporation or limited liability partnership, it must be either given under its common seal (if any) or signed under hand on its behalf by an attorney or a duly authorised officer of the corporation or limited liability partnership, if the instrument is delivered personally or sent by post. Where the e-Proxy Form is submitted via electronic submission at the Pre-Registration Page, it must be authorised by the appointor via the online process set out in the Pre-Registration Page.

   (iii) Where the instrument appointing a proxy is signed or authorised on behalf of the appointor by an attorney, the letter or the power of attorney or a duly certified true copy thereof must (failing previous registration with the Company) be lodged with the instrument of proxy in accordance with paragraph 6 above.

General:

The Company shall be entitled to reject the instrument appointing a proxy if it is incomplete, unsigned, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy. The Company shall not be responsible to confirm nor be liable for the rejection of any incomplete or invalid proxy instrument. In addition, the Company shall reject any instrument appointing a proxy lodged if the member, being the appointor, is not shown to have Shares entered against his/her/its 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.

Olam

www.olamgroup.com