M.P. Evans Group PLC

Annual Report &
Financial Statements
for the year ended
31 December 2024

2024

M.P. Evans GROUP PLC

From the chairman

The Group has achieved record-breaking results for 2024, supported by a year of tight control over operating costs, alongside favourable crude-palm-oil pricing. Revenue, profitability and cash generation are all up substantially on last year. Once again, despite some weather-related challenges seen across Indonesia, the Group was able to process 1.6 million tonnes of crop, almost all in the Group's six efficiently operated palm-oil mills. All those mills are producing and selling certified sustainable oil and, for the first time in 2024, the Group produced over 250,000 tonnes of sustainable crude palm oil.

The Group is committed to sustainable growth and is continuing to plant new areas on its estates in Sumatra and East Kalimantan. In addition, the Group has a strong balance sheet, with net funds of almost US$50 million, supporting its strategy to acquire further planted areas near to the Group's existing estates and mills.

Earnings per share increased in the year to 129.6p, and the board is recommending a final dividend of 37.5p, bringing the total for the year to 52.5p. This is a 17% increase on the previous year as the Group continues its long-held approach to progressive shareholder returns.

Peter Hadsley-Chaplin

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Group financial highlights

For the year ended 31 December 2024

Revenue
15% increase
2024 US$352.8m
2023 US$307.4m

Mill-gate CPO price
13% increase
2024 US$823 per tonne
2023 US$729 per tonne

Gross profit
49% increase
2024 US$116.6m
2023 US$78.5m

Profit for the year
61% increase
2024 US$90.6m
2023 US$56.4m

Basic earnings per share
66% increase
2024 129.6 pence
2023 78.1 pence

Normal dividend per share
17% increase
2024 52.5 pence
2023 45.0 pence

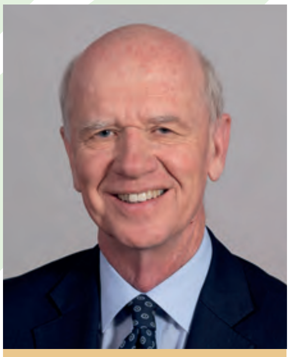
Cost per tonne
4% decrease
2024 US$410
2023 US$427

Operating cash generated
48% increase
2024 US$152.6m
2023 US$103.1m

Net cash surplus
No net gearing
2024 net cash US$46.4m
2023 net debt US$14.8m

M.P. Evans is a responsible producer of sustainable Indonesian palm oil, striving for excellence in all the Group's operations, with a focus on continuing growth and offering an increasing yield.

Chairman's statement



The Group operated six palm-oil mills throughout 2024 with total crop processed of 1.6 million tonnes. A combination of efficient operations and strong pricing resulted in record profitability, and earnings per share of 129.6p.

Peter Hadsley-Chaplin
Chairman

RESULTS

The Group achieved a gross profit of US$116.6 million in 2024, almost 50% higher than in the previous year, and an all-time record. This was, in the main, a reflection of the higher crude-palm-oil ("CPO") price, at US$823 per tonne mill-gate, 13% higher than last year, combined with an ongoing focus on maintaining control over operational costs. In addition, the Group harvested 2% more crop from its own areas and those managed on behalf of its associated scheme smallholders during the year, whilst the total crop processed by the Group remained the same as last year at 1.6 million tonnes.

Almost all the Group's crop was processed in its own facilities, with six mills in operation for the whole year. All mills were certified to produce sustainable palm oil throughout the year with, in addition, all but one having received accreditation from the Roundtable on Sustainable Palm Oil ("RSPO") by the end of 2024. As a result of the increase in sustainable production facilities, the Group produced more than 250,000 tonnes of certified sustainable CPO for the first time, representing almost 70% of its total output of 372,200 tonnes.

The Group's commitment to responsible operation is as strong as ever. Two new reports were published during 2024 and are available on the Group's website, setting out in detail our approach to carbon reduction and on broader environmental, social and governance ("ESG") matters. In this annual report, we provide an updated 2024 carbon balance sheet, demonstrating that we are on track, for both the interim and long term, to achieve our overall carbon-reduction target. We are reviewed by the Zoological Society of London for the quality of our disclosures on ESG, and received a further increase in their 2024 'SPOTT' rating, up to 88.9%.

The Group achieved a gross profit of US$116.6 million in 2024, almost 50% higher than in the previous year, and an all-time record.

Earnings per share were 129.6p, significantly higher than the 78.1p recorded in 2023. The high-price environment benefited the Group during the year, most notably in the second half, along with lower operating costs, including from a continued reduction in fertiliser costs. The Group generated a large amount of operating cash, with net operating cash inflows of US$135.8 million (2023 — US$79.7 million). This was put to good use in returning funds to shareholders, continued capital investment, and eliminating Group net debt. At the end of the year, the Group had net funds of US$46.4 million (2023 net debt of US$14.8 million).

DIVIDEND

An interim dividend of 15p per share (2023 — 12.5p per share) was paid on 1 November 2024 and the board is recommending a final dividend of 37.5p per share (2023 — 32.5p per share). The total figure of 52.5p per share (2023 — 45p per share) represents an increase in the annual dividend of 17% and is another step forward in the Group's progressive dividend policy. The Group is proud of its track record, stretching back for more than thirty years, of maintaining or increasing normal dividends.

This further, significant, increase in dividend distributions reflects both the step up in profitability achieved in 2024 and the board's continuing confidence in the long-term prospects for the Group. Whilst crop and production in 2024 were similar to the previous year, the Group's ongoing ability to generate substantial cash inflows forms a sound basis for both shareholder returns and further investment for the future.

SHARE BUYBACK

Over the course of 2024, the Group maintained its share-buyback programme and, by the end of the year, had deployed US$13.4 million (2023 — US$9.7 million) to purchase, and subsequently cancel, 1,183,398 (2023 — 991,198) of the Company's 10p shares. This represented 2.2% (2023 — 1.8%) of the issued share capital. The buyback programme serves to enhance earnings per share and the shareholder authorisation for it continues until the next annual general meeting.

OPERATIONAL DEVELOPMENTS

The total crop processed by the Group was almost the same as for the previous year, at 1.6 million tonnes. This was made up of a 2% increase in crop from Group-owned areas to 937,000 tonnes (2023 — 922,900 tonnes), and a 3% increase from associated smallholders to 285,900 tonnes (2023 — 278,500 tonnes), offset by an 8% decrease in crop purchased from independent suppliers to 386,000 tonnes (2023 — 421,500 tonnes). The increase in crops harvested from the areas managed by the Group reflected, in part, the larger areas managed during the year following the acquisitions made in the previous year. However, it must also be seen within the context of some challenging conditions across Indonesia as a whole in 2024, following a particularly dry period in the latter part of the preceding year. As a result, whilst it is difficult to obtain accurate data, it appears the country as a whole has reported a decrease in total crop, making the Group's overall harvest a commendable result. The reduction in purchased crop reflects the increased competition for crop in some local markets, and the Group's unwillingness to pay high prices for what is, at times, poor quality input, emphasising the importance of the longer-term strategy to reduce reliance on outside suppliers.

An interim dividend of 15p per share was paid on 1 November 2024 and the board is recommending a final dividend of 37.5p per share.

The performance of the Group's Kota Bangun estate was particularly encouraging in 2024. It is now being run as a combined project, having taken both estates acquired in the latter part of 2023, ABK and Nusantara, under its management. Initially, it had been expected that Nusantara would operate separately and would supply its crop to a third-party mill but, during 2024, it became clear that Nusantara can be run as a 'satellite' estate of the Kota Bangun project, as ABK already was, and can

Operational highlights

- Total crop processed maintained at 1.6 million tonnes
- Six certified palm-oil mills in operation throughout year processing almost all (96%) of total crop processed
- Further increase in certified sustainable CPO, up to 257,000 tonnes
- Acquisition of minority interest in Group estates during year increasing effective ownership by 1,700 hectares
- Planting continuing at Musi Rawas, as total area approaches 11,000 hectares, and planting programme started at recently acquired estate at Kota Bangun
- Increase in conservation hectarage, particularly mangrove forest at Bumi Mas, and conservation area now 12% of planted land

send its crop to one of the mills there for processing. This approach is now well established, and the management of Nusantara is, like ABK, part of Kota Bangun. The crop from ABK and Nusantara has helped to increase the total Kota Bangun harvest by 11% during 2024.

Whilst not quite as elevated as the particularly high figures secured in 2023, the average extraction rate achieved in the Group's mills remained at a strong level, at 23.2% (2023 — 23.4%). In part, the small reduction may have been caused by climatic factors during the year, but the Group's estate and mill teams will continue to work together to ensure that crop is harvested at the right time, delivered to the mill efficiently, and that the mill works to minimise oil losses and maximise oil extraction.

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By the end of the year, the Group managed over 66,000 planted hectares of oil palm, for itself and for its associated scheme smallholders, and was continuing to plant further hectarage, both in Sumatra and in East Kalimantan. Whilst the yield per mature hectare reduced in the year from 23 tonnes to 21 tonnes, most of this reduction was as a result of the inclusion of the hectarage acquired in 2023 for the first full year in 2024, with a smaller part due to the impact of the dry weather towards the end of 2023. The Group expects to see an increase in yield per hectare as conditions improve, and as the more recently acquired estates continue to work towards the high standards of the rest of the Group.

STRATEGIC DEVELOPMENTS

With six mills in operation throughout the year for the first time, the focus is now on maximising their profitable utilisation and continued operational excellence. The Group achieved the highest ever mill throughput of Group-harvested crop during 2024, and its strategy is to continue increasing utilisation from the Group's own areas. The Group makes better margins from its own harvest than from purchased fresh fruit bunches ("ffb"), expects to process more of its own crop as yields increase in future years, and continues to seek additional hectarage close to its own milling facilities.

The Group remains committed to operating responsibly and sustainably. More information is available in the sustainability section of this report on pages 32 to 39, and in separate reports available from the Group's website. The Group produces certified sustainable palm oil at all its mills and, in particular, received accreditation from the RSPO at its Musi Rawas mill in January 2024, whilst the RSPO audit took place at its Bumi Mas mill in the second half of the year. Following that audit, the Group expects to receive the final accreditation at Bumi Mas during 2025, at which point all Group mills will be RSPO certified. During 2024, at its Bangka estate, the Group established a dedicated biodiversity team guided by specialist consultants, whilst at Bumi Mas, the Group took over the management and protection of a significant area of mangrove forest, with substantial conservation benefits.

During 2024, the Group acquired the 5% minority interest in the majority of its Indonesian subsidiary companies. As a result of this transaction, the Group effectively acquired approximately 1,700 hectares of its own high-quality planted areas, and now owns 100% of all of its Indonesian operations, with the exception of its Bangka estate where there remains a 10% minority partner. The Group paid US$9,000 per planted hectare for this transaction, which compares favourably with the average year-end independent valuation of the Group's majority-held areas of US$18,500 per hectare, as shown on page 100 of this report. Similar to share buybacks, this transaction was immediately earnings enhancing, and concentrates the interests of existing shareholders in the Group's operations.

PROSPECTS

The new year has started positively, and staff across the Group are engaged in a number of projects further to develop and enhance the Group's estates. The total crop harvested by the Group in the first two months of 2025 was 200,100 tonnes, 7% higher than the amount harvested in the first two months of 2024.

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The Group has purchased less outside crop for processing at 39,500 tonnes (2024 — 58,900 tonnes), but this is consistent with the approach taken in 2024, ensuring that the Group focuses on both the efficient and the profitable use of its production facilities. New planting is continuing on Group estates, including at Musi Rawas and, very encouragingly, at the recently acquired ABK estate, which is part of the enlarged Kota Bangun project. This new planting will, in due course, add to the Group's crop, contributing further to the long-term trend of growing Group harvests, supporting the Group's ambition to provide increasing input to its mills from its own high-quality crop.

The shift towards milling its own supply will, over time, enable the Group to increase, from the current 69%, the proportion of certified sustainable output that is sold. For the first time in 2024, the Group has been able to supply CPO from one of its mills as 100% certified. It is already working with its customers to confirm its ability to supply CPO compliant with the EU Deforestation Regulations ("EUDR") and expects to achieve this milestone during the current year, and well before the revised implementation deadline at the start of 2026. More detail on this is provided in the strategic report.

CPO pricing has remained strong in the early part of 2025. Whilst not matching the very high prices seen towards the end of 2024, the Group has achieved an ex-mill-gate price of approximately US$870 per tonne for the first two months of the year, which compares favourably with the average for 2024 of US$823 per tonne.

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Management remains focused on opportunities for growth and is actively pursuing potential acquisitions. The Group's balance sheet strength and highly cash-generative nature enables it to be responsive to relevant and appropriate opportunities as and when they arise. Of particular strategic interest are planted areas near to the Group's existing estates and mills, which would support the goal of increasing utilisation of the Group's existing production facilities. Several opportunities, at various development stages, continue to be under review.

The operating environment in early 2025 of increasing crop, ongoing planting and strong pricing gives the Group confidence in its prospects for the coming year, and beyond.

BOARD AND SENIOR MANAGEMENT CHANGES

All members of the board served throughout the year and up to the date of this report. As previously reported, my own role transitioned from that of an executive chairman to a non-executive chairman on 1 July 2024. I am pleased to report that, with the full support of my board colleagues, this has been a smooth transition, and the board continues to operate effectively. This was endorsed as part of an independent board review undertaken in the second half of 2024, as described further on page 51. As part of my non-executive role, I continue to work closely with my executive colleagues, the wider board, and with our shareholders, principal advisers and key stakeholders.

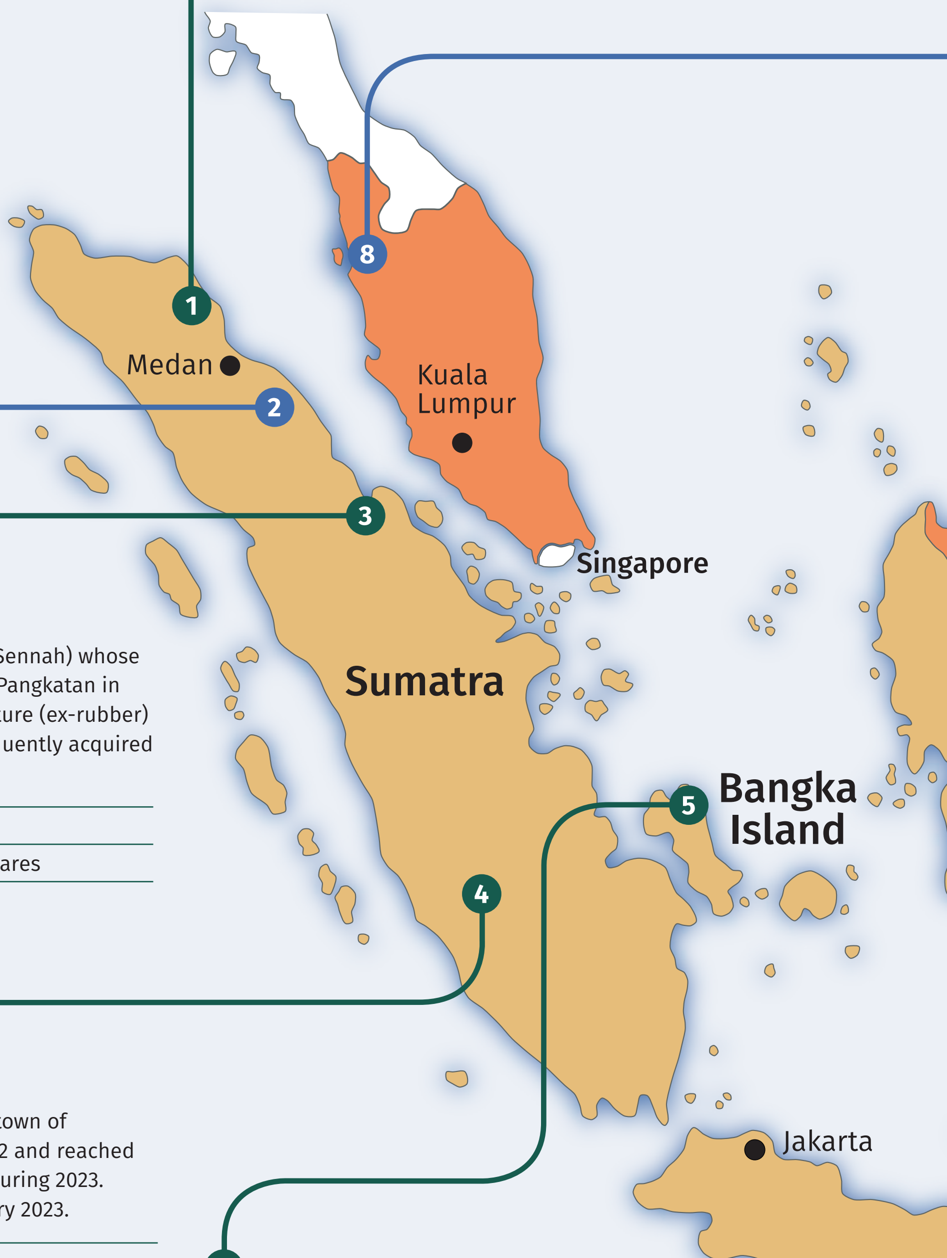
Bruce Tozer, who will have served on the board for nine years in June, chairing the audit and remuneration committees since 2022, in addition to his role as senior independent director, will be retiring at the AGM. Bruce's wealth of knowledge and experience in areas of, inter alia, agriculture, commodities, commerce, banking, sustainability and carbon, will be much missed. I should like to place on record the board's appreciation to Bruce for his significant contribution to the Group. My colleagues and I are now actively engaged in the process of recruiting a new independent non-executive director who will possess the requisite skills, experience and personal attributes to ensure the board continues to operate effectively. Further information on this, and on the transition of the senior independent director and committee chairing roles, will be provided in due course.

ACKNOWLEDGEMENTS

Once again, the Group has delivered on its strategy and maintained its long-term momentum throughout 2024. We are well established as not just an excellent producer of ffb, but a high-quality miller as well. After a significant period of investment, almost all our ffb is now processed 'in-house', and we produce and sell a high volume of our own CPO. For this, we should all be proud, and it has only been possible to reach this point in the Group's development because of the experience, expertise and commitment from the thousands of people upon whom we rely every day, whether in the UK, Jakarta or across all our Indonesian operating locations. On behalf of the board, I would like to thank them, and I look forward to us continuing to thrive together.

Peter Hadsley-Chaplin
Chairman
25 March 2025

Map and locations



1 SIMPANG KIRI

Mature oil-palm estate in the province of Aceh, near the border with North Sumatra, which was acquired in the early 1980s. Ffb are processed in a nearby third-party mill. A further 1,900 planted hectares were acquired in early 2023.

Group planted area: 4,300 hectares

Scheme-smallholder planted area: 300 hectares

2 KERASAAN

Mature (ex-rubber) oil-palm estate near the town of Pematangsiantar in North Sumatra. Ffb are processed in the neighbouring Bukit Marajah mill, owned by the SIPEF Group - also the majority shareholder in Kerasaan.

Planted area: 2,300 hectares

Group minority share: 38%

3 PANGKATAN GROUP

Grouping of three estates (Pangkatan, Bilah, Sennah) whose fruit is processed in a 40-tonne mill built on Pangkatan in 2005. Combination of a long-established, mature (ex-rubber) oil-palm estate (Pangkatan), and land subsequently acquired or planted (Bilah and Sennah).

Group planted area: 7,000 hectares

Scheme-smallholder planted area: 1,400 hectares

4 MUSI RAWAS

Located in South Sumatra province near the town of Lubuk Linggau, the project was started in 2012 and reached the initial target of 10,000 planted hectares during 2023. A 60-tonne mill was commissioned in February 2023.

Group planted area: 7,900 hectares

Scheme-smallholder planted area: 3,000 hectares

5 BANGKA

Located on the island of Bangka, the land was acquired in 2005. The first areas planted started production during 2009. A 45-tonne mill with composting facility and biogas plant was commissioned in May 2016 and extended to 60 tonnes in 2019.

Group planted area: 6,100 hectares

Scheme-smallholder planted area: 3,900 hectares

Indonesia	Group operation
Malaysia	Minority interest

8 BERTAM PROPERTIES

This land was previously the Group's Bertam Estate, all of which has been sold to Bertam Properties, a joint venture with two Malaysian partners. Starting in 1992 with an area of some 2,000 hectares, the area has been developed into a new town. The remaining developable area is 195 hectares.

Bertam Properties: 298 hectares

Group minority share: 40%

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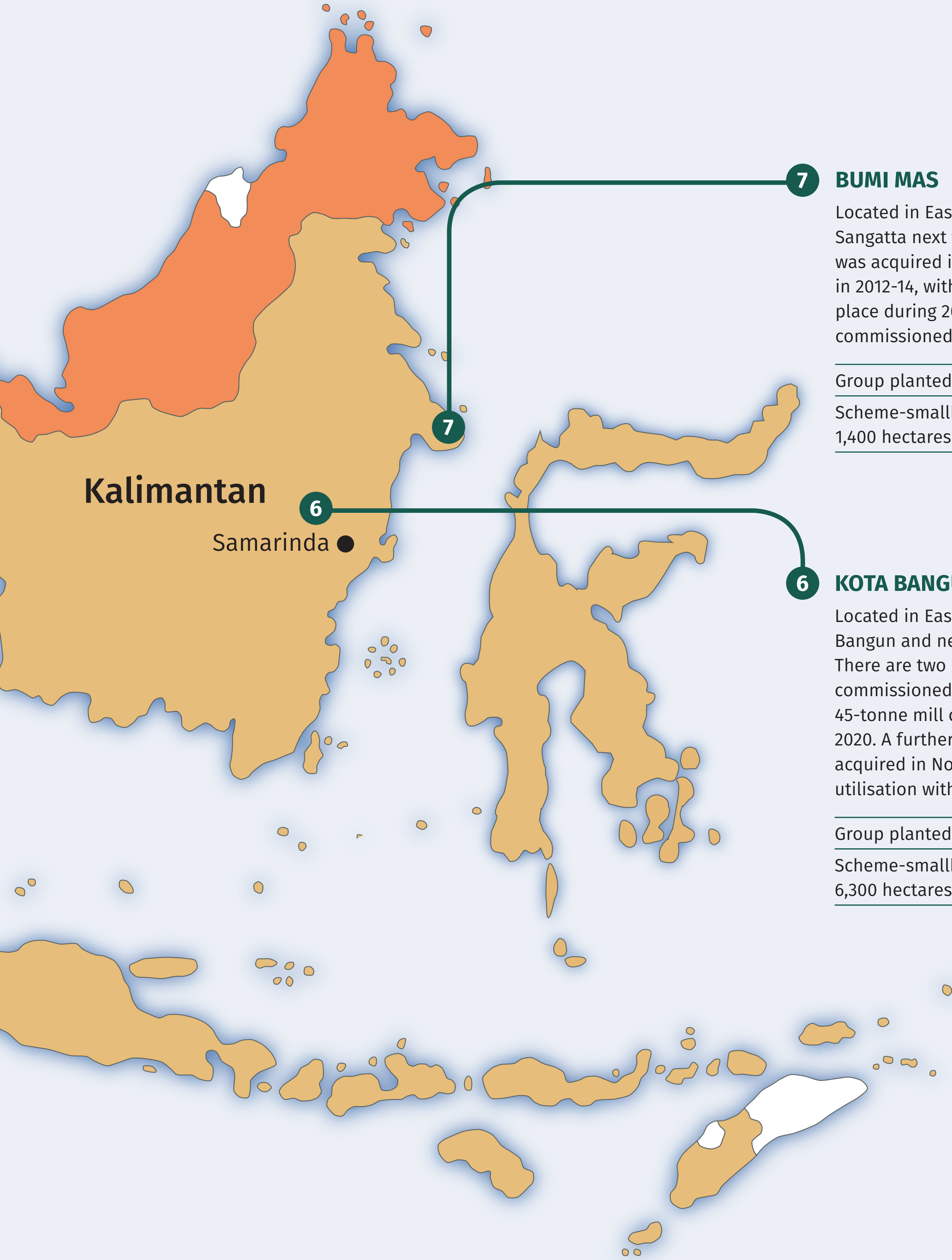


7 BUMI MAS

Located in East Kalimantan, north-east of Sangatta next to the Manubar river. The land was acquired in 2017. It was largely planted in 2012-14, with the first harvesting taking place during 2015. A 60-tonne mill was commissioned in August 2021.

Group planted area: 7,500 hectares

Scheme-smallholder planted area: 1,400 hectares

6 KOTA BANGUN ESTATES

Located in East Kalimantan, close to Kota Bangun and next to the Mahakam river. There are two mills on site: a 60-tonne mill commissioned in December 2012, and a 45-tonne mill commissioned in September 2020. A further 8,300 planted hectares were acquired in November 2023 to increase mill utilisation with Group crop.

Group planted area: 17,100 hectares

Scheme-smallholder planted area: 6,300 hectares


Harvesting ffb at Kota Bangun

Market information

PALM OIL

Palm is one of the world's major vegetable oils. Every year, the world produces and consumes over 200 million tonnes of vegetable oil and, in recent years, palm oil has become the largest individual contributor to the world's vegetable-oil requirements, accounting for approximately 40% of the total, after including its complementary product, palm-kernel oil. Unlike the other major oils (soya, rapeseed, and sunflower), palm is a permanent tree crop, and this is one of the reasons behind it being the most productive of the major oils based on land use. On average, around the world, palms can produce approximately three tonnes of crude palm oil per mature hectare of land cultivated. Whilst Indonesian yields were down slightly in 2024 (discussed further below), because of the efficient operation of its high-quality estates and mills, the Group was able to produce approximately five tonnes of CPO from each mature hectare.

During 2024, Indonesian palm producers, particularly across Sumatra and Kalimantan, felt the effects of a period of dry weather which occurred in the second half of 2023 (and the Group was not immune to this — see the 'crop' section on page 16 for further details). This resulted in some stress to oil-palm plantings at the time of the dry weather, but this had the delayed effect of restricting the weight of ffb harvested in 2024 and, in some cases, it also disrupted the natural sequence of palm pollination. There was some evidence of this in the first half of the year but, partly because of the delayed effect and partly because of the normal seasonality tending to favour the second half of the year, the countrywide impact was more acute in the second half.

Based on latest estimates, overall CPO production in Indonesia was down by 6% in 2024 to 45.5 million tonnes, and global production was down by 3% to 79.3 million tonnes. Despite this, palm-oil consumption continued to increase, keeping prices firm. Prices increased notably in the second half of the year as the production shortage became more apparent. Also supporting prices was an increase in consumption in Indonesia itself, partly due to an increase in the amount used in local biodiesel, further restricting the amount available in export markets.

PALM-KERNEL OIL

The Group's mills produce two main products, crude palm oil and palm kernels ("PK"), in a ratio of approximately five tonnes of CPO for every tonne of PK. The Group does not produce its own palm-kernel oil ("PKO"), rather it sells its PK to outside crushing facilities. However, inevitably, the price the Group receives for its PK is connected to the wider PKO market.

At the start of 2024, the PKO market was characterised by high inventories and low prices, reflecting relatively weak demand in the previous 12 months, predominantly in the food and oleochemical sectors. As the year progressed, production levels for PKO inevitably reflected a similar pattern to those for CPO, given that they are complementary products from the same source. With restricted production, falling inventory levels, and some increases in demand, particularly in domestic markets, prices increased, once again most noticeably in the second half of the year. By the end of 2024, the price of PKO, and by extension the price available to the Group for its PK output, was approximately double the price prevailing at the start of the year.

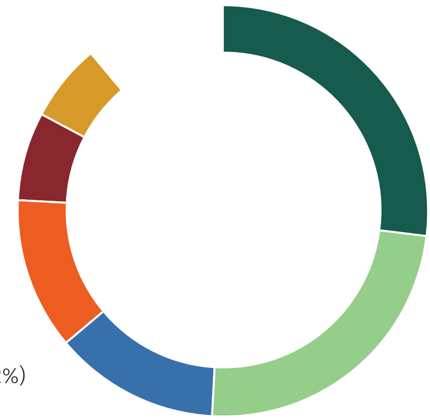
MAIN PRODUCERS OF PALM OIL 2024

57% Indonesia
24% Malaysia

Main producing countries
Remaining 19% consists of Thailand (4%), Colombia (2%), Nigeria (2%), other countries (11%)

MAIN CONSUMERS OF PALM OIL 2024

27% Indonesia
24% Other Asia
13% Africa
12% India
7% China
6% EU



Main consuming countries
Remaining 11% consists of Americas (9%), other countries (2%)

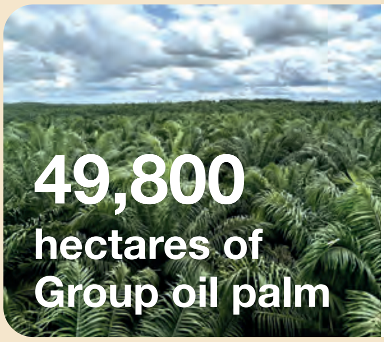
Source: Oil World 2024 data

CRUDE-PALM-OIL PRICE

The Group's business model

The Group is committed to the responsible management of both its own areas of Indonesian oil palm, and those managed on behalf of associated scheme smallholders. The Group's employees are dedicated to continual improvement and are supported by ongoing investment enabled by many years of sound financial management. As a result, the Group is able to deliver increasing amounts of sustainable production on a cost-effective basis, leading to progressive shareholder returns.

Our main resources



Plantation land

The Group's plantation land is used to grow oil palms and harvest their fresh fruit bunches.

Community relationships

The Group engages with the local communities living on and near its operations and manages smallholder schemes to the same high standard as Group areas.

People

The Group's employees are fundamental to its success, and the Group is committed to their welfare, training and development.

Stable funding

The Group has a robust balance sheet with net funds of US$46 million and a market capitalisation of more than US$640* million.

Outcomes

Robust production
372,200
tonnes of CPO

Sustainable production
69%
certified sustainable CPO

Cost efficiency
US$410
per tonne own palm product

Improving returns
52.5p
normal dividend for 2024

* Based on a share price of 991.66p on 31 December 2024.

Strategy pillars

M.P. Evans is a responsible producer of sustainable Indonesian palm oil, striving for excellence in all its operations, with a focus on continuing growth and offering an increasing yield.

Responsibility

Acting responsibly is at the heart of what we do and who we are. We are active members of the RSPO, we do not deforest, and are good stewards of the land we cultivate. We provide high-quality housing along with medical, educational and leisure facilities for our workers and their families.

Housing at Bumi Mas

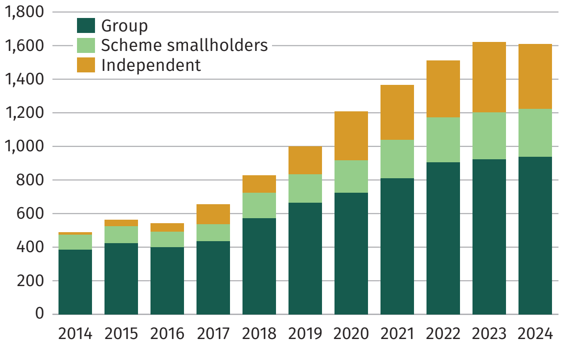
Excellence

Excellence comes from investing for the long term. Our investment is not only in plantation assets but also in our employees, their diversity and inclusion, and in their training and development. In this way, we are consistently able to deliver both high yields and high oil-extraction rates from our estates and mills.

Staff training

Growth

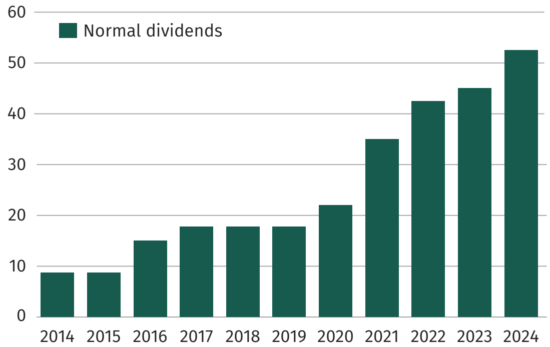
GROWTH IN CROPS PROCESSED ('000 TONNES)



We seek to grow and develop the business. Growth continues to come from the increasing maturity of the Group's young estates, from the ongoing focus on improving yields, and from the acquisition and sustainable development of new areas of land.

Yield

GROWTH IN DIVIDENDS (PENCE)



The Group's investment strategy has already led to a significant improvement in shareholder returns. In line with its growth programme, the Group aims to deliver increasing returns to shareholders.

Strategic report

The Group's purpose and strategy is to be a responsible producer of certified sustainable Indonesian palm oil. During the year, it maintained steady expansion of its Indonesian palm-oil areas in a sustainable and cost-effective manner.

STRATEGY

In 2024, the Group was able to continue deploying and developing its strategy of being a producer of certified sustainable Indonesian palm oil. Following a period of extensive capital investment, the Group had, for the first time in 2024, six palm-oil mills in operation for the whole year. More specifically, all six mills were able to produce certified sustainable crude palm oil ("CPO") throughout the year and, as a result, the proportion of the Group's production qualifying as sustainable oil increased from 62% in 2023 to 69% in 2024. The Group's strategy, which will bring financial gains along with other benefits, is to continue increasing this proportion. The Group expects to be able to achieve this in three separate ways: firstly, by increasing the efficient operation of its existing planted areas; secondly, by adding further planted hectarage within the estates it already owns and operates; and, thirdly, by acquiring additional planted hectarage close to the Group's existing milling facilities.

In furtherance of the Group's strategy, the Group continued to plant new areas during 2024, most significantly at its Musi Rawas project in South Sumatra where a further 500 hectares were planted, bringing the total planted hectarage for the Group and its associated scheme smallholders to 10,800 hectares there. The Group expects to surpass the updated 11,000-hectare target in early 2025 and to continue planting thereafter. Every additional hectare planted will, in due course, provide additional valuable crop to the Group's on-site mill, increasing the amount of sustainable output, reducing reliance on outside suppliers, and be margin enhancing.

As indicated in previous reports, the Group's recently acquired properties at Kota Bangun will, over time, make a significant crop contribution to the Group's two mills there. Even more encouragingly, after careful analysis, working with the Group's environmental consultants, management have identified some further areas suitable for planting within these properties, and a planting programme began just before the end of 2024. Whilst there was only a small amount completed before the end of the year, management have set a target to achieve in excess of 1,000 hectares of new planting there before the end of 2025.

The smallholder plantings which form part of the areas managed and harvested by the Group remain an integral part of the Group's activities, and the Group is committed to working in close partnership with all the smallholder co-operatives at each of its estates. The Group purchases crop from the smallholders at a fair price, and the Group and its associated smallholders succeed and thrive together. The newest smallholder areas are connected to the Group's estates in North Sumatra and Aceh and, over recent years, approximately 1,600 hectares have been established, with over 250 hectares planted during 2024. The Group provides initial funding to ensure that planting can be done efficiently and without creating a financial burden for the smallholder.

The Group's sustainability team has worked on a number of new initiatives during 2024 and, thanks to the successful adoption of a large area of mangrove forest for conservation, adjacent to the Group's Bumi Mas estate, the Group has been able to achieve its target of having conservation areas representing at least 10% of its planted hectarage. The Group's sustainability team is, with the support of estate management, responsible for the management and monitoring of 8,000 hectares specifically set aside for conservation within the Group's estates.

At the end of 2024, the planted area of the Group's majority-owned Indonesian estates had increased to 49,800 hectares (2023 — 49,600 hectares) and the area managed on behalf of scheme smallholders had increased to 16,200 hectares (2023 — 15,900 hectares). The Group has, for many years, had minority partners in Indonesia who have owned a part of the Group's planted land. In 2024, the Group reached an agreement to buy out one of those minority partners, Praba Madhavan, who owned a 5% interest in the majority of the Group's plantations. Following that transaction, there is only one remaining minority partner, Karli Boenjamin, in Indonesia, owning a 10% interest in the Bangka estate. As a result, Group shareholders increased their interest by approximately 1,700 hectares and now own 100% of almost all the Indonesian operations. Furthermore, by acquiring a majority stake at a minority price, the minority acquisition in 2024 was value enhancing for shareholders in 2024, and will be in the future.

‘SECTION 172’ STATEMENT: IMPLEMENTING THE STRATEGY

The board understands that, in meeting its obligation under section 172 of the Companies Act 2016 to promote the success of the Company for the benefit of its members, it must also have regard to wider considerations, including the likely consequences of any decisions in the long term, on the community, the environment and the Group’s reputation. It must consider the interests of stakeholders, and it must act fairly between members of the Company. Each member of the board is aware of their individual obligations under section 172, and the need to apply the broader considerations referred to in section 172 to their decision making. Where appropriate, board discussions are framed by a reminder of the section 172 considerations. This was the case, for example, when the board conducted its strategy review day in June 2024.

The board reviews at least annually which organisations or individuals it considers to have a reasonable expectation of being significantly affected by, or of affecting, the activities of the Group, including assessing the best means of engaging with those stakeholders. The Group’s current stakeholders are shown overleaf, and further details on how the Group engages with them are shown on the Group’s website. The regular review of this list ensures that board members are mindful of different stakeholders and, where appropriate, engage with them as part of the decision-making process.

During the year, the directors considered possible opportunities to increase the Group’s planted hectarage, in line with strategic objectives. As a producer of sustainable palm oil operating in Indonesia, the directors are well aware of the concerns expressed by various stakeholder groups, including shareholders, regarding the impact of land use for palm cultivation on the environment and local communities. Any new land under consideration is thoroughly reviewed to ensure that it meets, or can be rehabilitated to meet, the requirements set out by the RSPO, which has developed standards for certifying palm-oil production as sustainable, based on adherence to strict environmental, social and governance (“ESG”) criteria. The review process for potential new areas includes checking that local communities around them have been properly compensated where applicable, and that there are no grievances which cannot be resolved.

Board members are aware that the Group has invested in, and has earned itself a strong reputation for, being a sustainable producer of palm oil in an industry which, rightly, comes under scrutiny. The discussions and decisions of the board are infused with the ethos of integrity, a desire to preserve the Group’s reputation as a sustainable operator, good employer and trusted business partner, and with a forward-looking approach to making decisions which are designed to generate long-term value for shareholders.

In addition to increasing the Group’s hectarage with new land, the directors had the opportunity effectively to increase its hectarage through both its share-buyback programme and the purchase of the majority of the minority-held shares in its Indonesian subsidiaries. In considering this allocation of capital, the board was mindful of optimising value for the Company’s shareholders, without compromising other stakeholder interests. This capital allocation does not come at the expense of initiatives taken by the Group to mitigate the effects of climate change and concerns about the loss of biodiversity. The Group has begun investing in a biodiversity project on its Bangka estate, and a mangrove conservation project at its Bumi Mas estate in East Kalimantan.

Due to the anticipated implementation of the EU deforestation regulations (“EUDR”), which will require the supply chains of products sold in the European Union to be free of deforestation, the Group’s teams in Indonesia have been engaging with the Group’s customers to better understand how the Group can meet the traceability requirements which will become mandatory in January 2026. The board is kept informed of stakeholder responses to the regulations and uses these insights to inform strategic planning.

NON-FINANCIAL AND SUSTAINABILITY INFORMATION

The Group has provided non-financial and sustainability information and climate-related financial disclosures within the sustainability section on pages 32 to 39, which is included as part of the strategic report by reference.

STAKEHOLDERS

During their most recent review, the board identified ten separate groups of stakeholders whose interests should be considered. They were:

(i) investors in M.P. Evans Group PLC,

(ii) employees of the Company and its subsidiaries,

(iii) the Group's associated scheme smallholders,

(iv) local communities on and around the Group's operational locations,

(v) co-investors in the Group's Indonesian activities,

(vi) certain key suppliers to the Group,

(vii) certain key customers of the Group,

(viii) European plantation companies with operations similar to those of the Group,

(ix) government and regulatory bodies relevant to the Group, and

(x) industry certification bodies including the RSPO.

The corporate governance section of this report on pages 45 to 53 includes examples of the way the board engages with stakeholders.

Results & financial position

REVENUE AND GROSS PROFIT

The Group's revenue in 2024 was US$352.8 million, up by 15% on the US$307.4 million in 2023. The total crop processed, and production levels, were very similar to the previous year and, hence, the primary reason for the increase in revenue was the higher prices achieved in the year. The Group's average mill-gate price for CPO was US$823 per tonne in the year, 13% higher than the US$729 per tonne in 2023. Revenue was given a further boost by the rebound in palm kernel ("PK") prices, with average pricing up to US$525 per tonne, 48% higher than the US$354 per tonne in 2023.

The Group continued to keep tight control over its costs in 2024, and the primary measure was its cost per tonne of production, being the cost associated with each tonne of 'palm product' (both CPO and PK). The cost per tonne is determined on a fully absorbed basis, recognising the direct costs associated with the estate and mill operations, but also accounting for all estate and mill overheads, all central costs allocated from the Jakarta office as well as an allocation of the UK head office costs. Whilst the Group continued to feel inflationary effects in some of its cost centres, there was evidence of unit cost reductions in fertiliser inputs from their high point in late 2022 and early 2023. Overall, cost per tonne for crop harvested from the Group's own areas was US$410 in 2024, 4% down on the US$427 per tonne in 2023.

Cost per tonne when allowing for the purchase of crop from both scheme smallholders and independent suppliers is inevitably higher, partly a factor of the purchase cost itself and, in the case of independent supplies, partly the quality of the crop itself. Additionally, purchase prices increase when CPO prices are higher, as was the case in 2024. As a result, the total cost per tonne, allowing for all crop sources, was US$519 (2023 — US$498).

With six mills in operation throughout the year, the Group made the substantial majority of its profit from processing the crop it harvested from its own areas and from its associated scheme smallholders in its own mills, and selling its own CPO and PK. Whilst selling ffb for processing in outside mills, and purchasing independent ffb for processing in Group mills, are both remunerative activities, the margins are not as attractive. The Group's focus is on continuing to increase the proportion of its revenues and profits generated by milling crop harvested in areas managed to the Group's own high standards.

Taking the above activities into account, with the benefit of the CPO price increase being the most significant change in the year, the Group's gross profit increased in the year by 49% to US$116.6 million (2023 — US$78.5 million).

CPO EMG sale price
US$823 per tonne
2023 US$729 per tonne

Palm-kernel EMG sale price
US$525 per tonne
2023 US$354 per tonne

Revenue
US$352.8 million
2023 US$307.4m

Gross profit
US$116.6 million
2023 US$78.5m

ADMINISTRATIVE EXPENSES AND OTHER INCOME

The administrative charges incurred by the Group increased by US$0.5 million, from US$5.4 million in 2023 to US$5.9 million in 2024. The underlying costs were similar in each year, but the Group took the strategic decision to write off certain assets, including some areas for accelerated replanting, resulting in an additional income-statement charge. Whilst the Group benefited during the year from a weakening Indonesian Rupiah in transactional terms (as discussed in the costs section on page 21), the translational effect was small due to the structure of the Group's balance sheet. The Group recorded a gain on biological asset valuations of US$1.8 million (2023 — US$0.6 million), based on a combination of higher prices along with stronger cropping levels in the early part of 2025 (which are indicative of biological formation at the end of 2024). Finally, the Group continues to benefit from an increasing amount of 'other income', up to US$3.2 million (2023 — US$2.9 million), arising from the sale of ancillary products from the milling process, including shells and the Group's surplus renewable electricity generated in its biogas facilities.

NET FINANCE COSTS

The Group took on new loans of US$22.5 million towards the end of 2023 as part of the acquisition of additional hectarage in East Kalimantan. Despite this, thanks to the continued repayment of its previously held loans, due for full repayment by mid-2025, the Group's total finance costs continued to fall, from US$3.8 million in 2023 to US$3.4 million in 2024.

TAXATION

The total tax charge for 2024 was US$25.2 million (2023 — US$18.8 million), an inevitable rise following the significant increase in the Group's profitability. However, the Group's effective tax rate has decreased in the year, and a reconciliation of the tax charge is included in note 9 to the accounts. The Group continues to pay a substantial amount of corporation and other taxes in Indonesia, its primary operating location, and remains committed to fulfilling its tax obligations.

ASSOCIATED COMPANIES

The Group's Indonesian oil-palm associate, PT Kerasaan, 38% owned, contributed US$1.4 million (2023 — US$1.1 million) to Group profit in the year, and the Group received dividends of US$1.9 million (2023 — US$2.5 million). The Group's Malaysian associate, Bertam Properties Sdn Bhd, 40% owned, contributed US$1.0 million (2023 — US$1.3 million) to Group profit in the year, and the Group received dividends of US$0.5 million (2023 — US$1.1 million).

PROFIT FOR THE YEAR

As a result of the above, the Group's retained profit for the year was US$90.6 million (2023 — US$56.4 million). Following the acquisition from the Group's minority partner during the year, a higher proportion of profit is allocated to Group shareholders. 97% of the Group's retained profit (2023 — 93%) has been allocated to owners of M.P. Evans Group PLC in 2024, and this proportion is expected to increase again in 2025 as the impact of the minority purchase is applied throughout the year.

NET ASSETS AND BORROWING

The Group's net assets had increased by the end of the year to US$533.5 million (2023 — US$505.1 million). Current assets exceeded current liabilities by US$77.4 million (2023 — US$45.2 million). The Group had continued to generate significant amounts of cash during 2024, as a result of which, by the end of the year, the Group had net funds of US$46.4 million (2023 net debt of US$14.8 million) and therefore no net gearing (2023 — 3%). Gross gearing was 6% (2023 — 10%).

Operations: Indonesian palm oil

CROPS

The Group seeks to maximise the profitable utilisation of all its six palm-oil mills. To do this, it obtains crop from three distinct sources. Firstly, it owns and manages almost 50,000 hectares of planted oil palms in Indonesia, the majority of which are in Sumatra and East Kalimantan. Yields from these areas are maximised by the dedicated and experienced estate management resident on each estate. Secondly, those teams are also responsible for a further area of just over 16,000 hectares of oil palm, managed by the Group, but owned by scheme smallholders associated with the Group's operations. Managing these additional areas to the same high standards as those owned directly by the Group provides a valuable secondary source of crop. Finally, the Group purchases additional crop for processing in its mills from independent suppliers, where and when crop of suitable quality and price is available, with the objective of maximising mill utilisation.

The total crop processed by the Group in 2024 was 1,608,900 tonnes, down by 1% on the 1,622,900 tonnes in 2023. This reflected an increase in crop harvested from areas managed by the Group, but this was more than offset by a decrease in purchases from independent suppliers.

Like producers across all of Indonesia, the Group's crop was adversely affected in 2024 by a period of particularly dry weather towards the end of 2023. Despite this, the total harvest from the Group's own estates increased by 2% to 937,000 tonnes (2023 — 922,900 tonnes). The Group benefited from the crop harvested at the areas acquired over the course of 2023 at Kota Bangun and Simpang Kiri, which between them contributed a total of 57,100 tonnes. Without the crop from recent acquisitions, there would have been a decrease in crop from the Group's own estates of 3%. The same pattern can be seen in crop harvested from areas owned by associated scheme smallholders, which increased by 3% to 285,900 tonnes (2023 — 278,500 tonnes) but, without additional crop from the newer areas, would have been down by 1%.

The Group expects to see the long-term trend of crop increases from the Group's managed areas continue into 2025 and beyond for several reasons. The estate management teams have been working on projects to rehabilitate and improve the planting quality of the areas acquired in 2023. It was well understood, and reflected in the price paid on purchase, that upon acquisition those areas would need some careful management, and in certain cases, some replanting before they would achieve similar yields to the rest of the Group. Work has continued throughout 2024 and progress has been made, but the rewards for the investments made will start to be fully realised in subsequent years. The Group is moving away from the adverse climatic effects of late 2023, and should see a recovery in yields as a result. New planting and replanting is taking place, as discussed in more detail in the planting section on page 22.

The total amount of independent crop purchased for processing in Group mills in 2024 was 386,000 tonnes (2023 — 421,500 tonnes). Following a substantial 24% increase in independent purchasing in the previous year, the Group took a more measured approach to buying in crop from outside suppliers in 2024. Whilst management is keen to fill up spare capacity wherever possible, both the quality and the cost of crop being offered for sale are important factors, and the Group strives to ensure that mill capacity is being used profitably. During a year in which crop levels have been down for many operators, a lower amount of independent crop was in higher demand, and the Group made judicious and prudent decisions, when appropriate, to maintain margins.

As part of the Group's commitment to maximising mill utilisation with its own harvest, the crop from the ABK estate, purchased during 2023, has been processed in the Rahayu mill at Kota Bangun since acquisition. The Nusantara estate was purchased at the same time, but initially, being slightly further away from Kota Bangun, its crop was sent to an independent third-party mill for processing. During 2024, management successfully established a supply route from Nusantara to Kota Bangun, supporting the commitment to process the Group's harvest in Group mills, and its crop is now also being processed at Rahayu mill. As a result, for management and reporting purposes, like ABK, Nusantara is being treated as part of the Kota Bangun property.

At the enlarged Kota Bangun property, Group crops increased by 14%, with a corresponding increase of 5% in crops from the Group's scheme smallholders, with the total harvest reaching almost 390,000 tonnes. This estate benefited the most from the inclusion of the areas acquired towards the end of 2023, and this will continue to be the case for several years to come as the Group works to bring the significant acquired area, more than 8,000 planted hectares and increasing as more hectares are planted, up to the same standard as the rest of Kota Bangun.

At Bangka, the total harvest was marginally down on the previous year, as management worked hard to deal with a combination of climatic and agronomic issues. Given the time and effort put in by field assistants, managers and the senior supervisory team, there are encouraging signs of a higher crop there in recent months.

The Group-owned estates close to the Pangkatan mill have the highest average age, and go through a programme of routine replanting, with more planned in the coming years. As a result of their mature age, and the experienced staff and workforce in North Sumatra, they also achieved some of the highest yields in the Group, delivering over 26 tonnes per mature hectare, albeit lower than that produced in the previous year predominantly as a result of the dry weather conditions. By contrast, the associated scheme smallholders close to the Pangkatan mill have some of the youngest plantings under Group management, the majority still immature, and the crop from these areas is expected to increase significantly in the coming years.

The total harvest from the areas managed by the Group at Bumi Mas in 2024 was 174,000 tonnes, lower than the previous year by 12,100 tonnes and a little behind Group expectations. Management has worked on a number of specific issues on the estate during the year and anticipate a higher crop in the next full year.

The yield at Musi Rawas continues to increase as the estate continues to grow. More areas came into production during the year, and by the end of 2024 the estate had over 8,000 mature hectares. As the estate continues to grow and develop, so additional areas will come into maturity, and the yield from young areas will continue to increase, boding well for further crop increases from this estate.

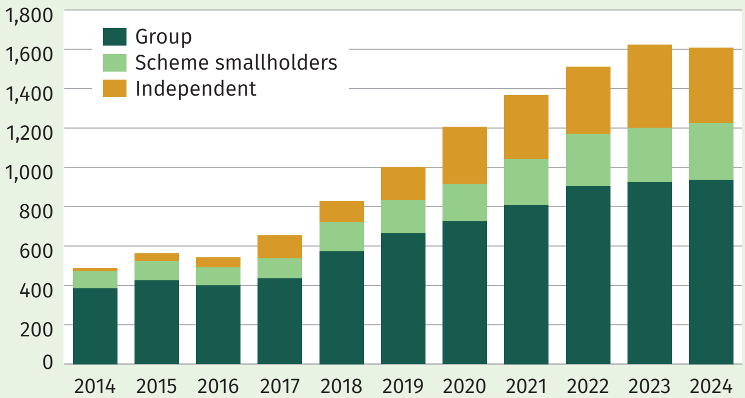
Simpang Kiri saw an increase in crop in 2024, aided by the areas purchased in 2023. However, a significant part of the purchased area has been replanted and, as a result, along with the recently developed smallholder areas close to the estate, over one quarter of the managed area is currently immature. Like Musi Rawas, this

CROPS

	2024 Tonnes	Increase/ (decrease) %	2023 Tonnes
Own crops			
Kota Bangun	284,000	14	249,900
Bangka	137,400	(1)	138,200
Pangkatan group	168,600	(9)	185,000
Bumi Mas	144,800	(7)	156,400
Musi Rawas	136,100	6	128,900
Simpang Kiri	66,100	2	64,500
	937,000	**2**	**922,900**
Scheme-smallholder crops			
Kota Bangun	105,500	5	100,500
Bangka	81,400	(4)	85,200
Pangkatan group	5,200	100	2,600
Bumi Mas	29,200	(2)	29,700
Musi Rawas	64,000	6	60,200
Simpang Kiri	600	100	300
	285,900	**3**	**278,500**
Independent crops purchased			
Kota Bangun	144,200	9	132,000
Bangka	91,400	(16)	108,600
Pangkatan group	37,200	(29)	52,600
Bumi Mas	39,800	(33)	59,500
Musi Rawas	73,400	7	68,800
	386,000	**(8)**	**421,500**
TOTAL CROP	**1,608,900**	**(1)**	**1,622,900**

CROP HISTORY

tonnes ('000)



demonstrates the long-term investment that has been made, and is promising for further crop growth in future years at Simpang Kiri.

PRODUCTION

The Group had six mills in operation throughout 2024. The Kota Bangun project has two mills, Bumi Permai and Rahayu. There is a single mill at each of the Bangka, Pangkatan, Bumi Mas and Musi Rawas estates. The only location without a mill is the Group's smallest estate at Simpang Kiri. The total amount of CPO produced from the crop processed by the Group in 2024 was 372,200 tonnes (2023 — 378,500 tonnes), of which 356,200 tonnes (2023 — 362,100 tonnes), representing 96% (2023 — 96%) of the total was produced in Group mills.

During 2024, the Group sold crop from its Simpang Kiri estate to a third-party mill for processing. This was also the case during the year for some of the crop from the Group's recently acquired Nusantara estate at Kota Bangun, although the majority was successfully transported to the Rahayu mill. When crop is sold to an outside mill, a price is agreed based on the CPO price and an assumed extraction rate, as shown in the production table on page 20. Because of the high quality of its own crop, the Group has been able to secure a relatively high assumed extraction rate as an outside crop supplier from its Simpang Kiri estate. To be consistent with the substantial majority of the Group's other locations and production, the CPO and PK produced from supplying to outside mills are included as part of the Group total, but subtotalled separately in the production table.

Mill management continued to work on maximising oil-extraction rates during 2024 following the very high average of 23.4% achieved in the previous year, working in partnership with agronomic management at each estate. In some cases, the climatic factors already discussed made maintaining the previously achieved rates particularly challenging in 2024, but the 23.2% average achieved in 2024 was a commendable result. The increase in the oil-extraction rate at the Rahayu mill was particularly encouraging following the increase in crop sent to it from the ABK and Nusantara estates purchased in 2023. Estate and mill teams are continuing to work together on a location-by-location basis to look for further improvements in 2025 and beyond.

Group mills also produced 78,000 tonnes (2023 — 77,300 tonnes) of PK during the year, and the average extraction rate in those mills increased to 5.1% (2023 — 5.0%), an important result given the significant increase in PK prices over the course of 2024. Combined with production in outside mills, the total kernel production from the crop processed by the Group increased to 81,300 tonnes (2023 — 80,600 tonnes).

The Group produces a number of important and valuable ancillary products in addition to CPO and PK in its mills. As part of the production process, the fibrous material within each ffb is separated out, and the shell is collected separately from the palm kernel. Both have high calorific values and the fibre, along with some shells, are used to fuel the boilers in the Group's mills and bulking stations. Excess shells are sold, generating valuable additional income. Once the oil-bearing fruitlets have been separated in a sterilising process, empty fruit bunches are sent to our composting facilities to be converted into organic compost which is applied back to the estates, improving soil quality and reducing the need for, and cost of, inorganic fertiliser. Waste water from the sterilising process is sent to covered ponds where the methane emitted is collected, significantly reducing greenhouse gas emissions. This is treated and processed in biogas engines to generate renewable energy. Over the course

20 years of milling

The Group opened its first palm-oil mill at the Pangkatan estate in late 2004, and celebrated its 20th anniversary of being a producer of CPO and PK with a special event held at Pangkatan in December to mark this momentous occasion (see photos on inside back cover). Joining in the festivities along with senior management were members of the estate and mill teams, their families and participants from the local community. As the only mill in the Group, Pangkatan produced 21,000 tonnes of CPO in its first full year of production, only 6% of the production from the Group's now six mills in 2024.

of 2024, the Group generated 38 million kWh at its five renewable energy facilities, selling a little more than half of the energy produced into the local electricity grid to generate additional income, and using the remainder to power the Group's own operations, including estate housing. The Group's engineering team have estimated that, by using internally generated renewable electricity, the Group has saved approximately US$3.0 million (2023 — US$3.2 million) compared to other sources of energy, in addition to the environmental benefits.

The Group has continued to purchase crop from outside suppliers during 2024, a total of 386,000 tonnes (2023 - 421,500 tonnes), albeit making up a smaller proportion of the total crop processed in the year, at 24% (2023 — 26%). This reflected the quality and availability of independent crop for processing in some locations during the year, but is consistent with the Group's stated goal of decreasing its reliance on crop from areas not managed by the Group. Management expects this trend to continue as crops from Group-managed areas continue to increase, particularly as agronomic improvements are made to recently acquired areas and younger plantings reach full maturity.

The production of certified sustainable output is a core part of the Group's strategy, and throughout the year all six of the Group's mills have been certified to sell sustainable CPO in accordance with the requirements of the International Sustainability and Carbon Certification ("ISCC") scheme, enabling it to receive additional sustainability income at all locations. In addition, as a member of the Roundtable on Sustainable Palm Oil ("RSPO"), the Group is committed to obtaining RSPO accreditation for all six of its mills. By the end of 2024, five mills had received accreditation, with the Musi Rawas mill being certified in the early part of the year. The RSPO audit took place at the Bumi Mas mill in the latter part of 2024, and the Group aims to complete the accreditation process during 2025. In addition, the Group took the decision in 2024 to process only crop from Group-managed areas at its Bumi Permai mill at Kota Bangun and, as a result, that mill has been certified to process 'identity preserved' CPO by the RSPO. This may, in due course, lead to increased sustainability premia being available at that location. The Group is also committed to compliance with the upcoming EUDR which are due to be implemented from the start of 2026. The Group is satisfied that the areas it manages will be in compliance, and is already working with a key customer in advance of the implementation of the new standards.

MILL-GATE PRICE

The Group's primary products, CPO and PK, are both agricultural commodities and, as such, the prices that the Group can achieve for its output can vary significantly over time depending on underlying commodity prices. Whilst the Group enters into supply agreements with some of its key refining customers it has not, as a matter of long-term policy, sought to fix prices forward, on the basis that, unlike other vegetable oils, palm is a permanent and continually producing tree crop and, therefore, the Group is a routine and regular market participant.

Some of the market forces relevant to the year are discussed in the market information section on pages 8 to 9 and, during the course of 2024, the cif Rotterdam price ranged between US$925 and US$1,390 per tonne, with an average of US$1,084 per tonne, US$120 or 12% higher than the US$964 per tonne average in 2023.

The Group does not receive the full benefit of cif Rotterdam pricing for its output, as it sells both its CPO and its PK ex-mill gate. The Group's CPO is sent to Indonesian refiners for onward processing, and its kernels for crushing into palm-kernel oil. The Indonesian government charges taxes and levies for the export of palm oil and related products. As the Group sells its output to domestic customers within Indonesia, it is not responsible for paying these amounts, but they are reflected in the prices achieved by the Group, along with other, smaller, adjustments for freight, insurance and processing costs. The Indonesian taxes and levies are charged based on a sliding scale which reflects the underlying CPO price and, as a result, the mill-gate price achieved by the Group in the year moved approximately in line with the movement in cif Rotterdam prices, increasing by 13% to US$823 per tonne (2023 — US$729 per tonne).

After a relatively weak year in 2023, palm-kernel pricing picked up in 2024, particularly in the second half of the year, and by the end of the year the average price had recovered to US$525 per tonne, 48% higher than the US$354 in 2023, and by the end of the year some sales were being made at approximately US$700 per tonne. Whilst income from palm kernels only accounts for less than 15% of Group revenue, the increase in price provides a welcome boost to sales.

The Group remains focused on selling its output as certified sustainable production, and both its CPO and PK are sold as either RSPO or ISCC certified whenever possible, subject to demand and maximising sustainability premia.

PRODUCTION AND EXTRACTION RATES: Group and third-party mills

	Crude palm oil			Palm kernels		
	2024	Increase/ (decrease)	2023	2024	Increase/ (decrease)	2023
PRODUCTION	**Tonnes**	**%**	**Tonnes**	**Tonnes**	**%**	**Tonnes**
Group mills						
Kota Bangun	123,500	10	112,000	27,200	12	24,200
Bangka	70,200	(9)	76,800	17,800	(6)	19,000
Pangkatan group	47,200	(13)	54,500	10,900	(12)	12,400
Bumi Mas	51,300	(12)	58,600	9,600	(7)	10,300
Musi Rawas	64,000	6	60,200	12,500	10	11,400
	356,200	**(2)**	**362,100**	**78,000**	**1**	**77,300**
Third-party mills[1]						
Kota Bangun	1,000	400	200	300	—	—
Musi Rawas	—	—	1,600	—	—	400
Simpang Kiri	15,000	3	14,600	3,000	3	2,900
	16,000	**(2)**	**16,400**	**3,300**	**—**	**3,300**
	372,200	**(2)**	**378,500**	**81,300**	**1**	**80,600**
EXTRACTION RATES	**%**	**%**	**%**	**%**	**%**	**%**
Group mills						
Kota Bangun — Bumi Permai	24.3	—	24.4	5.6	2	5.5
Kota Bangun — Rahayu	22.1	4	21.3	4.5	5	4.3
Bangka	22.6	(2)	23.1	5.7	—	5.7
Pangkatan group	22.4	(1)	22.7	5.2	—	5.2
Bumi Mas	24.0	—	23.9	4.5	7	4.2
Musi Rawas	23.4	(3)	24.1	4.6	2	4.5
	23.2	**(1)**	**23.4**	**5.1**	**2**	**5.0**
Third-party mills[1]						
Kota Bangun	18.3	(9)	20.0	4.9	9	4.5
Musi Rawas	—	—	20.5	—	—	4.7
Simpang Kiri	22.5	—	22.5	4.4	(2)	4.5

1. The Group sells some crop to outside mills for processing, with a selling price based on the CPO market and an assumed rate of extraction. However, to be consistent with other locations, CPO and PK produced from these estates' crops are reported as part of the Group total, but subtotalled separately above.

As referred to above, the proportion of the Group's CPO qualifying as certified sustainable increased in the year from 62% to 69%. However, despite this increase, somewhat disappointingly, the total income arising from sustainability premia decreased in the year by 14% to US$5.6 million (2023 — US$6.5 million). Average premia available per tonne in 2024 continued the decrease observed in the latter part of 2023 for both CPO and PK, with the average available for CPO, when sold as sustainable, now at US$10.34 per tonne (2023 — US$14.20) and the average for PK at US$65.93 (2023 — US$90.60). The reductions may reflect some continuing uncertainty in the market as changes are being made in preparation for the EUDR, which had originally been intended for introduction in 2025, but was delayed by 12 months. The Group remains committed to the production of certified sustainable output, and will look for opportunities to increase sustainability income wherever possible.

COSTS

In accordance with its published strategy, the Group strives for excellence in all its operations. This involves significant investment in a high-quality asset base, including plantings, estate infrastructure, mills and ancillary facilities and, just as importantly, a dedicated and well-trained workforce to manage and run those assets, supported by living and working conditions of which the Group can be proud. All of this comes at a significant cost, but by delivering high ffb yields along with industry-leading oil- and kernel-extraction rates, the Group is able to minimise its unit costs.

Management records and monitors unit costs as a cost per tonne of palm product (discussed in more detail in the key performance indicators section on pages 24 to 25). The Group's core strategy is to harvest crop from Group-owned areas and process it in one of its six palm-oil mills. By doing so, costs are minimised and margins maximised. Costs increase when the Group is required to purchase crop for milling, and this occurs in two separate ways. Firstly, the Group purchases crop from the associated scheme smallholders attached to its own estates. Whilst there is a purchase cost, typically reducing margin, the Group can at least be assured of crop quality, having managed and harvested the planted area on behalf of the smallholder. In the second case, the Group purchases crop from outside suppliers, again typically reducing margin due to the purchase cost, but in this case the Group suffers a further margin reduction due to the poorer quality of the ffb supplied by independent producers resulting in lower extraction rates.

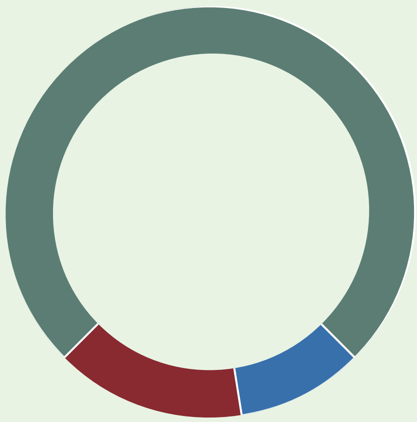
The cost per tonne from Group-managed areas reduced during the year, particularly during the second half as production increased on higher crops, and lower amounts of fertiliser were applied. By the end of the year, the cost per tonne had reduced by 4% to US$410 (2023 — US$427). The largest part of the Group's cost base is people-related costs, and the Group successfully managed those in 2024, in part benefiting from a weakening Indonesian Rupiah during the year. The main reason for the reduction in cost per tonne was a continuing reduction in fertiliser costs from their high point in late 2022 and early 2023, and the Group benefited from this by more than US$20 per tonne of production.

The Group's cost of production is on a fully absorbed basis, including all estate and mill overheads, along with the costs of its central office in Jakarta distributed into production plus an allocation of UK head office costs.

Following a period of substantial investment in estates and mills, the cost per tonne also includes a significant depreciation charge which accounted for just over 20% of the total. As depreciation for 2024 was, for the first time in many years, in excess of capital expenditure, the Group continued to be ever more cash generative.

The total Group cost per tonne, after allowing for crop that came from the Group's own areas and the crop that the Group purchased for processing, was US$519, 4% higher than the US$498 in the previous year. Whilst the Group enjoyed a reduction in its unit costs from Group-owned areas, the costs associated with purchased crop increased. Predominantly, this was due to increased CPO prices in the year and the linkage between the CPO market and the prices required to purchase crop, either from the Group's associated scheme smallholders, or from independent suppliers. Combined with this, the Group experienced challenges in several locations during the year in securing independent crop of acceptable quality which, inevitably, pushed up unit costs at times. Mill management worked vigilantly to monitor supplies to minimise the effect of this, whilst trying to balance cost and mill utilisation.

COMPONENTS OF COST PER TONNE (PERCENT)



75% Field

Labour	33%
Fertiliser	12%
Depreciation	16%
Other	14%

15% Other

Head office	7%
Other	8%

10% Mill

Labour	3%
Depreciation	5%
Other	2%

PLANTING

Alongside its ambition to expand by purchasing further planted hectarage close to its existing estates, the Group continued to grow by planting additional areas, in a sustainable manner, in its existing properties, to ensure that yields can be maximised and that the Group is doing all it can to supply Group-harvested crop into its own milling facilities. In all cases, agreed land compensation was paid to members of the local community before any planting took place, based on the principles of free, prior and informed consent. Furthermore, planting only took place on environmentally suitable land, monitored by the Group's sustainability team, and in full compliance with the principles set out by the RSPO.

At the Musi Rawas estate in South Sumatra, the Group was able to plant a further 500 hectares during 2024 for itself and for the scheme smallholders, bringing the total planted area to over 10,800 hectares. The Group expects to surpass the revised 11,000-hectare target in 2025, and will continue planting thereafter.

As previously reported, when the Group acquired an additional 2,100 hectares at Simpang Kiri in 2023, it was based upon the expectation of replanting approximately half the acquired area to support the estate's long-term crop growth. By the end of 2023, the Group had replanted approximately 1,000 hectares. Whilst this replanted area will take time to start yielding and thereafter to reach full maturity, this investment puts the Simpang Kiri estate in a strong position to achieve future growth.

Also in 2023, the Group acquired over 8,000 planted hectares in East Kalimantan which have now become part of the enlarged Kota Bangun project. Since acquisition, management has been working with the Group's environmental consultants to determine whether further planting may be possible in the acquired areas. Towards the end of 2024, several environmentally suitable areas were identified, and a planting programme began just before the end of the year. The Group aims to complete 1,000 hectares of additional planting before the end of 2025.

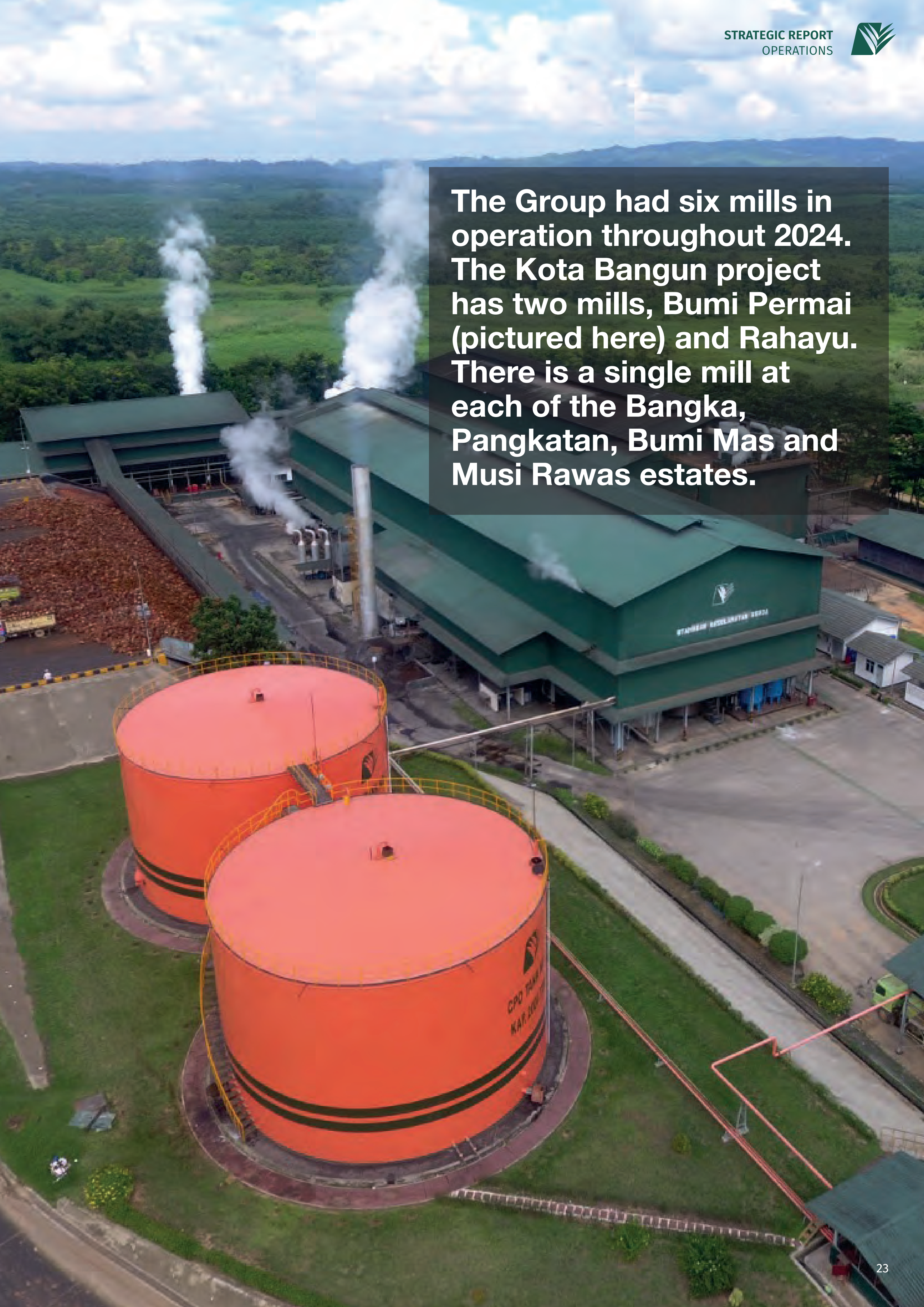
In North Sumatra, routine replanting in the mature plantations around the Pangkatan mill continues, with a further 250 hectares replanted in the year. In addition, in northern Sumatra (both at Pangkatan and Simpang Kiri), the Group has continued to support the formation and planting to oil palm of additional smallholder schemes, with a further 250 hectares planted in the year bringing the total to 1,600 hectares. This, relatively new, project is starting to 'bear fruit' with a total crop of 6,000 tonnes in 2024 and an acceleration in production is expected in the coming years as more areas come into maturity.

ASSOCIATED COMPANY: KERASAAN

The Group continues to have a 38% investment in its associated company, PT Kerasaan Indonesia ("Kerasaan"), which is the owner of a 2,300-hectare oil-palm estate in North Sumatra. During 2024, Kerasaan achieved a total crop of 45,900 tonnes, 5% lower than the 48,200 tonnes in the previous year, but its financial results were boosted by the beneficial price environment when selling its crop for processing. The estate is also continuing to invest for the future, replanting 260 hectares (more than 10% of its productive area) during the year, as well as preparing a further area for replanting in 2025.

Oil-palm seedling nursery at Simpang Kiri

The Group had six mills in operation throughout 2024. The Kota Bangun project has two mills, Bumi Permai (pictured here) and Rahayu. There is a single mill at each of the Bangka, Pangkatan, Bumi Mas and Musi Rawas estates.



Performance evaluation

Group management, including the board, monitors performance in a number of different ways, using different metrics and different forms of analysis. Inevitably, a significant amount of focus is placed upon operational and financial data, but in recent years there has been an increasing acknowledgement of the importance of understanding, formalising, tracking and actively managing information from a broader range of sources. These include, amongst others, data relating to environmental, social and governance matters, health and safety, employee wellbeing and performance, and stakeholder engagement. Some of this information is included in this performance evaluation section, whilst other relevant information is included elsewhere in this report, on the Group's website, and in the other reports (such as those on TCFD and ESG) published separately by the Group.

The Group recognises the primary importance of the amount of planted hectarage under management. Having invested in a significant amount of milling capacity, the Group's strategy is to reduce its reliance on purchasing crop from outside suppliers to maximise the use of those mills, and to continue increasing the proportion by which they can be filled from the areas harvested by the Group. To that end, the Group continued to plant new areas during the year, and the area under management increased to **66,100 hectares**. Based on the established planting programmes, this area is expected to grow once again in 2025. Alongside this, management continues to pursue opportunities to grow by acquisition.

The productivity of each planted hectare determines how much Group-harvested crop can be supplied to the Group's milling facilities. On average, the Group had more hectares producing throughout 2024 than in the previous year, as over 10,000 hectares were purchased during the course of 2023. However, as was known upon purchase, those areas were not as productive as the high-quality estates already under Group control, and hence they have diluted the average yield per hectare in 2024 (having not been included in the 2023 calculation as they only contributed for part of the year). Furthermore, climatic conditions outside the Group's control, as discussed in the crop section on pages 16 and 17, suppressed crop levels across Indonesia in 2024. As a result, yield per hectare reduced to **20.9 tonnes** in 2024. However, with more hectares in production, the Group was still able to process a total of **1.6 million** tonnes of ffb in the year, the same as in the previous year, with almost all of that crop being processed in a Group mill.

Combined with the yield per hectare, the oil-extraction rate determines how much CPO the Group is able to produce and sell, and so Group and mill management prioritise maximising the amount of oil that can be produced from each tonne of crop supplied to the mill.

The Group uses key performance indicators at all levels, both in Indonesia and in the UK, to assess its plantation operations and to direct management effort in supervising those operations.

66,100
hectares, Group & scheme smallholders

2023: 65,500 hectares

Planted hectarage

The total planted hectarage managed by the Group is a good indicator of its ability to continue producing strong crop.

20.9
tonnes per hectare

2023: 23.3 tonnes

Ffb yield per hectare

The rate at which the Group is able to generate ffb from the mature planted hectarage it manages is the most important measure of agricultural efficiency.

1.6m
tonnes

2023: 1.6m tonnes

Ffb crop

The total crop available for milling, whether harvested or purchased, is the key input in determining CPO and PK production.

Doing this is a collaborative task, and requires careful co-ordination between the agronomic and engineering teams. Crops need to be harvested at the optimum ripeness and sent promptly to the mill for processing. The mill needs to take this crop, in combination with any purchases from outside suppliers which have been reviewed carefully for their acceptability, and minimise any losses through the various stages of milling. Despite the climatic challenges referred to earlier in this strategic report, which had an adverse effect on extraction rates in some locations, the Group achieved a commendable average oil-extraction rate in its mills of **23.2%** during the year, only marginally down on the previous year.

As reported in the costs section above, the Group's primary measure of its cost effectiveness is its cost per tonne of production. Management monitors costs in both estates and mills, along with associated indirect costs charged into cost per tonne, to ensure that the Group operations run efficiently and that unit costs are minimised as far as possible whilst maintaining a commitment to excellence, high standards, and the appropriate levels of investment in current and future productivity. During 2024, unit costs for crop harvested from Group-owned hectarage decreased by 4% to **US$410 per tonne**.

The Group is a responsible producer of sustainable palm oil, and as part of its commitment to acting responsibly, it has set targets on carbon reduction. More information is included in the sustainability section of this report on pages 33 to 34 and, in particular, the Group monitors its carbon intensity, measured as the total carbon emissions (both within the Group and in its supply chain) per tonne of CPO produced. The Group made another step forward in 2024, reducing carbon intensity to **4.8 tonnes CO_2 per tonne CPO**, and continues to be on track with its total carbon-reduction plan.

The health and wellbeing of the Group's workforce and those living on its estates is a fundamental priority for the Group, and the Group is committed to providing high-quality facilities to the communities living on its estates. For further details, see pages 38 to 39 of this report. The Group has a dedicated health and safety team with representatives present at all its estates. They are responsible for delivering training, sharing best practice, and ensuring that safe and secure working practices are embedded into the Group's normal operating procedures. In addition, the health and safety team monitor any incidents occurring, and identify any areas requiring additional training. There were no work-related fatalities during the year (2023 nil), and the **incident frequency rate was 7.1** (measured using a standard health and safety multiplier of 200,000), meaning that for every 200,000 hours worked at Group locations, there were 7.1 incidents during the year, down from the 7.5 reported in 2023.

23.2%
oil-extraction rate

2023: 23.4%

Extraction rates

The efficient running of the Group's own mills increases the output of CPO available for sale.

US$ 410
per tonne of palm product

2023: US$427 per tonne

Cost per tonne of palm product

Managing unit costs, particularly for production from the Group's own areas, is a key determinant of profitability.

4.8 tCO_2e
per tonne CPO produced

2023: 5.9 tCO_2e

Carbon intensity

The carbon intensity of Group operations provides a single-figure indicator of progress towards the Group's net-zero targets.

7.1
incidents

2023: 7.5 incidents

Incident frequency

The Group's incident frequency rate (expressed using a standard multiplier of 200,000) provides an indicator of the Group's commitment to health and safety at its estates.

Current trading and prospects

The Group experienced good cropping levels from the areas managed for itself and on behalf of its associated scheme smallholders during the first two months of 2025, and almost all locations are ahead of the same period in 2024. Total crop harvested from Group-owned areas was up 5%, and crop from associated scheme smallholders up 16%, on the first two months of 2024. Rainfall levels have been encouraging in most locations, although dry weather did continue in the latter part of 2024 and into early 2025 in some areas of East Kalimantan. As is always the case, the Group's geographic diversity across much of Sumatra and East Kalimantan will continue to be of benefit, particularly when it comes to the variability of weather patterns.

Continuing the trend observed in 2024, the Group purchased a lower level of crop from outside suppliers in the first two months of 2025, down by 33%, once again reflecting both the cost and quality constraints. At the same time, this was consistent with the Group's plans to manage the mix of crop being processed in its mills, and to take considered steps to manage and enhance Group margins.

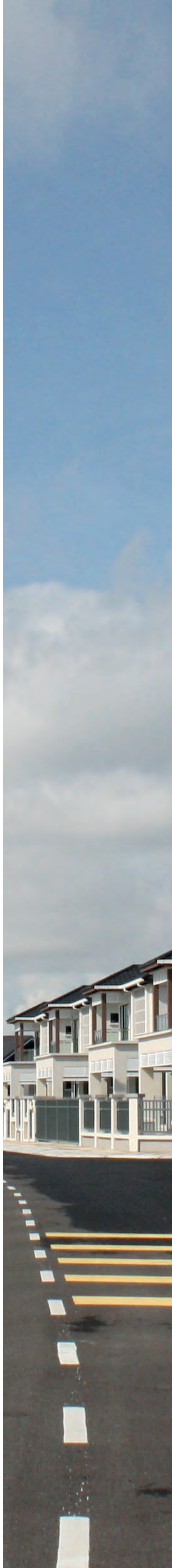
Overall, total crop processed in the first two months of 2025 was 239,600 tonnes. Details are set out in the following table:

	2 months ended 28 February 2025 Tonnes	Increase/ (decrease) %	2 months ended 29 February 2024 Tonnes
Own crops	150,100	5	143,600
Scheme-smallholder crops	50,000	16	43,200
Independent crops purchased	39,500	(33)	58,900
	239,600	**(2)**	**245,700**

As reported above, the Group achieved an average mill-gate price for its CPO of US$823 per tonne in 2024, which was 13% higher than in the previous year. Whilst prices fell somewhat in the early part of 2025 from their elevated levels seen towards the end of 2024, pricing has remained strong, and the Group continues to receive mill-gate prices higher than the average achieved for 2024. The average tender price for the Group's CPO in the first two months of 2025 was approximately US$870 per tonne.

The Group is continuing to plant new hectares, both for itself and for scheme smallholders, in Sumatra and East Kalimantan, in early 2025. It is taking steps towards further planting as the year progresses, including agreeing land compensation, preparing areas for planting, and readying planting material in on-site nurseries. As a result, the total planted area managed by the Group will increase once again during 2025. Alongside these efforts, the Group is working hard to secure further planted areas through acquisition, and the Group's healthy balance sheet and significant net funds puts it in a strong position.

Based on the encouraging start to 2025, the immediate and longer-term prospects, the board remains firmly of the view that sustainable palm oil, as a high-yield and low-cost product, will continue to be in demand and offer attractive returns, and that, as a result, the prospects for the Group remain very positive.




Newly built housing at Bertam Properties

Operations: Malaysian property

ASSOCIATED COMPANY: BERTAM PROPERTIES

The Group's 40%-owned associated company, Bertam Properties Sdn Bhd ("Bertam Properties"), continued with the same activities during 2024 of developing and selling high-quality residential and commercial properties. Bertam Properties' development area is located in an attractive location, near to the town of Kepala Batas in the state of Penang, Malaysia. Given the timing of some development completions, sales volumes were slightly down on the previous year, with 98 property sales (2023 — 164). However, the company, along with its subsidiary, Penang Golf Resort, still achieved revenue of US$20 million (2023 — US$24 million) and, once again, distributed a dividend to the Group.

Bertam Properties continues to hold a valuable land bank, amounting to 195 hectares at the end of the year, some of which was under development for future property sales. In addition, Penang Golf Resort also owns the valuable and attractive 103-hectare 18-hole golf course adjacent to some of the property development.

Risk management

The Group regularly considers its principal risks. They are reviewed and assessed by the audit committee at least annually and reported to the board for approval. The board considers the principal risks when conducting strategy reviews or when making strategic decisions.

During 2024, the Group held regular meetings to review existing and potential new risks relating to all aspects of the Group's operations. Initial responsibility lies with the head of risk management, based in the Jakarta head office, and he ensures that input is obtained from all parts of the business. The chief executive either attends risk review meetings or is briefed on their output by the head of risk. Risk mitigation strategies are considered, and ratings are allocated to each risk net of mitigation. Some additional support is obtained from the Group's external consultants when discussing climate-related risks, given the importance and specialist nature of this risk area. When the Group started to consider climate-related risks in detail, they were monitored separately, but in 2024 these risks have been fully integrated into the Group's main risk register. The management team, in conjunction with the audit committee, review the risks identified for those of most significance to the Group, and these are treated as principal risks. Where principal risks in the list below are climate related, they are marked as such. Whilst some new risks have been identified in the current year, no risks have been added to, or removed from, the list of principal risks. Two risks have been upgraded during the current year, relating to the Indonesian and international regulatory environments, given the change in government in Indonesia along with new requirements in certain international markets, notably the EU, as discussed further below. Notwithstanding these changes, the board remains of the view that the most significant risk to the Group is a substantial fall in the commodity prices for CPO and PK.

KEY

Likelihood of occurrence: LOW | MED | HIGH

Impact on the business: LOW | MED | HIGH

Risk change from prior year: INCREASE ↑ | DECREASE ↓ | NO CHANGE → | NEW N

Climate-related risk: C

Impact on the business	Likelihood of occurrence: LOW	MED	HIGH
HIGH	7 10 11	2 13	5
MED	9 12 15	3 8 14 16	1
LOW	17	4 6	

RISK	IMPACT	MITIGATION
OPERATIONAL		
1 Adverse weather One or more of the Group's operational locations suffers from adverse weather conditions. HIGH MED →	Yields may be lower than anticipated if weather conditions are too wet or too dry, causing lower crops or difficulties in harvesting.	The Group accepts that weather patterns can vary over the short term, and this may include extended periods of dry weather caused by weather phenomena such as El Niño. Its experience of developing and managing oil-palm estates in Indonesia over several decades shows that any crop deficits tend to be made up over the longer term. In addition, the Group benefits from the geographical diversity of its operations within Indonesia.
2 Climate change Group estates start to feel the impact of long-term changes in climate patterns. MED HIGH → C	Changing weather patterns may result in changing yield profiles on the Group's oil-palm estates.	The Group is alert to changing climate patterns around the world. To date, there has been no major impact on Group operations, but the Group continues to monitor the situation on each of its estates. The Group has assessed climate risk over the medium to long term (up to 2050) and over climate-warming pathways of over 3°C. Further information on the assessment of climate risks is included in the sustainability section of this report on pages 32 and 33, along with steps taken by the Group to manage and mitigate any impact. Changing weather patterns have been assessed as the Group's principal physical risk associated with climate change.

RISK	IMPACT	MITIGATION
OPERATIONAL (CONTINUED)		
3 Flood and water incursion		
One or more of the Group's planted areas suffer a significant flood. MED MED ➔ C	Depending on severity, immature palms are at risk in flooded areas, whilst mature palms are difficult or impossible to harvest, reducing yield from those areas.	Some of the Group's estates are more prone to flood risk than others, due to their location and topographical conditions. Planting programmes are planned and timed carefully to mitigate risk, and the Group has invested in water management systems, including bunding and drainage systems, as well as water pumps to evacuate excess water.
4 Pests and disease		
Group planted areas are attacked by pests or infected by disease. MED LOW ➔	Whilst a remarkably hardy plant, the oil palm can still be subject to attack from pest and disease, reducing yield from affected areas.	The Group employs experienced agronomic managers in all its estates and takes advice from external consultants when appropriate. Effective management is designed to identify issues when they occur, and to ensure that they do not become widespread. Senior staff remain up to date in latest agronomic practices.
PRODUCTION AND SALES		
5 Change in prices		
There is a significant fall in commodity pricing for CPO and PKO. HIGH HIGH ➔	A fall in commodity prices would result in a reduction in mill-gate prices received by the Group for its output.	The Group accepts that it is dependent on its ability to sell its output into a world market over which it has no control. However, oil palm is a permanent tree crop and is the cheapest major vegetable oil to produce, with Indonesia being the lowest cost producing country. The Group employs a dedicated marketing team to monitor developments in the market and to ensure that it receives the best available prices for its sales tenders and other supply agreements.
FINANCIAL		
6 Exchange-rate fluctuation		
There is an adverse impact in the Indonesian Rupiah exchange rate. MED LOW ➔	Adverse exchange rate movements can impact upon Group costs and the value of locally held assets.	Exchange rate risk is mitigated at least in part as the Group's functional currency is USD and both its revenue and significant proportion of its costs are USD related. Local costs denominated in IDR are lower in USD terms when the IDR weakens, but at the same time assets held in IDR devalue, whilst the opposite holds when the IDR strengthens against USD. Management have concluded that, other than seeking to hold surplus cash balances in USD as far as possible, any other formal hedging mechanisms would be difficult to achieve and unlikely to be cost effective.
7 Inflation		
There is a significant increase in Group costs due to inflationary pressures. LOW HIGH ➔	Increasing input costs adversely affect cost per tonne and, by extension, operating margins.	The Group operates a centralised purchasing team, based in Jakarta, that is responsible for all major procurement, supported by regional offices dealing with local suppliers. Tenders are well controlled and subject to multiple reviews. Unit costs benefit from increasing yields, whilst inflationary pressure on key inputs such as fertiliser can feed through to cost per tonne.
8 Taxation		
The Group is unable to agree its tax accounting with local tax authorities. MED MED ➔	The Group is subject to an additional tax liability.	In all cases, the Group is committed to complying with relevant tax legislation and to paying taxes that are due. The Group employs a dedicated tax specialist team and works with external tax consultants where necessary to advise on complex areas.

Strategic report continued

RISK	IMPACT	MITIGATION
PEOPLE		
9 Succession planning		
The Group fails to focus on the development of its senior management group and planning for succession in key roles. LOW MED →	The Group relies on the experience and expertise of its senior management group, without whom the Group risks a reduction in corporate oversight and its high operating standards.	Succession planning for the senior management group is identified as a priority area and is discussed on a regular basis by the Group board. Wherever possible, early discussions are held with staff members to discuss their plans along with opportunities for future development. The continuing growth of the Group has allowed for scope to provide new learning and development for staff.
ENVIRONMENTAL, SOCIAL AND GOVERNANCE		
10 Environmental obligations		
The Group fails to comply with its own policies, or with legal or regulatory obligations, on environmental protection. LOW HIGH → C	A failure to comply with environmental obligations may lead to environmental loss, reputational damage, remediation costs and potential fines.	The Group applies its well-established policies on the development and operation of sustainable oil-palm estates. It has a separate sustainability team, including staff members resident at all its operating sites. The Group is a long-standing member of the RSPO and is subject to their independent audit and scrutiny. Given the increasing importance placed on this area by a number of stakeholders, this has been identified as the Group's principal climate-related transition risk, see page 33.
11 Relationship with local populations		
Operations are disrupted by a breakdown in relations with local populations around Group estates. LOW HIGH →	Disruption around Group estates, including workforce problems or transport difficulties, could lead to a slowdown or even stoppage in Group production and, potentially reputational or other damage to the Group.	Careful attention is paid to the Group's relationship with local populations around Group estates, including regular engagement with local government, mayors and village representatives. The smallholder co-operative schemes, which are associated with all Group estates, play an important part in aligning the interests of the Group and the local community, and the Group works hard to ensure that the mutual benefits of co-operative participation are well understood.
12 Reporting obligations		
The Group fails to comply with obligations to provide external reporting on ESG data and analysis. LOW MED → C	The Group may be subject to regulatory challenge, or have concerns raised by investors if necessary ESG data is missing from reporting or failing to meet investor expectations.	There have been, and continue to be, significant changes in the regulatory environment around ESG in recent years, and the obligations to capture and report data are only expected to increase. The Group works with advisors, monitors guidance, and plans its disclosure in annual reports, standalone documents and through the website, with the objectives of meeting its obligations and to providing useful information to its shareholders. The Group has published separate TCFD and GRI-aligned ESG reports, and plans are in place for further reporting.

RISK	IMPACT	MITIGATION
POLITICAL AND REGULATORY		
13 Indonesian regulatory environment		
The Indonesian government introduces new laws or regulations which adversely affect Group operations. MED HIGH ↑	A change in the legal or regulatory environment in Indonesia could result in a reduction in Group profitability due to lower pricing, higher taxes, or some other impact.	The Group has a very long history of operating in Indonesia, and during that time the country has benefited from a period of political stability and economic growth. Inevitably some changes occur which influence the Group's operations, but the Group monitors these and reports them to shareholders as required. In 2024, Indonesia elected a new president, and the Group is continuing to monitor the political and regulatory environment as the new president and new government becomes established.
14 International regulatory environment		
New laws or regulations are introduced by governments or regulatory bodies outside Indonesia which adversely affect Group operations. MED MED ↑	A change in the global legal or regulatory environment could result in a reduction in Group profitability due to lower export demand, increased regulatory burden, or some other impact.	Whilst Indonesia is the largest producer of palm oil in the world, the majority of production is exported. As a result, the Indonesian palm-oil industry is reliant, to a degree, on continuing demand from, and access to, international markets. Lawmakers and regulators in some countries are introducing new requirements which are affecting, or will impact on, palm oil (e.g. EUDR). The Group continues to monitor changes in international regulations, and seeks to ensure that, through its commitment to responsible and sustainable production, it can demonstrate compliance with international regulations.
15 Bribery and corruption		
Operations in Indonesia are deemed to be at a higher risk of bribery and corruption. LOW MED →	Inappropriate activities could lead to both legal sanction and a loss of reputation.	The Group has a robust policy on bribery and corruption, completes risk assessments and conducts training of senior management and staff in all locations. It requires all its business partners to complete questionnaires on their respective anti-bribery and anti-corruption activities and policies, and includes appropriate clauses in contracts. The Group has experienced staff at its Jakarta head office and has an independently operated whistleblowing hotline to facilitate anonymous reporting of any issues.
16 Land rights dispute		
There is a dispute over land rights between the Group and another interested party. MED MED →	If the Group is unable to defend its land rights, a loss of planted hectarage would have a knock-on effect to crop and production.	At times, the Group is subject to claims from others who seek to demonstrate an interest in the Group's planted areas. This can be more prevalent when commodity prices are high, not just for CPO, but other competing commodities when claimants see other potential uses for Group land. The Group's legal team, supported by advisors as necessary, robustly defend the Group's land rights, and in all cases the Group is satisfied that it holds the proper title to its planted areas.
INFORMATION SYSTEMS		
17 Information security		
Group IT systems are not sufficiently secure. LOW LOW →	Proprietary or sensitive information is shared outside the Group, either as a result of accidental loss or malicious cyber attack.	A Group-wide information management and reporting system has been deployed, and an in-house IT team works closely with retained IT consultants to ensure that Group data remains secure. Access controls have been established, and core data is stored in a secure 'cloud' environment. Continuous backups are made of Group information both to cloud and physical storage.

Approved by the board of directors and signed on its behalf.

Matthew Coulson
Chief executive
25 March 2025

Sustainability

The Group is committed to the production of certified sustainable palm oil, and has sustainability at the core of its strategic and operational decision-making.

INTRODUCTION

The Group is committed to being a responsible producer of certified sustainable palm oil. As explained elsewhere in this annual report, after a period of significant investment, the Group operated six efficient palm-oil mills throughout 2024, all of which produced and dispatched certified output. For the first time in 2024, the Group produced more than 250,000 tonnes of certified sustainable palm oil, representing almost 70% of its output, and five of its six mills had been RSPO accredited by the end of the year. The final mill has been audited, and the certification is expected in 2025.

The Group is committed to transparency in everything it does. This is shown in its rating from the Zoological Society of London in their SPOTT palm oil Environmental, Social and Governance ("ESG") transparency assessment, which increased to 88.9% in 2024, ranking the Group 13th out of the 100 companies reviewed. The Group has complied with Climate-related Financial Disclosures, as shown on page 34, and provides more detailed information in accordance with the guidelines of the Taskforce for Climate-related Financial Disclosures ("TCFD") and on ESG matters in the Group's separate TCFD and ESG reports, which are available from its website.

CLIMATE GOVERNANCE

The Group board retains primary responsibility for climate governance and, in fulfilling their responsibilities, members of the board seek to take the interests of all stakeholders into account. The Group's strategic priorities are clear, and all Group activities are based around acting as a responsible producer. The effects of climate change continue to be a pressing concern as the world acknowledges the need for urgent action. The board recognises that the Group has a part to play in demonstrating a willingness to change for the benefit of its employees, customers, shareholders and members of the wider community. This report, along with the Group's separate, more detailed TCFD and ESG reports, seeks to explain how the Group has responded to its commitments as a responsible operator, and to highlight its work on carbon-reduction plans.

The board engages with specialist advisors, who provide board briefings, and who provide additional support on data analysis, risk assessment and disclosure compliance. The board has decided not to establish a separate ESG committee given the importance of sustainability and climate matters to the Group's wider strategy. With this in mind, these topics are discussed at all main board meetings, and relevant points are communicated with management by the chief executive, who takes primary responsibility in this area at an executive level. The chief executive is in frequent communication with the Jakarta-based sustainability team, as well as the head of risk, to share information and to learn about any issues arising at a local level. These meetings are supplemented by the chief executive's regular visits to Jakarta and to the Group's operating locations.

STRATEGY

The Group's strategy is described in detail in the strategic report on pages 12 to 31. A fundamental part of that strategy is to act responsibly, maintaining a sustainable business that can thrive in the long term, minimise environmental impact and be resilient to changing external conditions. The Group's existing policies, supported by its membership of the RSPO, put it in a strong position. It has commitments to no deforestation, no burning, and has a zero-waste mentality across all operating locations. The Group is committed to setting aside environmentally valuable land to be conserved and, in 2024, with the addition of the mangrove forest area at Bumi Mas (see page 35), the Group achieved its target of having at least 10% of the total planted area under its management set aside to be monitored, managed and conserved, and is committed to maintaining this proportion in the future. The Group's commitment to sustainability standards guides it in strategic decision-making, including when assessing potential new planted areas for acquisition.

RISK MANAGEMENT

The Group has a well-established process for the identification, evaluation and management of risks across the organisation. See pages 28 to 31 for more detail in this area. For certain, specialist areas, including in relation to sustainability and climate change, the Group may include external support in the identification and evaluation of risks, but managing them remains a Group responsibility. During 2024, the Group has taken steps to integrate the management of climate-related risks into the main Group risk register. To achieve this, the sustainability team worked closely with the Group's head of risk to ensure that all climate-related risks, along with ratings and mitigating steps, were documented in the risk register, and that climate risks were included as part of regular risk reviews.

Identification
The Group holds regular workshops on risk, both climate-related and other, to consider both new and emerging risks, to reflect on changes in risk classification, and to identify instances of recent risk occurrence. To support the process for climate-related risks, the Group's specialist consultants facilitated some of the discussion in 2024. A wide range of factors was considered, including regulatory requirements, technological changes, and the potential for impacts on areas such as productivity, infrastructure, health and safety, reputation, markets and supply chains. Risks were classified as 'physical' or 'transitional'. Physical risks arise from climate events, whilst transitional risks from the need for action to move away from fossil-fuel reliance.

Evaluation
Each climate-related risk was evaluated based on its likelihood and impact, and the ones considered to be most significant have been included as part of the Group's principal risks in the section on pages 28 to 31, but separately designated as climate-related risks. The Group's most significant physical risk is considered to be increases in average temperatures (see risk 2 on page 28) and its most significant transitional risk relates to environmental obligations (see risk 10 on page 30). Whilst the Group did identify some climate-related opportunities during the year, none were considered to be principal to the business, and so they have not been included in the risk section on pages 28 to 31.

Management
Mitigating actions have been identified, as far as possible, for each of the climate-related risks, and they remain under review given that risks evolve and change. Whilst the impact on the business for each principal climate-related risk is described in the risk management section on pages 28 to 31, none of those risks are considered to have an overall impact on the underlying resilience of the Group's business model, irrespective of potential climate scenarios. The Group's sustainability team has an important role to play in managing risk, or in supporting operational management to implement risk mitigation strategies in the Group's operating locations. In 2024, the Group worked hard to respond to the impact of the dry weather conditions that were evident across much of Indonesia, and this is discussed in the strategic report on pages 12 to 31.

METRICS AND TARGETS

As part of the Group's commitment to sustainable operation, it monitors a range of metrics and targets in support of achieving its goals. The Group monitors carbon intensity measured as the amount of CO_2 emissions, both internally and in its supply chain, per tonne of CPO produced. It also reports a carbon balance sheet and is committed to achieving net zero emissions by 2050. To do this, the Group's net-zero targets have been established with reference to Science-Based Targets, requiring a 90% reduction in industrial emissions, with the remaining 10% offset by high-quality carbon removals, and a 72% reduction in what are referred to as 'FLAG' emissions (those associated with forestry, land use and agriculture).

In addition, as previously reported in the Group's TCFD report, the Group established a target to secure conservation land, managed and monitored by the Group's sustainability team, representing at least 10% of the planted hectarage cultivated by the Group. Having secured the mangrove forest area adjacent to the Bumi Mas estate (see case study on page 35), the Group achieved this target during 2024.

Sustainability continued

	2024 tCO_2e	2023 tCO_2e	2022 tCO_2e	2021 tCO_2e
Scope 1	199,700	203,900	194,200	188,000
Scope 2	700	600	500	400
Scope 3	1,589,300	2,046,700	2,275,200	2,594,400
Total	**1,789,700**	**2,251,200**	**2,469,900**	**2,782,800**
Change from baseline year	**36%**	**19%**	**11%**	

Reducing our greenhouse gas emissions

The Group, supported by specialist consultants, has continued to work on reducing its total greenhouse-gas emissions during the year. In accordance with TCFD guidance, and calculated in accordance with the Greenhouse Gas Protocol, the Group measures emissions in three categories, scopes 1, 2 and 3. Scope 1 emissions arise from the Group's own operations, scope 2 from electricity purchased to power those operations, and scope 3 from indirect activities outside the Group, most notably the onward processing of the Group's products. Whilst not all emissions are carbon dioxide (CO_2), for ease of comparison, they are converted to equivalent amounts of CO_2 and reported as tonnes of CO_2 equivalent, or 'tCO_2e'.

During 2024, scope 1 emissions have remained similar to the previous year, despite the increase in hectarage, and scope 2 emissions continue to be low, given the internal power generation from the Group's own renewable energy biogas facilities. Scope 3 emissions have fallen as the Group has continued to work both with customers and with its consultants to understand better the onward processing activities undertaken, and their related carbon costs. From the Group's baseline year of 2021 for carbon reporting, there has now been a 36% reduction in total emissions, and the Group has already achieved its interim target of a 28% reduction by 2030 as part of its overall 2050 net-zero target.

Intensity measures

The Group measures carbon intensity as a way of analysing its emissions and, as a key performance indicator, calculating the total carbon emissions per tonne of CPO produced, as well as measuring the same figure per tonne of palm product. By the end of 2024, the Group's total carbon intensity per tonne of CPO had reduced from the 2021 baseline figure of $8.9tCO_2e$ to $4.8tCO_2e$ and per tonne of palm product from $7.3tCO_2e$ to $3.9tCO_2e$.

NEXT STEPS

The Group is continuing to work with customers and suppliers on understanding their own operations in more detail and to ensure that it is encouraging low-carbon and efficient practices within its supply chain. At the same time, the Group continues to work within its own operations on sustainable and responsible practices, some of which will have carbon benefits for the long term. Further details will be provided in future reports.

CLIMATE-RELATED FINANCIAL DISCLOSURES

The board is mindful of its obligations under s414 of the Companies Act to provide Climate-related financial disclosures within the annual report, and provides details here of how it has complied with the disclosure requirements of CA2006 s414CB2(A). Part (a), relating to governance arrangements, is addressed in the climate governance section on page 32. Parts (b) to (e) on risk-related disclosures are covered in the risk management section on page 32, and also by cross-reference to the risk management part of the strategic report on pages 28 to 31. Consideration of the business model's resilience is also included in the management part of the risk management section on page 33, in accordance with paragraph (f). Finally, the requirements of parts (g) and (h) on targets and key performance indicators are considered in the metrics and targets section on page 33.

CASE STUDY

Bumi Mas mangrove forest

The Group's Bumi Mas estate is located in a rural, and relatively remote, location in the coastal region of East Kalimantan.

For some time, Group management had been aware of a significant amount of mangrove forest situated between the estate and the sea, and it became clear that the mangrove area was not being actively managed or conserved. Mangrove forests are environmentally important for many reasons, including for their biodiversity benefits but, in particular, they sequester a significant amount of CO_2. Therefore, conserving and preserving them is extremely important.

After a significant amount of work by the management team at Bumi Mas, the Group's sustainability team, and with the support of senior management, the Group has worked successfully with the local community and with the relevant local authorities to secure the right to manage and conserve an area of approximately 1,400 hectares of mangrove forest around the Bumi Mas estate. Whilst it doesn't form part of the Group's carbon balance sheet, it is estimated that over 500,000 tonnes of CO_2 are sequestered within this area.

By adding the Bumi Mas mangrove to the other conservation areas, both at Bumi Mas and at all the other estates, the Group now has a total of 8,000 hectares of conservation land, representing 12% of its total planted area.

Mangrove forest, Bumi Mas

Communities

The Group takes an active interest in the welfare of the communities living on and around its operations, promoting trust and mutual support.

The Group recognises the important part it has to play within the communities in which it operates. Each of its estates has continued to develop and grow over many years, to the point that, at the end of 2024, the Group managed over 66,000 planted hectares. It has over 12,000 employees, but the Group's community impact is far wider, as the number of people living on Group estates is larger than the number of employees, at approximately 18,000. In addition, the Group works with a significant number of crop suppliers, including the associated scheme smallholders and independent smallholder farmers who are resident around the Group's estates and, when necessary, it employs contractors to work on specific projects.

Over many years, the Group has worked in close partnership with its associated scheme smallholders. It has supported the formation of co-operative schemes to enable members of the local communities around Group estates to participate in ownership of smallholder plantings. The Group has also been a willing initial finance partner for planting of smallholder areas. Developing oil-palm projects is capital intensive and requires a long-term approach, and the Group has always been willing to make initial funding available, even to the extent of providing an income to co-operative members whilst plantings remain immature. By the end of 2024, the Group's associated smallholders owned over 16,000 planted hectares, a very valuable asset.

The Group also promotes sustainable palm-oil practices amongst independent smallholders, and assists them in gaining access to certified sustainable palm-oil markets. In Bangka, the Group is supporting approximately 650 smallholder farmers, representing approximately 4,000 planted hectares, with certification under the RSPO independent-smallholder scheme to produce certified sustainable ffb. This has been a significant undertaking for the Group. For several years, the Group has been providing training, and administrative support, to the independent smallholders. In addition, the Group acts for the smallholders in collating the details of their certified supplies and then processing, collecting and distributing their additional sustainability income.

Providing high-quality housing and other facilities for workers and their families on all estates is an important priority for the Group. A significant investment was made by the Group on the continuous maintenance and enhancing of those facilities during the course of the year, and management prioritises raising quality standards at recently acquired estates. More details are on pages 38 to 39.

CASE STUDY

Bangka biodiversity project

The Group is committed to taking steps to support and increase biodiversity across its estates. As part of this commitment, a dedicated biodiversity team was established on the Bangka estate at the start of 2024 with objectives to establish clear baselines, undertake research, and embark upon pilot projects with support from specialist consultants.

A number of projects have started during the year, including the planting of native tree species around river borders and around former mining ponds (as part of the Bangka estate is rehabilitated ex-tin mining land) to encourage biodiversity and reduce soil erosion. We are also piloting the creation of hedgerows in unused land available underneath the power lines that run alongside several estate roads. These power lines distribute the Group's renewable electricity from the mill to estate housing and other facilities. By introducing a variety of beneficial plant species, including those that provide food, flowers, and nesting opportunities for wildlife, hedgerows can provide homes and corridors for wildlife. Current trialling involves planting different combinations of hedging stock to see what is most effective. Already, some very positive results have been observed and work will continue throughout 2025 and beyond.

Chief executive visit to Bangka biodiversity project with Nadia Nafarisa Kamila, biodiversity co-ordinator

Commitment to the Group's estate communities

The Group has oil-palm estates spread across Sumatra and East Kalimantan. A range of facilities is provided at each estate to ensure that workers, and their families, enjoy the benefits of living on a Group estate and participating in community life.

Housing

The Group's estate houses are all developed based on high-quality, standard designs, in community groups with access to local facilities. There is a continual programme of renewal and repair, in addition to which the Group built 100 new houses. Approximately 18,000 employees and their family members live on the Group's oil-palm estates.

Health

The Group has established 15 medical clinics around its estates, and these are staffed by qualified doctors and other medical professionals. Support and care is available on a wide range of issues. During the year, Group clinics completed almost 50,000 consultations.

New housing development at Musi Rawas

Education

As part of its commitment to estate communities, creche facilities for young children are available on all Group estates. Where local schools are available near to Group estates, the Group provides buses to take children to and from schools. In the Group's more remote locations, both primary and secondary schools are provided by the Group, and it now has approximately 1,300 school places for estate workers' children.

Recreation

The Group provides a wide range of sporting activities at its estates, encouraging broad participation and promoting wellbeing amongst its estate community. Sports programmes are in place for young people through to more senior age groups.

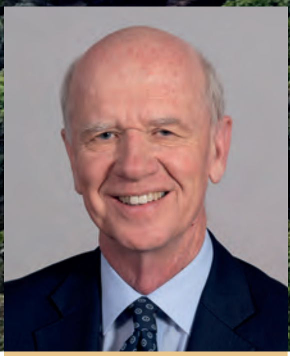
Religion

Religion plays an important part in community life at Group estates. In support of this, the Group has provided places of worship for its multi-faith communities throughout its estates.

Community

Uniting estate communities is important, to build and to strengthen the bonds between all members of the Group's broader community. The Group has community halls and clubhouses on its estates specifically for this purpose. In particular, the opening of the Bumi Mas clubhouse in 2024 was a success, and is enjoyed and well-used by staff there.

Report of the Directors



Peter Hadsley-Chaplin

Chairman

Appointed a director in 1989, chairman in 2010. Transitioned from executive to non-executive role in mid-2024. Former executive chairman of Bertam Holdings PLC and Lendu Holdings PLC. Former chairman of The Association of the International Rubber Trade. Prior to joining the Group in 1988, he was a commodity broker with C Czarnikow Limited.

Matthew Coulson

Chief executive

Appointed chief executive in 2022, having been finance director since 2017. Joined the Group as chief finance officer in 2016, with previous experience as an audit director of Deloitte LLP, including work on companies in the agricultural sector and in the technical policy team.

Luke Shaw

Chief financial officer

Appointed to the board on 1 August 2023, having joined the Group in July 2022 as chief financial officer. Qualified chartered accountant with previous experience of working with a wide range of companies, including international groups and AIM-listed businesses, as an audit manager at BDO LLP. Prior to joining the Group, held CFO position at Servomex, a division of Spectris plc, and has significant experience in financial and commercial management.

Bruce Tozer

Senior independent non-executive director

Appointed a director and member of the audit and remuneration committees in 2016, and chairman of those committees since 2022. Has held senior roles at JP Morgan, Rabobank International, and Credit Agricole. Non-executive director of Canadian-listed Base Carbon Corp. He consults in environmental markets, commodities, agribusiness investment and ESG. Advisory roles include lead adviser on carbon at Singapore-regulated Abaxx Exchange. Will be retiring from the board in June 2025.

K Chandra Sekaran

Non-executive director

Appointed director in 2021 and was president director of PT Evans Indonesia for over 15 years until 31 July 2023. Transitioned from executive to non-executive director in August 2023. Began career in Malaysia with Harrisons and Crosfield and, from 1995, worked in Indonesia as chief operating officer for Sinarmas Plantations before joining the Group.

Michael Sherwin

Independent non-executive director

Appointed a director and member of the audit and remuneration committees in July 2022. Has over 40 years' experience in finance and leadership roles, having originally trained and qualified as a chartered accountant with Price Waterhouse. A non-executive director of Williams Motor Co. (Holdings) Limited. Was CFO of Games Workshop plc for ten years, followed by nine years as CFO at Vertu Motors plc. Held non-executive directorships at both Plusnet plc and at Sumo Group plc where he chaired their audit committees.

Tanya Ashton

Independent non-executive director

Appointed a director and member of the audit and remuneration committees in August 2022. Has over 18 years' experience working in ESG roles. Currently head of sustainability at Walgreens Boots Alliance, Global Sourcing, Europe and is a board member of global not-for profit organisation The Sustainability Consortium. A non-executive director of AIREA plc since May 2023. Previously held senior positions at Silver Spoon British Sugar plc, part of Associated British Foods.

Lee Yuan Zhang

Non-executive director

Appointed a director in February 2023. Regional director (Plantations) of Kuala Lumpur Kepong Berhad ("KLK"), Malaysia. Former president director of PT KLK Agriservindo, Indonesia, responsible for the management of 140,000 hectares of oil-palm plantations across five Indonesian provinces. Has also held a number of senior head office roles, including senior marketing and sales roles, within the KLK Group.

The directors present the audited consolidated and parent-Company financial statements of M.P. Evans Group PLC for the year ended 31 December 2024.

REVIEW OF BUSINESS AND FUTURE DEVELOPMENTS

A review of the year and future prospects (including the principal risks and uncertainties facing the Company) is included in the chairman's statement (pages 2 to 5) and in the strategic report (pages 12 to 31) and is incorporated in this report by reference.

RESULTS AND DIVIDEND

Details of the results for the year are given in the consolidated income statement on page 64.

An interim dividend of 15.0p (2023 — 12.5p) per share in respect of 2024 was paid on 1 November 2024. The board recommends a final dividend of 37.5p (2023 — 32.5p) per share. This dividend will be paid on or after 19 June 2025 to those shareholders on the register at the close of business on 25 April 2025. This final dividend is not provided for in these financial statements.

SHARE CAPITAL

The Company has one class of share. Details of the issued share capital of the Company are as follows:

	Shares of 10p each
Issued (fully-paid and voting) at 1 January 2024	53,289,690
Issued in respect of options	70,000
Bought back and cancelled	1,183,398
Issued (fully-paid and voting) at 31 December 2024	**52,176,292**

The Company operated a share-buyback programme during the year. Under that programme the Company bought back and cancelled 1,183,398 (2023 — 991,198) 10p shares, representing 2.2% (2023 — 1.8%) of the issued share capital, for a total cost of US$13.4 million (2023 US$9.7 million).

DIRECTORS AND DIRECTORS' INTERESTS

The present membership of the board is detailed on pages 40 and 41. All of the directors served throughout the year and up to the date of signing these financial statements. Peter Hadsley-Chaplin and K Chandra Sekaran will retire from the board at the forthcoming annual general meeting in accordance with the articles of association and, being eligible, will offer themselves for re-election.

The directors serving at the end of the year, together with their interests at the beginning of the year in the 10p shares in the Company, were as follows:

	Beneficial	Options
At 31 December 2024		
P E Hadsley-Chaplin	2,147,801	-
M H Coulson	25,400	111,260
L A Shaw	-	31,201
B C J Tozer	-	-
K Chandra Sekaran	159,331	12,000
M Sherwin	4,750	-
T Ashton	-	-
Lee Y Z	-	-
At 1 January 2024		
P E Hadsley-Chaplin	1,561,717	—
M H Coulson	20,000	83,933
L A Shaw	—	6,215
B C J Tozer	—	—
K Chandra Sekaran	145,181	35,000
M Sherwin	4,750	—
T Ashton	—	—
Lee Y Z	—	—

Further details of the directors' interests in share options are disclosed in the directors' remuneration report, on page 56.

None of the directors holds any beneficial interest in, or holds options to buy shares in, any subsidiary undertaking of the Company as at the date of this report.

Other than the advisory fee to K Chandra Sekaran referred to in the remuneration table on page 55, no director has had a material interest in any contract of significance in relation to the business of the Company, or any of its subsidiary undertakings, during the financial year or had such an interest at the end of the financial year.

As permitted by the Company's articles of association, there was throughout the year to 31 December 2024, and is at the date of this report, a qualifying third-party indemnity provision, as defined in section 234 of the Companies Act 2006 in force for the benefit of the directors.

SIGNIFICANT INTERESTS

As far as the Company is aware, the significant interests (other than directors' holdings) in the Company as at the date of this report are:

	Nature	Shares	%
Kuala Lumpur Kepong Berhad	Direct	12,685,357	24.31
Nokia Bell Pensioenfonds ofp	Direct	5,416,564	10.38
Schroder Investment Management	Indirect	2,871,643	5.50
aberdeen	Indirect	2,170,523	4.16

AUTHORITY TO MAKE MARKET PURCHASES OF SHARES

The directors propose to seek authority under resolution 7 set out in the notice of the annual general meeting for the Company to purchase its own shares on the AIM market of the London Stock Exchange until 30 June 2026 or, if earlier, the date of the Company's 2026 annual general meeting. The authority will give the directors flexibility to purchase the Company's shares as and when they consider it appropriate. The board will only exercise the power of purchase when satisfied that it is in the best interests of the Company and its members so to do, and all such purchases will be market purchases made through the AIM market of the London Stock Exchange. The directors would only consider making purchases if they believed that the earnings or net assets per share of the Company would be improved by such purchases. The normal policy is that the Company's own shares purchased by the Company under this authority are cancelled. However, the directors would consider holding the purchased shares as treasury shares as this would give the Company the flexibility of being able to sell such shares quickly and effectively where it considers it in the interests of shareholders so to do. Whilst any such shares are held in treasury, no dividends will be payable on them, and they will not carry any voting rights.

Resolution 7 will accordingly be proposed, to authorise the purchase of up to a maximum of 5,217,629 shares, on the AIM market of the London Stock Exchange, representing 10% of the Company's current issued share capital. The maximum price which may be paid for a share on any exercise of the authority will be restricted to 5% above the average of the middle-market quotations for such shares as derived from the Daily Official List of the London Stock Exchange for the five business days before the purchase is made. The maximum number of shares and the price range are stated for the purpose of compliance with statutory requirements in seeking this authority and should not be taken as an indication of the level of purchases, or the prices thereof, that the Company would intend to make.

The authority conferred by resolution 7 set out in the notice of the annual general meeting will lapse on 30 June 2026 or, if earlier, the date of the Company's 2026 annual general meeting.

OUTSTANDING OPTIONS TO SUBSCRIBE

As at the date of this report, there were options to subscribe for 308,911 shares outstanding under the 2017 long-term incentive scheme. 19,388 shares have already been issued to the Company's Employee Benefit Trust in anticipation of the exercise of these options. The trustees of the Employee Benefit Trust have waived their voting rights in relation to the shares held in the trust. If all of the options were exercised, the resulting number of shares would represent 0.55% of the enlarged issued share capital at that date and 0.61% of the enlarged issued equity share capital at that date if the proposed authority to purchase shares under resolution 7 was exercised in full (excluding any share capital which may be purchased and held in treasury).

FINANCIAL INSTRUMENTS

Details of the Group's financial instruments, and the board's policy with regard to their use, are given in note 31 to the consolidated accounts on pages 90 and 91.

SUBSIDIARY COMPANIES

Details of the Group's subsidiary companies, including their country of operation, are given on page 98.

ENERGY USE

During the year, the Company used 62MWh (2023 — 56MWh) of energy, predominantly on electricity and gas, in its Tunbridge Wells head office, giving rise to 13 tonnes (2023 — 11 tonnes) of CO_2 equivalent emissions, calculated in accordance with the government's 2024 conversion factors, or 2 tonnes (2023 — 2 tonnes) per full-time equivalent employee. More information on Group emissions, and on carbon-reduction plans, is included in the sustainability section on pages 32 to 34.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

The directors are responsible for preparing the annual report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the Group financial statements in accordance with UK-adopted International Accounting Standards and the Company financial statements in accordance with United Kingdom Generally Accepted Accounting Practices (United Kingdom Accounting Standards, comprising Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS101") and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Group and the Company and of the profit or loss of the Group and Company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether UK-adopted International Accounting Standards and applicable United Kingdom accounting standards, including FRS101, have been followed, subject to any material departures disclosed and explained in the Group's and Company's financial statements respectively; and
- prepare the financial statements on the going-concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Group's and the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and enable them to ensure that the financial statements and the directors' remuneration report comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group, and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

The directors consider that the annual report and accounts, taken as a whole, is fair, balanced and understandable, and provides the information necessary for shareholders to assess the Company's performance, business model and strategy.

GOING CONCERN

The Group's operations are funded through a combination of cash resources, loan finance, and long-term equity. The board has undertaken a recent review of the Group's financial position, including forecasts, risks and sensitivities. The review has considered the Group's plans for further development in Indonesia, along with the required funding for that development. Based on that review, the board has concluded that the Group is expected to be able to continue in operational existence for the foreseeable future, being at least the next 12 months from the date of approval of these financial statements. As a result, the board has concluded that the going-concern basis continues to be appropriate in preparing the financial statements.

DISCLOSURE OF INFORMATION TO AUDITORS

In the case of each director in office at the date the report of the directors is approved:

- so far as the director is aware, there is no relevant audit information of which the Group and parent-Company's auditors are unaware; and
- they have each taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Group and parent-Company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418(2) of the Companies Act 2006.

INDEPENDENT AUDITORS

The auditors, BDO LLP, have expressed their willingness to continue in office and a resolution to re-appoint them will be proposed at the forthcoming annual general meeting.

Approved by the board of directors and signed by its order.

Katya Merrick
Company secretary
25 March 2025

Corporate governance

The Group's recognised corporate governance code is the QCA Corporate Governance Code ("QCA Code") as published in 2023. The board is committed to following the principles set out in the QCA Code, to review, disclose and report on the corporate-governance structures and processes operated by the Group and to develop these further, to continue to meet the appropriate standards.

The board conducts annually a detailed review of its corporate governance arrangements against the ten principles of the QCA Code and their application guidelines. Following the latest review, the board concluded that it complies with each of the ten principles. An explanation of how the Group has applied and complies with the QCA Code's principles is set out in this corporate governance report and in the chairman's statement on corporate governance that follows. An index of corporate governance disclosures against the 10 principles of the QCA Code can be found on the Group's website*.

* www.mpevans.co.uk/about/corporate-governance/index-of-compliance

CHAIRMAN'S CORPORATE GOVERNANCE STATEMENT

At M.P. Evans, we firmly believe that good corporate governance underpins the success of the Group. It supports decision making in the boardroom, mitigates risk, and fosters a strong Group-wide culture that engenders trust in the way we operate and conduct our business. The Group operates in a sector where timelines are long, and hence where investors are keen to understand how the board's governance structures are protecting the long-term interests of shareholders.

As chairman, one of my primary responsibilities is to ensure that an effective corporate governance framework exists. Over the course of the year, the agenda planning for the board and its committees ensures that all the areas encompassed by the ten principles of the QCA Code are reviewed, including an annual assessment of how we are applying the principles.

We have clear policies, which have been approved by the board, and which are promoted and embedded throughout all levels of the organisation. These policies reflect the desired ethical culture which the board considers to be a cornerstone of the Group's success, and which aligns with the Group's purpose of being a responsible producer of certified sustainable Indonesian palm oil. These policies are all the more important given the size and geographical spread of the Group's workforce. In addition, the Group sees ethical behaviour as a competitive advantage to building trust with customers, suppliers and other key stakeholders, as well as attracting and retaining high-performing staff.

My other main role is to lead an effective board, including in its objective of setting the Group's strategy. The composition of the board, the breadth and depth of its skill set, the diversity of its members to facilitate insight and perspective on matters being considered, and the inclusive environment within which constructive debate is enabled, are hugely important to the effectiveness of the board. Ensuring that we have the right people in the right roles is something to which we regularly dedicate time as a whole board, with succession planning and board evaluation routinely on the board's agenda.

During 2024, there was almost 100% attendance at meetings. The Company calendar normally includes six board meetings, one of which is online. In 2024, the board also met in person for a full-day strategy review, as well as a further unscheduled online meeting. Members consistently demonstrated high levels of engagement in all areas of the business, whether meeting as a board or as remuneration or audit committees. I am confident that we have a very strong and fully engaged board which has a good balance of skills, experience and diversity to support and further the Group's strategy, and which promotes the Group's culture. More information on our non-executive board members, including whether they are considered independent, can be found in the corporate governance section of the 2024 annual report.

Bruce Tozer, who will have served on the board for nine years in June, chairing the audit and remuneration committees since 2022, in addition to his role as senior independent director, will be retiring at the next AGM. It will be a challenge to find someone who encompasses the multiple areas of expertise that make Bruce such a valued board member. However, since the second half of 2024, my colleagues and I have been engaged in a diligent succession-planning process. This has included mapping out, with a long-term perspective, key skills and personal attributes that will ensure the board continues to be effective and evolve to meet future needs.

The board has, for several years, carried out internally led evaluations of itself and its committees, and board members welcome these exercises as an opportunity to reflect and provide constructive feedback. In 2024, we decided to invite an external facilitator to conduct a board evaluation. The assessor was asked to focus on board composition and structure, skills, meetings and briefings and communications, specifically with a view to the outcomes feeding into the profile for the upcoming board appointment. I am pleased to report that the assessment concluded that the board is effective. My colleagues and I found the external perspective very useful and will reflect upon the outcomes, further details of which are included in the corporate governance report.

Board members are encouraged and facilitated to maintain and build their relevant knowledge and skills. Access to training is available to ensure knowledge is up to date and, where necessary, we engage external specialists to support the board and senior management in their decision making.

During the latter part of the year, awareness of the Group's zero tolerance of bribery and corruption was refreshed by online training completed by board members and staff in Indonesia and the UK. This supplemented ongoing training and socialisation of the Group's policies throughout the workforce, led by the Indonesian human resources team. Similarly, Group-wide online cyber-security training was carried out by staff and directors, as part of a mitigation strategy against cyber risk.

The board, supported by the audit committee, has continued to make progress on risk identification, management, mitigation, and disclosure. As well as reviewing matters reported by the internal audit team, and monitoring the internal controls over financial reporting, there is regular dialogue between the Group's head of risk in Indonesia and executive directors, to ensure that mitigation strategies are being developed, deployed and are effective, and that any newly identified risks are assessed.

In 2024, the remuneration committee worked on developing appropriate remuneration packages for executives and senior management, including looking at long-term incentivisation and alignment of remuneration and bonuses to the Group's strategic priorities and values. Further details of executive remuneration are set out in the remuneration report of the 2024 annual report.

We continue to be committed to our ESG agenda. Our specialist ESG consultants have again been working closely with the chief executive and the Group's sustainability team during the year, including providing board-level briefings. They also led a climate-risk workshop in which the senior managers from across all the Group's operational teams participated. We have also been able to launch two conservation initiatives which are discussed in more detail in the sustainability section on pages 35 and 37. Following extensive planning and expert-led research, a biodiversity project is now well under way at our Bangka estate, and we are anticipating positive impacts as the project matures. We are also conserving a mangrove forest adjacent to our Bumi Mas estate in East Kalimantan.

At least annually, the board considers who the Group's stakeholders are, and how the board engages with them. This helps to embed into the board's decision-making process the practice of considering wider stakeholder issues. The whistleblower hotline continues to be effective as a channel for stakeholders to report potential wrongdoing, and whilst we are pleased that no serious whistleblower issues have been identified to date, any grievances reported are treated as an opportunity to see if improvements need to be made in the way we do things. An employee-engagement initiative, led by the Indonesian human resources team, enables direct feedback to be shared by estate workers.

I have been, as always, delighted to receive positive feedback from shareholders and other stakeholders about the quality of our published materials. This reflects the efforts of the executive team who, in response to investor expectations, dedicate significant time to ensuring that high-quality information is readily available via the Group's website, including financial and non-financial reports, videos of our operations, recorded investor presentations and interviews.

The chief executive and chief financial officer also conducted an extensive and well-received investor relations programme during 2024. Whilst I, myself, transitioned to the role of a non-executive chairman at the beginning of July 2024, I maintain, and will continue to maintain, strong relationships with our shareholders and other stakeholders where appropriate, alongside Matthew and Luke.

This has been our first year of implementing the updated QCA Code and we continue to value it, in its new form, as an appropriate framework within which to develop and refine our corporate governance practices.

Peter Hadsley-Chaplin
Chairman
25 March 2025

OPERATION OF THE BOARD

Directors

Details of the Company's board, together with those of the audit and remuneration committees, are set out on pages 40 and 41. Bruce Tozer will retire from the board at the annual general meeting, having served for three consecutive three-year terms.

The board's structure is designed to ensure that there is a clear balance of responsibilities between the executive and the non-executive functions. The maximum number of directors permitted under the articles of association is eight.

Time commitment

Executive directors work on a full-time basis. Non-executive directors, other than the chairman who makes himself available for at least one day a week, are expected to contribute two to three days' service per month to the Company, including attendance at board meetings and the AGM. The board meets at least quarterly and is provided with information at least monthly. It receives operating summaries, executive operating reports, management accounts and budgets.

Of the executive directors and non-executive directors serving throughout the whole year, all attended each of the eight board meetings held in 2024. In addition, all committee members attended each of the seven audit and each of the five remuneration committee meetings, with the exception of Bruce Tozer who was excused from the remuneration committee meeting held on 4 January 2024.

Board composition and attendance of main board and committee meetings throughout 2024 are shown in the table below.

Directors' roles and responsibilities

A description of the roles and responsibilities of the directors is set out on pages 40 and 41. The board reserves to itself a range of key decisions (which are set out on the Group's website at www.mpevans.co.uk) to ensure it retains proper direction and control of the Company, whilst delegating authority to individual executive directors who are responsible for its day-to-day management. The board's objective and the key decisions reserved to it are subject to periodic review, most recently in December 2024. The executive and non-executive directors discuss progress against budgets and other business issues, both during board meetings and at other times.

The board is satisfied that its composition covers a broad range of relevant skills and experience to enable effective formulation and execution of the Group's strategy. The chief executive, Matthew Coulson, is responsible for implementing the strategy set by the board. He must set an example of the Group's culture and ensure that the Group is complying with its regulatory obligations and its self-imposed standards. He takes a lead in driving the Group's sustainability agenda and investor relations.

Neither of the executive directors holds any external directorships or offices, and the board is confident that any external roles held by non-executive directors (for details see the board biographies on the website www.mpevans.co.uk) do not compromise their ability properly to carry out their respective roles for the Company.

Chairman

On 1 July 2024, Peter Hadsley-Chaplin transitioned from the role of executive chairman to that of non-executive chairman. Given the time that he has served the Company both as a director and chairman, as well as the size of his shareholding in the Company, he is not considered independent. However, he has a long track record of being

Director	Executive (E)/ Non executive (NED)	Board	Audit committee	Remuneration committee
P E Hadsley-Chaplin	E (H1) NED (H2)	8 of 8		
M H Coulson	E	8 of 8		
L A Shaw	E	8 of 8		
B C J Tozer	Independent NED	8 of 8	7 of 7	4 of 5
K Chandra Sekaran	NED	8 of 8		
M Sherwin	Independent NED	8 of 8	7 of 7	5 of 5
T Ashton	Independent NED	8 of 8	7 of 7	5 of 5
Lee Y Z	NED	8 of 8		

effective in this role and of building solid relationships with shareholders, as well as presiding over a well-functioning board. He maintains a strong individual relationship with each member of the board.

Senior independent director

The perceived governance concern around having an executive chairman (as was the case during the first half of the year), was mitigated by having, in Bruce Tozer, a robust senior independent non-executive director. The senior independent non-executive director's role is to be a sounding board for the chairman and an intermediary for other directors. Shareholders and other board members can, and do, engage with the senior independent non-executive director to express their views on specific matters.

Composition of the board and independence of directors

During the year, in compliance with the QCA's corporate governance code, the board maintained an appropriate ratio of executive and non-executive directors. Throughout the first six months of the year, the board comprised an executive chairman and two executive directors (the chief executive and the chief financial officer) and five non-executive directors, one of whom chairs the audit and remuneration committees. For the second half of the year, it comprised two executive directors and six non-executive directors following the transition of the chairman from executive to non-executive director. In further compliance with the QCA's corporate governance code, at least three of the five non-executives serving during the first half of 2024 were independent, and from 1 July 2024, three out of the six non-executive directors were considered independent.

Throughout 2024, all three members of the audit and remuneration committees were independent non-executive directors. Neither K Chandra Sekaran nor Lee Yuan Zhang is considered to be independent, K Chandra Sekaran due to his previous role heading the Indonesian operations and Lee Yuan Zhang due to being a representative of the Group's largest shareholder, KLK. However, the vast sector experience, both operational and commercial, that they bring to the board, is of great benefit. Neither of these board members serves on the audit or remuneration committees.

All board members engage fully and constructively in board discussions, demonstrating independent mindsets and a willingness to challenge and hold the executives to account.

One of the Group's high-carbon-stock conservation areas at Kota Bangun

Board skills and personal attributes

The skills and personal attributes of each of the directors facilitate rigorous but constructive debate, informed and considered decision making, as well as the effective monitoring of progress in achieving the Group's strategic objectives and desired culture. Directors are encouraged to maintain and develop relevant skills, and the Company will enable them to attend workshops, dedicated briefings, webinars, conferences and training courses as appropriate.

Bruce Tozer, whose background is in commodity finance, environmental markets, and agri-business, including palm oil, keeps himself well informed of commercial issues and trends, and he is able to contribute valuable insight from the finance sector. The board benefits from K Chandra Sekaran's profound knowledge of the Group's operations, his understanding of the Indonesian plantation industry and the agronomic and social issues related to it. The extensive corporate experience of Michael Sherwin, gained through his years in executive and non-executive roles, and across a range of areas including M&A, corporate governance and accounting, enables him to identify essential issues in board and committee discussions, particularly around risk and internal control. Tanya Ashton, recognised professionally for her commitment to increasing sustainability in consumer products, has over 20 years of experience in ESG roles and through her insightful contributions supports the board's ESG awareness in discussions. Lee Yuan Zhang enhances the board in the agronomic as well as corporate aspects of the business, through his extensive experience derived from the roles he has held and continues to hold in KLK and its associated companies.

Board support

The board, and board committees, have access to independent professional advice at the Group's expense when the board, or board committee, deems it necessary for it to carry out its responsibilities. The board appointed Cavendish Capital Markets Limited as the Company's nominated adviser. The board additionally receives advice from independent professionals on legal matters, corporate public relations, taxation, and valuation of the Group's property assets. In 2024, the board again worked with its appointed specialist ESG consultancy firm to assist with its disclosure obligations under the non-financial and sustainability reporting regime, building on the data reported in its previous annual reports.

The board also engaged an external facilitator to conduct a board performance review. The company secretary provides support on matters of corporate governance, working with the chair to embed regular review by the board of key Group policies and corporate governance developments. The company secretary is responsible for the induction process for new board members, receives the feedback given by board members when an internal board evaluation is conducted, and can also be a point of contact for board members, shareholders and stakeholders.

Corporate culture

The board is collectively responsible to shareholders for the success of the Company and understands the need for robust corporate governance structures and a Group-wide ethical culture in achieving this. The board, with input from stakeholders as appropriate, regularly engages in reviewing and developing policies which support the Group's values. It actively promotes a culture founded on its values of integrity, teamwork and excellence, and continually monitors the strength of this culture. Members of the board lead by example during their frequent interactions with staff, and they promote the clear policies which are set by the board. They insist that policies are promulgated throughout the workforce, including training on key areas such as anti-bribery and corruption, modern slavery and the Group's independently administered whistleblowing hotline. Remuneration of all staff rewards those who display the desired behaviours. The Group dismisses staff found to have breached the value of integrity and in those circumstances any unexercised awards under the long-term incentive scheme would be forfeited.

Succession planning

The Company does not currently have a nominations committee. During the year, as part of its corporate governance review, which took into account the QCA Code requirement that boards maintain company-appropriate governance structures, the board considered whether it should constitute a separate nominations committee to support director and senior management succession planning. As in previous reviews, the board decided that the significance of succession planning was such that the whole board should be involved in long-term succession planning, as well as more immediate board recruitment needs as they arise. Changes to the board are currently managed collaboratively, led by the chair.

Any new appointments are discussed at a full board meeting, taking into account the board's own assessment of the skills and experience required for it successfully to formulate and execute the Group's strategy, the current skills and experience of board members and those of the candidate, an assessment of board diversity, as well as feedback from the board evaluation process. Following a selection process, the Company engages professional consultants to assist in identifying appropriate and diverse candidates. Each member of the board is given the opportunity to meet the shortlisted candidates before an appointment is made.

It is considered that the board would be resilient to any unplanned changes and be able to recruit or promote suitable, well-qualified, candidates within a reasonable time period. The board has committed to regular reviews of succession planning and is aware that board diversity, including gender diversity, is likely to enhance the board's range.

Re-election of directors

Each director retires and must seek re-election at least every three years. Non-executive directors who have served on the board continuously for a period of nine years or more will offer themselves for re-election at each year's annual general meeting. The board has given thought to the most recent application guideline of the QCA Code that recommends giving shareholders an annual vote on the reappointment of each director. It has decided that a three-year rotation for voting on directors at the AGM, as per the Company's articles, remains appropriate as this allows directors time to understand the business, and avoids the destabilising effect of unplanned board changes. Instead, the board would encourage shareholders to raise any concerns about any individual directors with the chairman or senior independent director.

Shareholder engagement and the AGM

The board attaches great importance to communications with both institutional and private shareholders. The chairman and the executive directors regularly engage with shareholders to update them on the progress of the Group and discuss any areas of interest that they may have. Any significant issues raised by major shareholders are discussed by the board as a whole. The chairman or members of the board, as appropriate, respond personally to communications received from individuals as well as institutional shareholders. The annual general meeting provides an excellent opportunity for smaller shareholders to meet executive and non-executive members of the board in person, to raise any issues and discuss the development of the business with them. The Company's annual general meetings have always been well attended by its shareholders, but for those who are unable to attend, the proceedings are broadcast, live, online and a recording is made available on the Group's website (www.mpevans.co.uk) after the event.

During 2024, the executive directors took part in a number of online presentations, the recordings of which are available on the Group's website. These included two freely accessible live webinars by the executive directors following the 2023 results and the 2024 interim results, with the opportunity for questions and feedback from participants. The board intends to continue to use online forums, including certain social media channels, as a means of communicating the Company's investment case.

The board uses the Group's website (www.mpevans.co.uk) to make available details of the AGMs, the results of the votes cast at those meetings, and reports and presentations given at meetings with investors.

Board performance evaluation

During the last quarter of 2024, the board engaged an external assessor to carry out a board performance evaluation. The process was led by the chairman in conjunction with the company secretary. Working to a brief which specified a focus on board composition and structure, board skills, board meetings, and board briefings and communications, the assessor spent time interviewing the eight members of the board, as well as the Group's Indonesian President Director, Ravichandran Krisnapillay, and the company secretary. She also observed two board meetings, as well as a remuneration and audit committee meeting.

The assessor gave a presentation of the findings, which had first been discussed with the chairman and company secretary, to the board and provided an executive summary for the board's further consideration. Whilst the board was assessed as effective, the evaluation process raised insights primarily around succession planning, and how the board and its committees operate together. The board is in the process of reviewing next steps.

In response to the outcomes of the 2023 evaluation, during 2024 the board held a dedicated strategy day, also attended by Ravichandran Krisnapillay. Another topic of focus, the effectiveness of stakeholder engagement, saw the executive directors working on the information published on the Group's website during the year, and increasing their investor relations activities. In Indonesia, a workforce engagement programme has been initiated. Additional KPIs were also published, in response to the 2023 board evaluation, and the board continues to consider new metrics that might be helpful to investors.

Directors' remuneration

As set out in the report on pages 54 to 57, the remuneration of the executive directors is determined by the remuneration committee, whilst that of the non-executives is determined by the whole board.

ACCOUNTABILITY

Financial reporting

A detailed review of the performance and financial position of the Group is included in the chairman's statement and the strategic report. The board uses these and the report of the directors to present a balanced and understandable assessment of the Group's position and prospects. The directors' responsibility for the financial statements is described on page 44 of the report of the directors.

Risk management

The directors acknowledge their responsibilities for the Group's system of risk management. Such a system can provide reasonable, but not absolute, assurance against material misstatement or loss. A review of the process of risk identification, evaluation and management is carried out by the audit committee. The committee considers the Group's principal risks, and a summary is presented to the board for discussion and approval. The review process considers the control environment and the major business risks faced by the Group. In summary, this is reported on pages 28 to 31.

Important control procedures, in addition to the day-to-day supervision of parent-Company business, include regular executive visits to the areas of operation of the Group and of its associates, comparison of operating performance and monthly management accounts with plans and budgets, application of authorisation limits, internal audit of subsidiary undertakings and frequent communication with local management. The Group also has an independently administered whistleblower hotline service. The regular trips by the executive directors to the Group's operations are a valuable way for directors to monitor the Group's operations and culture, and they use these opportunities to promote the Group's values.

Additional engagement is achieved through virtual meetings with operational teams, and the executive directors make the most of technology to enhance oversight. In October 2025, the non-executive directors will join the executives on a trip to the Jakarta head office and to one of the Group's estates, as part of a two-year visiting cycle for the board.

Going concern

The board has assessed and concluded on the going-concern status of the Group, and further information is included in the directors' report on page 44.

Viability

The board considers the Group's longer-term viability on a regular basis. To do this, both short-term budgets and longer-term projections are prepared and reviewed by the board. Due to the long-term nature of the industry within which the Group operates, the board has concluded that projections should be prepared, and therefore viability considered, over a 10-year period.

At the year end, the Group held a cash balance of over US$79.2 million. Furthermore, as disclosed in note 22, at the year end, the Group had available undrawn finance facilities of up to US$30 million. The Group's plans for further development of its Indonesian operations have been taken into consideration, as set out in the strategic report, including development of existing projects, investment in new hectarage, and appropriate financing where necessary.

Principal areas of risk, and their mitigation, are included in the section on risk management on pages 28 to 31. Financially, the main risk to the Group's results is commodity-price fluctuation and, as has been demonstrated previously, the Group is able to continue delivering returns even during periods of lower crude-palm-oil prices.

The Group's prospects remain sound, given its increasing planted hectarage and, in particular, the increased milling capacity achieved in recent years, following a substantial investment by the Group enabling it to mill almost all of its own harvest. In light of this, and the resources available to the Group, the board intends, where possible, to maintain or increase, normal dividends in future years from their current levels.

The board has not identified any significant concerns regarding the Group's longer-term viability.

AUDIT COMMITTEE REPORT

The audit committee is formally constituted with written terms of reference (which are available on the Company's website www.mpevans.co.uk) and is chaired by Bruce Tozer. The other members are Michael Sherwin and Tanya Ashton. All current members of the committee served throughout 2024. The directors who are not members of the committee can be invited to attend its meetings. The auditors of the Group may also attend part or all of each meeting and they have direct access to the committee for independent discussions, without the presence of the executive directors. The external auditors attended two of the meetings held in 2024.

The audit committee may examine any matters relating to the financial affairs of the Group or the Group's audit; this includes reviews of the annual accounts and announcements, accounting policies, compliance with accounting standards, reviewing the Group's principal risks, the appointment of and fees of auditors, and such other related matters as the board may require.

During the year the audit committee has:

- Reviewed the Group's external financial reporting, including receiving a report from the external auditors on the audit work they have performed;
- Assessed critical accounting judgements and key estimates made during the year;
- Reviewed findings of the internal audit team and the work they have performed;
- Reviewed the quality and effectiveness of the external audit and considered points arising from it;
- Reviewed the Group's whistleblower policy and implementation, including assessment of briefings of reports made to senior management or the independent hotline;
- Monitored progress of the Group's risk identification, management and disclosure;
- Reviewed acquisition accounting in relation to the newest estates, ABK and Nusantara;
- Reviewed acquisition accounting for the 5% minority holding in the majority of its Indonesian subsidiary trading companies, acquired by the Group;
- Engaged with the component auditors.

Auditors

The auditors, BDO LLP, were appointed, following a tender exercise, in 2019. The audit partner changes at least every five years in accordance with professional and regulatory standards in order to protect independence and objectivity. Nigel Harker was the audit partner for the 2024 audit.

The audit committee meets the external auditors to consider audit planning and the results of the external audit. The committee specifically considered the scope of the Group auditors' engagement and agreed the significant risks for the audit of the 2024 results. The external auditors have provided only audit services during the current year. Accordingly, the board does not consider there to be a risk that the provision of non-audit services may compromise the external auditors' independence.

To assess the effectiveness of the auditors, the committee reviews their fulfilment of the agreed audit plan and variations from it, and the auditors' report on issues arising during the course of the audit.

Financial reporting and review of financial statements

The committee is able to ensure it has a full understanding of business performance through its receipt of regular financial and operational reporting, its review of the budget and long-term plan and its discussion of key accounting policies and judgements. It has specifically addressed the:

- Existing control environment over internal controls in financial reporting;
- Group's equity valuation, as disclosed in the annual report; and
- Ongoing validity of key judgements in the financial statements.

After reviewing presentations and reports from management and discussing with the auditors, the audit committee is satisfied that the financial statements properly present the critical judgements and key estimates for both the amounts reported and relevant disclosures. The committee is also satisfied that the significant assumptions used for determining the value of assets and liabilities have been appropriately scrutinised, challenged and are sufficiently robust.

Remuneration report

REMUNERATION COMMITTEE

The remuneration committee, which is formally constituted with written terms of reference (available on the Company's website at www.mpevans.co.uk), keeps under review the remuneration and terms of employment of the executive directors and the most senior management, and recommends such remuneration and terms to the board. The committee comprises Bruce Tozer (chair of the remuneration committee), Michael Sherwin and Tanya Ashton, all of whom served throughout 2024.

SERVICE CONTRACTS

All of the UK executive directors have service contracts with the Company. These contracts continue until terminated by either party giving not less than one year's notice in writing. The non-executive directors serve under letters of engagement which do not include provisions for pre-determined compensation on termination of their appointment. During the year, K Chandra Sekaran had a service contract with a subsidiary company with a notice period of less than one year.

REMUNERATION POLICY

The Group's remuneration committee recognises that the Group's success depends, in part, on the performance of the directors and senior management, and the importance of ensuring that employees are incentivised. Its philosophy is to offer a transparent and simple remuneration package to the executive directors. To deliver this, the structure for remuneration:

- is designed to be easily understood by both executives and shareholders.
- aims to encourage the executive directors to work collegiately, focus their efforts on making decisions that are in the Group's best long-term interests, and, to some extent, share in the benefits that accrue to shareholders from a higher future share price.

For several years, this has been delivered by remuneration packages comprising a salary and a bonus related to current results and personal performance. For the UK executive directors, half of the bonus is payable in cash and half is deferred into an award of options on fully paid shares which vest three years after their grant, subject to continued employment by the Group.

In addition to the options awarded as part of the deferred element of their bonus, the UK executives receive a share award made under the long-term incentive scheme (see below) designed further to align their remuneration package with the long-term interests of shareholders. This annual share award helps to maintain the Group's outlook of offering remuneration packages which are designed to be broadly comparable with those offered by similar businesses, such as European plantations and AIM-listed companies.

Key aspects of the UK executive directors' long term incentive awards, and the rationale for those awards are summarised below:

- The type of award made could be classified as a 'restricted-stock' award, where vesting is dependent on continued employment at the end of a three-year vesting period from the date of award.
- Importantly for M.P. Evans, this form of award was already used for the Group's Indonesia-based former executive and senior management there and there is a strong benefit in consistency of approach across the UK and Indonesian teams (see the section "Long-term incentive scheme" below).
- The award is straightforward and aligns to the Group's business outlook. The remuneration committee considered and discounted introducing a Performance Share Plan, where the vesting of awards would be dependent on attaining three-year Group performance conditions. In a very long-term business like that of M.P. Evans, three-year cycles would not necessarily reflect the Group's investment and development profile, and vesting could be heavily influenced by macro-factors such as commodity prices.
- The vesting of the share awards made to the UK executives is, however, subject to the remuneration committee being satisfied regarding the attainment of 'underpin' performance conditions in the period to vesting which will consider the general financial performance of the Group and adherence to the Group's core strategic pillars of Responsibility, Excellence, Growth, and Yield.
- At the date of the initial award to the chief executive on 16 January 2023, the 18,000 shares subject to the awards made were equal in value to approximately 45% of the chief executive's 2022 base salary. Since then, for simplicity and for consistency with how award levels are set for colleagues in Indonesia, the UK executives' annual award levels have been maintained at 18,000 and 12,000 shares for the chief executive and chief financial officer respectively, although this will be reviewed for continuing appropriateness before each award is made.

- The awards to the UK executives also contain features which we believe will make the awards genuinely long-term:
  - After the three-year vesting period, vested shares (after any sales for UK income taxes and National Insurance) must be retained by the UK executives for a further two years.
  - Beyond that period, the UK executives are encouraged to hold shares and build their personal shareholding.

LONG-TERM INCENTIVE SCHEME

The long-term incentive scheme established in 2017 governs the grant of deferred-bonus awards to UK-based executive directors and annual awards of fully paid shares to senior staff, as well as the annual awards, since 2023, made to the UK-based executives.

The award of fully paid shares has the advantage of being substantially less dilutive than market-priced share options, whilst continuing to provide a suitable level of incentive to the recipient.

TOTAL DIRECTORS' REMUNERATION FOR THE YEAR ENDED 31 DECEMBER 2024

	Salary and fees £	Bonus paid £	[1]Bonus deferred £	Other benefits £	Salary in lieu of pension £	[2]Pension costs £	[3]Gain on exercise of share options £	Total remuneration 2024 £	Total remuneration 2023 £
Executive directors									
P E Hadsley-Chaplin[4]	73,650	36,825	—	9,355	—	—	—	119,830	368,391
M H Coulson	368,150	184,075	184,075	39,875	31,651	10,000	81,196	899,022	796,742
L A Shaw[5]	246,750	123,375	123,375	15,636	6,776	23,133	—	539,045	199,396
K Chandra Sekaran	—	—	—	—	—	—	—	—	716,235
	688,550	**344,275**	**307,450**	**64,866**	**38,427**	**33,133**	**81,196**	**1,557,897**	**2,080,764**
Non-executive directors									
P E Hadsley-Chaplin[4]	50,000	—	—	1,510	—	—	—	51,510	—
P A Fletcher	—	—	—	—	—	—	—	—	23,100
B C Tozer	48,615	—	—	—	—	—	—	48,615	46,300
K Chandra Sekaran[6]	344,820	176,194	—	—	—	—	132,000	653,014	146,488
M Sherwin	41,580	—	—	—	—	—	—	41,580	39,600
T Ashton	41,580	—	—	—	—	—	—	41,580	39,600
Lee Y Z	41,580	—	—	—	—	—	—	41,580	36,300
	568,175	**176,194**	**—**	**1,510**	**—**	**—**	**132,000**	**877,879**	**331,388**
Total	**1,256,725**	**520,469**	**307,450**	**66,376**	**38,427**	**33,133**	**213,196**	**2,435,776**	**2,412,152**

1. In line with the Group remuneration policy for the UK executives, half of the bonus for the year to Mr M H Coulson and Mr L A Shaw (being in each case 12 months' salary) has been deferred into an award of options over fully paid shares of equal value which vest after three years subject to continued employment by the Group.
2. The pension costs for Mr M H Coulson are the contributions made by the Company to a Company-sponsored self-invested personal pension whilst those for Mr L A Shaw are the contributions made by the Company to the Company's defined contribution pension scheme.
3. The gain on share options for Mr M H Coulson includes amounts already reported in previous years as remuneration under "Bonus deferred". That for K Chandra Sekaran represents the gain on exercise of 20,000 shares granted under the 2012 executive share option scheme and on exercise of 3,000 under the 2017 long-term Incentive Scheme.
4. The remuneration for Mr P E Hadsley-Chaplin in 2024 is shown in the executive director remuneration section of the table for the period in which he was an executive director, and in the non-executive director section of the table for the remainder of the year.
5. Mr L A Shaw was appointed to the board on 1 August 2023, and this is reflected in his total remuneration for 2023.
6. K Chandra Sekaran received a fee as a non-executive director in 2024. In addition, he received an advisory fee from the Group's Indonesian subsidiary, PT Evans Indonesia. The bonus paid in 2024 relates to the period he served as an executive director.

The annual ratio for total remuneration of the chief executive in relation to the median of the Group's UK payroll excluding this individual was 6.0 (2023 — 5.9). The equivalent ratio for the percentage increase in annual total remuneration was 1.3 (2023 — 0.5).

Remuneration report continued

No additional performance criteria attach to the deferred-bonus awards since the original bonus will have been performance related.

In respect of senior staff who are not UK-based executive directors, the Group aims annually to grant options in a limited number of fully paid shares which vest after three years subject to continued employment by the Group. This is designed to retain valued individuals in a growing and competitive sector. No performance criteria attach to these awards.

EXECUTIVE DIRECTORS

When determining the remuneration of the executive directors, the remuneration committee considers the pay and conditions across the Group, particularly those of the senior management of the operations in Indonesia. The Group aims to provide remuneration packages for the directors and senior management which are a fair reward for their contribution to the business, having regard to the complexity of the Group's operations and the need to attract, retain and motivate high-quality senior management.

OPTIONS HELD OVER SHARES OF THE COMPANY BY DIRECTORS DURING THE YEAR ENDED 31 DECEMBER 2024

	Balance at 1 Jan 2024	Granted in the year	Exercised in the year	Balance at 31 Dec 2024	Exercise price pence	Date granted	Date from which normally exercisable	Expiry date
Executive share-option scheme								
K Chandra Sekaran	20,000	–	20,000	–	412.50	27 Apr 15	27 Apr 18	27 Apr 25
Total	**20,000**	–	**20,000**	–	–	–	–	–
Long-term incentive scheme								
M H Coulson	10,049	–	10,049	–	0.00	22 Dec 20	22 Dec 23	21 Dec 30
	13,748	–	–	13,748	0.00	14 Dec 21	14 Dec 24	13 Dec 31
	19,880	–	–	19,880	0.00	13 Dec 22	13 Dec 25	12 Dec 32
	18,000	–	–	*18,000	0.00	16 Jan 23	16 Jan 26	15 Jan 33
	22,256	–	–	22,256	0.00	12 Dec 23	12 Dec 26	11 Dec 33
	–	18,000	–	*18,000	0.00	4 Jan 24	4 Jan 27	3 Jan 34
	–	19,376	–	19,376	0.00	18 Dec 24	18 Dec 27	17 Dec 34
	83,933	**37,376**	**10,049**	**111,260**				
K Chandra Sekaran	3,000	–	3,000	–	0.00	1 Jul 21	1 Jul 24	30 Jun 31
	3,000	–	–	3,000	0.00	23 Mar 22	7 Jan 25	6 Jul 25
	3,000	–	–	3,000	0.00	1 Jul 22	1 Jul 25	31 Dec 25
	3,000	–	–	3,000	0.00	6 Jan 23	6 Jan 26	5 Jul 26
	3,000	–	–	3,000	0.00	1 Jul 23	1 Jul 26	31 Dec 26
	15,000	**–**	**3,000**	**12,000**				
L A Shaw	6,215	–	–	6,215	0.00	12 Dec 23	12 Dec 26	11 Dec 33
	–	12,000	–	*12,000	0.00	4 Jan 24	4 Jan 27	3 Jan 34
	–	12,986	–	12,986	0.00	18 Dec 24	18 Dec 27	17 Dec 34
	6,215	**24,986**	**–**	**31,201**				
Total	**125,148**	**62,362**	**33,049**	**154,461**				

* Relate to the UK executive long-term incentive award discussed on pages 54 and 55.

BONUS

Non-pensionable bonuses may be awarded annually in arrears at the discretion of the committee, taking account of the Group's performance during the period and other targeted objectives. Bonuses do not exceed twelve months' salary, half payable in cash and half deferred into an award of fully paid shares which vest three years after their grant, subject to continued employment by the Group (as described above). The bonuses for 2024 took into account, inter alia, the Group's performance in relation to EBITDA, profit for the year and palm-product production. The key performance indicators referred to in the 2023 annual report were also considered in general terms and the remuneration committee also noted the efforts made during the year, by each of the UK executives in progressing agreed areas of focus.

SHARE-OPTION ARRANGEMENTS

During 2024, K Chandra Sekaran was a member of the executive share-option scheme which was established in 2012. Options granted under this scheme gave K Chandra Sekaran the right to purchase shares on a future date at the market price of the shares on the date that the options were granted. As such, the value of any option is closely tied to the performance of the Group as reflected in its share price. There will be no gain on exercise unless the share price on the exercise date exceeds the share price on the date the options were granted. On 31 December 2024, options over nil shares (2023 — 20,000) granted to K Chandra Sekaran under this scheme remained outstanding. During the year, 20,000 options were exercised by him (2023 - none) and none (2023 - none) lapsed.

During the year, Matthew Coulson was a member of the long-term incentive scheme established in 2017 described above, under which half of any discretionary bonus is deferred into options over fully paid shares. Under this arrangement options on 19,376 fully-paid shares were awarded in 2024 (2023 — 22,256), representing half of the bonus awarded to him.

During the year, Luke Shaw was also a member of the long-term incentive scheme established in 2017 described above, under which half of any discretionary bonus is deferred into options over fully paid shares. Under this arrangement options on 12,986 fully paid shares were awarded in 2024 (2023 — 6,215).

The executive directors also received fully-paid share awards under the UK executive long-term incentive scheme referred to on pages 54 and 55.

No options are held by either the chairman or non-executive directors, other than K Chandra Sekaran, who was awarded options as part of his executive service.

At 31 December 2024, the middle-market quotation for the Company's shares, as derived from the London Stock Exchange Daily Official List, was 994p, as compared with the high and low quotations for the year of 996p and 722p respectively.

PENSIONS

The Company sponsors self-invested personal pensions ("SIPPs") for the UK executive directors. Contributions made by the Company to the SIPPs and to a life-assurance company give the executives a pension at retirement, a pension to a spouse payable on death whilst in the employment of the Company, and life-assurance cover based on a multiple of salary. No element of a director's remuneration package, other than basic salary, is pensionable. Individuals may elect to forgo contributions to the SIPP, in which case they receive an additional salary paid in lieu of the employer's pension contributions at the same cost to the Company.

NON-EXECUTIVE DIRECTORS

The fees of the non-executive directors are determined by the board having regard to the complexity of the Group's operations and the need to attract, retain and motivate high-quality non-executive directors and the level of fees paid for similar roles in equivalent companies.

Approved by the board of directors and signed by its order.

Katya Merrick
Company secretary
25 March 2025

Independent auditors' report

To the members of M.P. Evans Group PLC

OPINION ON THE FINANCIAL STATEMENTS

In our opinion:

- the financial statements give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 December 2024 and of the Group's profit for the year then ended;
- the Group financial statements have been properly prepared in accordance with UK adopted international accounting standards;
- the parent Company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of M.P. Evans Group Plc (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 December 2024 which comprise the consolidated income statement, consolidated statement of comprehensive income, consolidated and parent-Company balance sheets, consolidated and parent-Company statements of changes in equity, consolidated cash-flow statement and notes to consolidated and parent-Company financial statements, including a summary of material accounting policy information.

The financial reporting framework that has been applied in the preparation of the Group financial statements is applicable law and UK adopted international accounting standards. The financial reporting framework that has been applied in the preparation of the parent-Company financial statements is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 *Reduced Disclosure Framework* (United Kingdom Generally Accepted Accounting Practice).

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. 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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remain independent of the Group and the parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard as applied to listed entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

CONCLUSIONS RELATING TO GOING CONCERN

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate. Our evaluation of the directors' assessment of the Group and the parent Company's ability to continue to adopt the going concern basis of accounting included:

- A review of the directors' assessment of going concern and consideration of the key assumptions used in the forecasts, including:
  - Comparing the CPO price used to historical data and price forecasts.
  - Considering forecast production by comparing to historical results together with taking into account the age of planted areas in each estate.
- Consideration of the directors' sensitivity analysis together with performing further sensitivities on the revenue and gross profit margin assumptions.
- An assessment of the appropriateness and accuracy of cash-flow forecasts by comparing prior year forecasts to current year results.
- A review of whether the disclosures are appropriate for the circumstances of the entity and provide sufficient information about the Group and its subsidiaries and the directors' consideration of their ability to continue as a going concern.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group and the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

OVERVIEW

Key audit matters	2024	2023
Revenue recognition		✓
Revenue recognition (inappropriate journal postings to revenue)*	✓	

*In the prior year, our KAM focused on revenue recognition due to fraudulent manipulation of the tender prices. This year, we refined our group risk assessment at the planning stage, leading to a change in the key audit matter.

Materiality

Group financial statements as a whole
US$5.66m (2023: US$3.63m) based on 5% (2023: 5%) of profit before tax.

AN OVERVIEW OF THE SCOPE OF OUR AUDIT

Our Group audit was scoped by obtaining an understanding of the Group and its environment, the applicable financial reporting framework and the Group's system of internal control. On the basis of this, we identified and assessed the risks of material misstatement of the Group financial statements including with respect to the consolidation process. We then applied professional judgement to focus our audit procedures on the areas that posed the greatest risks to the Group financial statements. We continually assessed risks throughout our audit, revising the risks where necessary, with the aim of reducing the Group risk of material misstatement to an acceptable level, in order to provide a basis for our opinion.

Components in scope

We determined components at the legal entity level having considered the financial reporting process, the Group's activities and business lines and commonality of the control environment across the group, this resulted in a total of 21 components being identified.

Where we identified the Group risk of material misstatement to be attributable to a component we scoped in that component to perform further audit procedures to address a Group risk of material misstatement. To determine the level that each component was scoped in for further audit procedures we considered the component's contribution to financial statement areas of the Group's financial information associated with group risks of material misstatement.

For components in scope, we used a combination of risk assessment procedures and further audit procedures to obtain sufficient appropriate evidence. These further audit procedures included:

- procedures on the entire financial information of the component, including performing substantive procedures and tests of operating effectiveness of controls.
- procedures on one or more classes of transactions, account balances or disclosures.
- specific audit procedures.

Procedures performed at the component level

For the purpose of our Group audit, the group consisted of 21 components in total. These were comprised of 21 legal entities.

Procedures were performed on the entire financial information of 5 components, procedures were performed on one or more classes of transactions, account balances or disclosures of 8 components and specified procedures were performed at 2 components.

Disaggregation

The financial information relating to Group risks of material misstatement is highly disaggregated across the Group. We performed procedures at the component level in relation to these risks in order to obtain comfort over the residual population of group balances.

Working with other auditors

As Group auditor, we determined the components at which audit work was to be performed, together with the resources needed to perform this work. These resources included component auditors, who formed part of the Group engagement team as reported above. As Group auditor we are solely responsible for expressing an opinion on the financial statements.

In working with these component auditors, we held discussions with component audit teams on the significant areas of the Group audit relevant to the components based on our assessment of the Group risks of material misstatement. We issued our Group audit instructions to component auditors on the nature and extent of their participation and role in the Group audit, and on the Group risks of material misstatement.

We directed, supervised and reviewed the component auditors' work. This included a planning visit to meet with the component auditor, on-site review of component auditor documentation and evaluating the appropriateness of the audit procedures performed and the results thereof.

Climate change

Our work on the assessment of potential impacts of climate-related risks on the Group's operations and financial statements included:

- Enquiries and challenge of management to understand the actions they have taken to identify climate-related risks and their potential impacts on the financial statements and adequately disclose climate-related risks within the annual report;
- Our own qualitative risk assessment taking into consideration the sector in which the Group operates and how climate change affects this particular sector;
- Review of the minutes of board and audit committee meetings related to climate change and performed a risk assessment as to how the impact of the Group's commitment as set out in the sustainability section in the report may affect the financial statements and our audit.

We challenged the extent to which climate-related considerations, including the expected cash flows from the initiatives and commitments have been reflected, where appropriate, in the directors' going concern assessment.

independent auditors' report continued

We also assessed the consistency of management's disclosures included as other Information the financial statements and with our knowledge obtained from the audit.

Based on our risk assessment procedures, we did not identify any key audit matters materially impacted by climate-related risks and related commitments.

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 and include the most significant assessed risks of material misstatement (whether or not due to fraud) that we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit, and directing the efforts of the engagement team. 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.

KEY AUDIT MATTER

Revenue recognition (inappropriate journal postings to revenue)

Refer to the accounting policies of the Group on page 70 for further detail together with note 4a.

The Group generates revenue predominantly from the sale of crude palm oil ('CPO') and palm kernels ('PK') from processed fresh fruit bunches ('ffb').

CPO and PK contracts require either full advance payment or an initial advance payment with the rest paid after all goods are delivered as per the contract.

On receipt of payment in advance from the customer, the revenue transaction is recorded in deferred income which is then released once goods are delivered.

Journal postings to revenue are expected as part of the revenue recognition process and therefore the existence of adjustments to revenue accounts would not immediately be considered unusual and as a result could create an opportunity for management to manipulate revenue through these entries.

For this reason, we considered revenue recognition (inappropriate journal postings to revenue) to be a key audit matter.

How the scope of our audit addressed the key audit matter

We performed the procedures below:

- Obtained an understanding of the transaction process for CPO and PK revenue streams by observing transactions from initial tender to cash receipt and recognition of the transaction in the general ledger. This included understanding the design and implementation of controls over the processing of revenue.
- Identified the journal characteristics which, in our judgement, would be considered unusual or potentially indicative of fraud.
- For all journals identified under these characteristics, we tested their appropriateness by checking if the journals had appropriate supporting documentation, were correctly recorded, had valid business reasons, were reasonable for the operation of the business and were properly authorised.

Key observations:

Based on our procedures performed, we did not identify any indicator to suggest that journals posted by management were not appropriate.

OUR APPLICATION OF MATERIALITY

We apply the concept of materiality both in planning and performing our audit, and in evaluating the effect of misstatements. We consider materiality to be the magnitude by which misstatements, including omissions, could influence the economic decisions of reasonable users that are taken on the basis of the financial statements.

In order to reduce to an appropriately low level the probability that any misstatements exceed materiality, we use a lower materiality level, performance materiality, to determine the extent of testing needed. Importantly, misstatements below these levels will not necessarily be evaluated as immaterial as we also take account of the nature of identified misstatements, and the particular circumstances of their occurrence, when evaluating their effect on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole and performance materiality as follows:

	Group financial statements		Parent-Company financial statements	
	2024	**2023**	**2024**	**2023**
Materiality	US$5.66 million	US$3.6 million	US$2.2 million	US$2.1 million
Basis for determining materiality	5% of profit before tax	5% of profit before tax	2% of total assets	2% of total assets
Rationale for benchmark applied	We consider profit to be a key performance measure to a user for the purpose of evaluating financial performance.		Calculated as 2% of total assets restricted to 95% percent of Group materiality (if lower) for Group reporting purposes given the assessment of aggregation risk.	
Performance materiality	US$3.96 million	US$2.5 million	US$1.6 million	US$1.5 million
Basis for determining performance materiality	70% of materiality	70% of materiality	70% of materiality	70% of materiality
Rationale for the percentage applied for performance materiality	70% of materiality based on our experience and knowledge of the Group and parent Company, Group structure, planned testing approach, and history of errors.			

Component performance materiality

For the purposes of our Group audit opinion, we set performance materiality for each component of the Group, apart from the parent Company whose materiality and performance materiality are set out above, based on a percentage of between 76% and 12% of Group performance materiality (2023: 60% and 40% of Group materiality), dependent on a number of factors including:

- Expectations about the nature, frequency, and magnitude of misstatements in the component financial information.
- Extent of disaggregation of the financial information across components.
- Relative size of components.
- Significant changes affecting the component since prior year and our assessment of the risk of material misstatement of those components. Component performance materiality ranged from $1.43m to $0.48m (2023: $2.15m to $1.45m).

Reporting threshold

We agreed with the audit committee that we would report to them all individual audit differences in excess of $283,000 (2023: $72,600). We also agreed to report differences below this threshold that, in our view, warranted reporting on qualitative grounds.

OTHER INFORMATION

The directors are responsible for the other information. The other information comprises the information included in the document entitled 'annual report' other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

OTHER COMPANIES ACT 2006 REPORTING

Based on the responsibilities described below and our work performed during the course of the audit, we are required by the Companies Act 2006 and ISAs (UK) to report on certain opinions and matters as described below:

Strategic report and directors' report	In our opinion, based on the work undertaken in the course of the audit: • the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and • the strategic report and the directors' report have been prepared in accordance with applicable legal requirements. In the light of the knowledge and understanding of the Group and parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.
Matters on which we are required to report by exception	We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion: • adequate accounting records have not been kept by the parent Company, or returns adequate for our audit have not been received from branches not visited by us; or • the parent-Company financial statements are not in agreement with the accounting records and returns; or • certain disclosures of directors' remuneration specified by law are not made; or • we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the report of the directors, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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 ISAs (UK) 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.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Non-compliance with laws and regulations

Based on:

- Our understanding of the Group and the industry in which it operates;
- Discussion with management and those charged with governance and component auditors; and
- Obtaining an understanding of the Group's policies and procedures regarding compliance with laws and regulations.

We considered the significant laws and regulations to be the applicable accounting framework, UK company law, UK tax legislation, AIM Rules and the component auditors considered compliance with Indonesian tax law, the Indonesian Sustainable Palm Oil (ISPO) regulations and Indonesian land laws.

The Group is also subject to laws and regulations where the consequence of non-compliance could have a material effect on the amount or disclosures in the financial statements, for example through the imposition of fines or litigation. We identified such laws and regulations to be anti-bribery legislation, the health and safety legislation and local Indonesian labour laws.

Our procedures in respect of the above included:

- Review of correspondence with regulatory and tax authorities for any instances of non-compliance with laws and regulations;
- Involvement of tax specialists in the audit;
- Review of legal expenditure accounts to understand the nature of expenditure incurred;
- Reviewing the financial statement disclosures and agreeing to underlying supporting documentation where necessary.
- Review of internal audit reports throughout the year and subsequent to the year-end and review of minutes of all board and committee meetings held during and subsequent to the year for any indicators of non-compliance and making enquiries of management and of the directors as to the risks of non-compliance and any instances thereof.

Fraud
We assessed the susceptibility of the financial statements to material misstatement, including fraud. Our risk assessment procedures included:

- Enquiry with management and those charged with governance including the audit committee, regarding any known or suspected instances of fraud;
- Obtaining an understanding of the Group's policies and procedures relating to:
  - Detecting and responding to the risks of fraud; and
  - Internal controls established to mitigate risks related to fraud.

Review of minutes of meetings of those charged with governance for any known or suspected instances of fraud;

- Discussion amongst the engagement team as to how and where fraud might occur in the financial statements;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- Considering remuneration incentive schemes and performance targets and the related financial statement areas impacted by these.

Based on our risk assessment, we considered the areas most susceptible to fraud to be unusual account combinations in revenue journals, post-closing and accounts preparation journals and journals with connected parties:

Our procedures in respect of the above included:

- Testing a sample of journal entries throughout the year, which met a defined risk criteria, by agreeing to supporting documentation;
- Assessing significant estimates made by management.

We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members including component auditors who were all deemed to have appropriate competence and capabilities and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit. For component auditors, we also reviewed the result of their work performed in this regard.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

USE OF OUR REPORT

This report is made solely to the parent Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the parent Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the parent Company and the parent Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Nigel Harker (Senior Statutory Auditor)
for and on behalf of BDO LLP, Statutory Auditor
Gatwick, United Kingdom
25 March 2025

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127)

Consolidated income statement

For the year ended 31 December 2024

	Note	2024 US$'000	2023 US$'000
Continuing operations			
Revenue	4	352,839	307,368
Cost of sales		(236,249)	(228,915)
Gross profit		116,590	78,453
Gain on biological assets		1,847	551
Foreign-exchange loss		(23)	(1,188)
Other administrative expenses		(5,930)	(5,443)
Other income		3,211	2,923
Operating profit		115,695	75,296
Finance income	6	1,236	1,348
Finance costs	7	(3,441)	(3,810)
Profit before tax	8	113,490	72,834
Tax on profit on ordinary activities	9	(25,213)	(18,826)
Profit after tax		88,277	54,008
Share of associated companies' profit after tax	15	2,355	2,390
Profit for the year		**90,632**	**56,398**
Attributable to:			
Owners of M.P. Evans Group PLC		87,851	52,487
Non-controlling interests	28	2,781	3,911
		90,632	**56,398**

		US Cents	US Cents
Continuing operations			
Basic earnings per 10p share	11	165.9	97.6
Diluted earnings per 10p share	11	165.1	97.2

		Pence	Pence
Basic earnings per 10p share			
Continuing operations		129.6	78.1

Consolidated statement of comprehensive income

For the year ended 31 December 2024

	2024 US$'000	2023 US$'000
Profit for the year	90,632	56,398
Other comprehensive income/(expense) (net of tax)		
Items that may be reclassified to the income statement		
Exchange gain/(loss) on translation of foreign operations	155	(457)
Exchange gain/(loss) on translation of associates	339	(483)
Items that will not be reclassified to the income statement		
Remeasurement of retirement-benefit obligations	684	(366)
Other comprehensive income/(expense) for the year	1,178	(1,306)
Total comprehensive income	**91,810**	**55,092**
Attributable to:		
Owners of M.P. Evans Group PLC	89,020	51,203
Non-controlling interests	2,790	3,889
	91,810	**55,092**

Consolidated balance sheet

Company number: 1555042

As at 31 December 2024

	Note	2024 US$'000	2023 US$'000
Non-current assets			
Goodwill	13	17,083	17,083
Other intangible assets	13	852	1,012
Property, plant and equipment	14	480,983	486,915
Investments in associates	15	10,524	10,003
Investments	16	61	59
Deferred-tax asset	23	1,808	1,138
Trade and other receivables	19	–	8,875
		511,311	525,085
Current assets			
Biological assets	17	5,635	3,788
Inventories	18	22,788	24,155
Trade and other receivables	19	20,847	23,853
Current-tax asset		7,777	8,673
Current-asset investments	20	214	270
Cash and cash equivalents	20	79,223	39,324
		136,484	100,063
Total assets		**647,795**	**625,148**
Current liabilities			
Borrowings	22	12,953	21,009
Trade and other payables	21	33,122	27,547
Current-tax liability		13,029	6,279
		59,104	54,835
Net current assets		**77,380**	**45,228**
Non-current liabilities			
Borrowings	22	20,074	33,413
Deferred-tax liability	23	22,007	19,398
Retirement-benefit obligations	24	13,141	12,429
		55,222	65,240
Total liabilities		**114,326**	**120,075**
Net assets		**533,469**	**505,073**
Equity			
Share capital	25	8,922	9,062
Other reserves	27	53,887	53,263
Retained earnings	27	462,938	422,748
Equity attributable to the owners of M.P. Evans Group PLC		**525,747**	**485,073**
Non-controlling interests	28	7,722	20,000
Total equity		**533,469**	**505,073**

The financial statements on pages 64 to 91 were approved by the board of directors on 25 March 2025 and signed on its behalf by

Peter Hadsley-Chaplin
Chairman

Matthew Coulson
Chief executive

Consolidated statement of changes in equity

For the year ended 31 December 2024

	Note	Share capital US$'000	Other reserves US$'000	Retained earnings US$'000	Total US$'000	Non-controlling interests US$'000	Total equity US$'000
Profit for the year		—	2,355	85,496	87,851	2,781	90,632
Other comprehensive income for the year		—	236	933	1,169	9	1,178
Total comprehensive income for the year		**—**	**2,591**	**86,429**	**89,020**	**2,790**	**91,810**
Issue of share capital	25	9	98	—	107	—	107
Dividends paid	10	—	—	(32,339)	(32,339)	(4,450)	(36,789)
Dividends from associates	15	—	(2,425)	2,425	—	—	—
Share buyback		(149)	149	(13,367)	(13,367)	—	(13,367)
Credit to equity for equity-settled share-based payments	26	—	211	465	676	—	676
Acquisition of non-controlling interest	12	—	—	(3,423)	(3,423)	(10,618)	(14,041)
Transactions with owners		**(140)**	**(1,967)**	**(46,239)**	**(48,346)**	**(15,068)**	**(63,414)**
At 1 January 2024		9,062	53,263	422,748	485,073	20,000	505,073
At 31 December 2024		**8,922**	**53,887**	**462,938**	**525,747**	**7,722**	**533,469**
Profit for the year		—	2,390	50,097	52,487	3,911	56,398
Other comprehensive expense for the year		—	(515)	(769)	(1,284)	(22)	(1,306)
Total comprehensive income for the year		**—**	**1,875**	**49,328**	**51,203**	**3,889**	**55,092**
Issue of share capital	25	6	(6)	—	—	—	—
Dividends paid	10	—	—	(28,188)	(28,188)	(1,551)	(29,739)
Dividends from associates	15	—	(3,566)	3,566	—	—	—
Share buyback		(123)	123	(9,678)	(9,678)	—	(9,678)
Credit to equity for equity-settled share-based payments	26	—	294	260	554	—	554
Transactions with owners		**(117)**	**(3,155)**	**(34,040)**	**(37,312)**	**(1,551)**	**(38,863)**
At 1 January 2023		9,179	54,543	407,460	471,182	17,662	488,844
At 31 December 2023		**9,062**	**53,263**	**422,748**	**485,073**	**20,000**	**505,073**

Consolidated cash-flow statement

For the year ended 31 December 2024

	Note	2024 US$'000	*2023 US$'000
Net cash generated by operating activities	29	**135,800**	**79,674**
Investing activities			
Acquisition of subsidiaries, net of cash acquired	12	–	(34,516)
Purchase of property, plant and equipment	14	(21,630)	(38,282)
Purchase of intangible assets	13	(24)	(25)
Interest received	6	1,050	600
Repayment of loans made to smallholder co-operatives		2,291	738
New loans to smallholder co-operatives		(1,608)	(2,931)
Bank deposits treated as current asset investments		44	(266)
Proceeds on disposal of property, plant and equipment		548	6,997
Net cash used by investing activities		**(19,329)**	**(67,685)**
Financing activities			
Acquisition of non-controlling interest	12	(6,000)	–
New borrowings		637	–
Repayment of borrowings		(21,145)	(17,405)
Dividends paid to Company shareholders		(32,339)	(28,188)
Dividends paid to non-controlling interest		(3,145)	(155)
Issue of Company shares		107	–
Buyback of Company shares		(13,367)	(9,678)
Net cash used by financing activities		**(75,252)**	**(55,426)**
Net increase/(decrease) in cash and cash equivalents		**41,219**	**(43,437)**
Net cash and cash equivalents at 1 January		39,324	82,503
Effect of foreign-exchange rates on cash and cash equivalents		(1,320)	258
Cash and cash equivalents at 31 December	20	**79,223**	**39,324**

* Certain cash flows relating to balances with smallholder co-operatives have been amended above and in note 29 for consistency with the current year treatment.

Notes to the consolidated accounts

For the year ended 31 December 2024

1 General information

M.P. Evans Group PLC is a public limited company incorporated in the United Kingdom under the Companies Act 2006 and listed on the London Stock Exchange's Alternative Investment Market ("AIM"), Company number 1555042. The Company is registered in England and Wales, and the address of its registered office is given on page 104. The nature of the Group's operations and its principal activities are set out in note 4.

The functional currency of M.P. Evans Group PLC, determined under IAS 21, is the US Dollar. Likewise, the functional currency of subsidiaries operating in the palm-oil sector is the US Dollar, reflecting the primary economic environment in which the Group operates. The presentational currency for the Group accounts is also the US Dollar.

As permitted by section 408 of the Companies Act 2006, the Company has elected not to present its own income statement for the year. M.P. Evans Group PLC reported a profit for the year of US$45,961,000 (2023 – US$46,102,000). The Company's separate financial statements are set out on pages 92 to 97.

By virtue of Section 479A of the Companies Act 2006, the Company's subsidiary Bertam Consolidated Rubber Company Limited is exempt from the requirement to have an audit and prepare individual accounts. Details of all subsidiary companies are shown on page 98.

2 Adoption of new and revised accounting standards

(a) New and amended standards adopted by the Group

There have been a number of new and amended standards issued by the International Accounting Standards Board ("IASB") that became effective for the first time during the year ended 31 December 2024. The Group has assessed each of them and concluded that the following standards and amendments have not had a material impact on the Group's results or financial position.

IFRS 16 *Lease liability in a sale and leaseback*
IAS 1 *Classification of liabilities as current or non-current*
IAS 1 *Non-current liabilities with covenants*
IAS 7 *Supplier finance arrangements*

(b) New standards, amendments and interpretations issued but not effective for the year beginning 1 January 2024 and not adopted early

At the date of authorisation of these financial statements, a number of new and revised IFRSs have been issued by the IASB but are not yet effective, as listed below. The directors continue to perform a review of each of the new and revised standards and, based on the Group's current operations and accounting policies, are assessing the impact of any material change in the Group's financial reporting.

IFRS 9 *Amendments to the classification and measurement of financial instruments*
IFRS 9 and 7 *Contracts referencing nature-dependent electricity*
IFRS18 *Presentation and disclosure in financial statements*
IFRS19 *Subsidiaries without public accountability*
IAS 21 *Lack of exchangeability*

3 Accounting policies

(a) Accounting convention and basis of presentation

The consolidated financial statements of M.P. Evans Group PLC have been prepared in accordance with UK-adopted International Accounting standards and with the requirements of the Companies Act 2006 as applicable to companies reporting under International Financial Reporting Standards (IFRS). They have been prepared under the historical cost convention, except for items that are required by IFRS to be measured at fair value, principally biological assets. The Group's financial statements therefore comply with the AIM rules.

(b) Going concern

The financial statements have been prepared on a going-concern basis. The directors have conducted a review of projected cash flows from operations, investing and financing considering in detail the period up to the end of 2026, including risks and sensitivities, concluding that the Group has sufficient projected funds to carry on its business and its planned investment programme in the medium term. Furthermore, the Group has control over its main cash expenditure, investment in its new estates and planting, which it can manage according to the resources available. Further details are given in the report of the directors on page 44.

3 Accounting policies continued

(c) Basis of consolidation

The Group financial statements consolidate the financial statements of the Company and all of its subsidiaries, and equity accounts for its associated undertakings. The Group treats as subsidiaries those entities in which it has power over the investee, has the rights or exposure to variable returns, and has the ability to affect those returns. All subsidiary and associated undertakings prepare their financial statements to 31 December.

Where necessary, the financial statements of subsidiary and associated companies are adjusted prior to consolidation or equity accounting to bring them into line with the Group's accounting policies. All intra-Group transactions, balances, income and expenses are eliminated on consolidation. The results of subsidiaries or associated companies acquired or disposed of during the year are included in the consolidated income statement from or up to the effective point of gaining or losing either control or significant influence as appropriate.

Non-controlling interests in the net assets of subsidiaries are separately identified. They consist of non-controlling interests at the date of business combination, and the non-controlling interest's share of subsequent changes in equity.

On disposal of a subsidiary or associated company, the gain or loss on disposal is calculated as the difference between the fair value of the proceeds received and the Group's consolidated carrying value of the assets and liabilities of the subsidiary or associated undertaking, including goodwill where relevant. If required by IFRS 5, results (including comparative amounts) of the disposed of subsidiary or associated undertaking are included within discontinued operations.

(d) Revenue

Revenue represents the consideration due for CPO, PK and ffb sold during the year, excluding sales taxes. Income is recognised at the point of delivery, which is deemed to be the point at which the performance obligation is satisfied. Payment terms are cash on delivery. However, in some circumstances credit is offered to selected customers, on up to 30-day terms.

(e) Retirement benefits

In the UK, the Group operates a defined-contribution pension scheme. The pension charge represents the contributions payable by the Group under the rules of the scheme.

In Indonesia, as required by law, a lump sum is paid to employees on retirement or on leaving the Group's employment. This terminal benefit is unfunded, but the expense is accrued by the Group based on an annual actuarial review using the projected unit credit method and charged to the income statement on the basis of individuals' service at the balance-sheet date. Remeasurement by the actuary is included in equity through other comprehensive income or expense, whilst all other movements in the liability, other than benefits paid, are recognised in profit or loss.

(f) Share-based payments

The Group issues equity-settled, share-based payments to certain employees. Such share-based payments are measured at fair value (excluding the effect of any non-market-based vesting conditions) at the date of grant. The fair value determined at the grant date of the equity-settled, share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of shares that will eventually vest. Fair value is measured by application of the Black-Scholes model, using management's best estimates assuming that: options are exercised in the middle of the exercise period for market-priced options and at the start of the exercise period for options issued under the long-term incentive scheme; dividend yield is the latest annual dividend divided by the share price on the date the options are granted; share-price volatility is assessed as the average standard deviation over one year using share prices since 1 January 1993. At each balance-sheet date the Group estimates the number of options it expects to vest. Any changes from the previous estimate are recognised in the income statement.

(g) Business combinations and goodwill

On acquisition of shares in subsidiary companies or associated undertakings, the directors compare the fair value of the consideration given for the shares with the fair value of the identifiable net assets acquired, including an estimation of the fair value of property, plant and equipment, intangible fixed assets and biological assets. This comparison is used to establish the value of goodwill or the excess of fair value of the identifiable net assets and liabilities acquired over their cost.

Goodwill arising on acquisition is ascribed to an operating subsidiary and capitalised, with provision being made for any impairment. Goodwill is tested for impairment at least annually but provisions, once made, are not reversed.

3 Accounting policies continued

(h) Biological assets

For internal reporting and decision making, the Group's policy is to recognise fresh fruit bunches ("ffb") at the point of harvest. For the purposes of statutory reporting, the Group's policy is to include an estimate of the fair value of ffb prior to harvest as a biological asset in the Group's financial statements (see note 17). The impact of initial valuations and subsequent changes in value are included in the Group's income statement. The valuation falls into the IFRS category 'Level 3', since sales of ffb prior to harvest are never transacted.

Deferred tax is recognised at the relevant local rate on the difference between the estimated cost of biological assets and their carrying value determined under IAS 41.

(i) Intangible assets

Intangible assets (other than goodwill) are stated at historical cost less amortisation. Software is written off over its estimated useful life on a straight-line basis at 10% per annum. Estimated useful lives are reviewed at each balance-sheet date.

(j) Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes all expenditure incurred in acquiring the asset, including directly-attributable borrowing costs. Leasehold land in Indonesia is held on 25- or 35-year leases and initial costs are not depreciated as the leases can be renewed without significant cost. Oil-palm plantings are recognised at cost and depreciated, once they reach maturity, over 20 years. Perpetual-leasehold land in Malaysia is classified as freehold land, which is not depreciated.

Buildings, plant, equipment and vehicles, are written off over their estimated useful lives on a straight-line basis. Estimated useful lives are reviewed at each balance-sheet date. Where the board judges the residual value of an asset to exceed its carrying value, as in the case of the UK office, no provision is made for depreciation.

Construction in progress is measured at cost and is not depreciated. Depreciation commences once assets are complete and available for use.

	Rates of depreciation (per annum)
Land	0-3%
Buildings	3-20%
Planting	4-5%
Plant and equipment	5-50%
Vehicles	7-33%

(k) Leases

All leases are accounted for by recognising a right-of-use asset and a lease liability, except for leases of low-value assets and leases with a duration of 12 months or less. Lease liabilities are measured at the present value of lease payments over the term of the lease, and the right-of-use asset is measured at a corresponding amount. The asset is depreciated on a straight-line basis over the lease term, and the lease payments are allocated to the lease liability and the interest implicit in the lease.

(l) Investments in associated companies

Undertakings over which the Group has the ability to exert significant influence, but not control, through shareholdings and board membership, are treated as associated undertakings. Investments in associated undertakings are held in the consolidated financial statements under the equity method of accounting. The consolidated income statement includes the Group's share of the profit or loss on ordinary activities after taxation based on audited financial information for the year ended 31 December 2024. In the consolidated balance sheet, the investments in the associated undertakings are shown as the Group share of net assets at the balance-sheet date less any profits deferred on sales made to associated companies.

(m) Inventories

Inventories are valued at the lower of cost and net realisable value. In the case of palm oil, cost represents the weighted-average cost of production, including appropriate overheads. Other inventories are valued on the basis of first in, first out. Young seedlings are included within nurseries as part of inventory, and their cost is transferred to immature planting within property, plant and equipment when they are planted out in the field.

3 Accounting policies continued

(n) Taxation

The tax charge for the year comprises current and deferred tax. The Group's current-tax asset or liability is calculated using tax rates that have been enacted or substantively enacted by the balance-sheet date.

Deferred tax is accounted for using the balance-sheet-liability method, calculated at the tax rates that are expected to apply in the period when the liability is settled, or the asset is realised. Liabilities are generally recognised for all taxable temporary differences; deferred-tax assets are recognised if it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is not provided for on initial recognition of goodwill.

The Group recognises deferred-tax liabilities arising from taxable temporary differences on investments in subsidiaries and associates, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. The carrying amount of deferred-tax assets is reviewed at each balance-sheet date.

Deferred-tax assets and liabilities are offset when there is a legally-enforceable right to set off current-tax assets against current-tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current-tax assets and liabilities on a net basis.

(o) Financial instruments

Financial assets and financial liabilities are initially recognised on the Group's balance sheet at fair value when the Group becomes a party to the contractual provisions of the instrument and, other than the Group's investments in unlisted shares, are carried at amortised cost.

Financial assets at fair value through profit or loss — the Group's investments in unlisted shares (other than associated undertakings) are classified as fair value through profit or loss and stated at fair value, with gains and losses recognised directly in the income statement. Fair value is the directors' estimate of sales proceeds at the balance-sheet date.

Trade and other receivables — these represent both amounts due from customers in the normal course of business, recoverable VAT, and financing made available to related parties and smallholder co-operatives. Balances are initially stated at their fair value, and subsequently measured at amortised cost, using the effective-interest-rate method, as reduced by appropriate allowances for estimated expected credit losses, which are charged to the income statement.

Current-asset investments — these include bank deposits with maturities expected to be within twelve months.

Cash and cash equivalents — these include cash at hand, and bank deposits with original maturities of three months or less.

Bank borrowings — interest-bearing bank loans and overdrafts are recorded at the proceeds received, net of direct issue costs. Finance charges are accounted for on an accruals basis in the income statement using the effective-interest-rate method.

Trade and other payables — these are initially measured at fair value, and are subsequently measured at amortised cost, using the effective-interest-rate method.

Deferred income — this represents cash payments made by customers in advance of delivery of the related product.

Equity instruments — equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

(p) Foreign currencies

As set out in note 1, the functional currency of the parent Company and of subsidiaries operating in the palm-oil sector is the US Dollar. The functional currency of Group companies operating in the property-development sector is the local currency, the Malaysian Ringgit. Where relevant, results of all Group companies are translated for the purposes of consolidation into the Group's presentation currency, the US Dollar. The monetary assets and liabilities of the Group's foreign operations are translated at exchange rates on the balance-sheet date. Items in the income statement are translated at the average exchange rate for the period.

Exchange differences are recognised as a profit or loss in the period in which they arise, except for exchange differences on monetary items payable to foreign operations where settlement is neither planned nor likely to occur, in which case the difference is recognised initially in other comprehensive income. In addition, exchange differences arising from translating the results of Group companies that do not have the US Dollar as their functional currency are also recognised in other comprehensive income.

3 Accounting policies continued

(q) Segmental reporting

Operating segments are consistent with the internal reporting provided to the chief operating-decision maker. The chief operating-decision maker, which is responsible for allocating resources and assessing performance of the operating segments, is the board of directors. The Group's reportable operating segments are included in note 4(b).

(r) Critical accounting judgements and key sources of estimation uncertainty

The preparation of consolidated financial statements under IFRS requires the Group to make estimates and assumptions that affect how its policies are applied and hence the amounts reported in the financial statements. Estimates and judgements are periodically evaluated. They are based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from estimates.

The critical judgements and key estimates which have the most significant impact on the carrying amount of assets and liabilities are identified below and discussed further in the relevant notes to the accounts.

Critical judgements

- Deferred tax on unremitted earnings (note 23);
- Depreciation of leasehold land (note 14); and
- Treatment of acquisitions in the prior year (note 12).

Key estimates

- Carrying value of deferred-tax assets relating to losses (note 23);
- Determination of retirement-benefit obligations (note 24);
- Carrying value of goodwill (note 13);
- Valuation of biological assets — growing produce (note 17); and
- Fair values on business combinations (note 12).

4 Revenue and segment information

(a) Revenue

	Plantation Indonesia US$'000	Other US$'000	Total US$'000
2024			
Sales of crude palm oil	297,807	—	297,807
Sales of palm kernels	40,912	—	40,912
Sales of fresh fruit bunches	14,120	—	14,120
Other	—	—	—
	352,839	**—**	**352,839**
2023			
Sales of crude palm oil	266,493	—	266,493
Sales of palm kernels	28,637	—	28,637
Sales of fresh fruit bunches	12,190	—	12,190
Other	—	48	48
	307,320	**48**	**307,368**

The Group sells some crop (fresh fruit bunches) to outside mills for processing, with a selling price based on the CPO market and an assumed rate of extraction. Crude palm oil and palm kernels are sold through volume-based contracts or as spot sales following a tender from a customer.

Notes to the consolidated accounts continued

4 Revenue and segment information continued

(b) Segment information

The Group's reportable segments are distinguished by location and activity: palm-oil plantations in Indonesia and property development in Malaysia. The 'other' segment relates in the main to the Group's UK head office.

	Plantation Indonesia US$'000	Property Malaysia US$'000	Other US$'000	Total US$'000
2024				
Continuing operations				
Revenue	352,839	–	–	352,839*
Gross profit	116,590	–	–	116,590
Gain on biological assets	1,847	–	–	1,847
Foreign-exchange gain/(loss)	40	–	(63)	(23)
Other administrative expenses	(716)	–	(5,214)	(5,930)
Other income	3,201	–	10	3,211
Operating profit				**115,695**
Finance income	965	–	271	1,236
Finance costs	(1,310)	–	(2,131)	(3,441)
Profit before tax				**113,490**
Tax	(24,142)	–	(1,071)	(25,213)
Profit after tax				**88,277**
Share of associated companies' profit after tax	1,396	959	–	2,355
Profit for the year				**90,632**
Consolidated total assets				
Non-current assets	499,841	–	946	500,787
Current assets	118,229	–	18,255	136,484
Investments in associates	5,316	5,208	–	10,524
	623,386	**5,208**	**19,201**	**647,795**
Consolidated total liabilities				
Liabilities	101,915	–	12,411	114,326
Other information				
Additions to property, plant and equipment	21,611	–	19	21,630
Additions to intangible assets	24	–	–	24
Depreciation	26,472	–	19	26,491
Amortisation	184	–	–	184

* US$177.6 million of revenue (50.3%) was from sales to 2 customers (39.7% and 10.6% respectively).

4 Revenue and segment information continued

(b) Segment information continued

	Plantation Indonesia US$'000	Property Malaysia US$'000	Other US$'000	Total US$'000
2023				
Continuing operations				
Revenue	307,320	–	48	307,368*
Gross profit	78,405	–	48	78,453
Gain on biological assets	551	–	–	551
Foreign-exchange loss	(833)	–	(355)	(1,188)
Other administrative expenses	(458)	–	(4,985)	(5,443)
Other income	2,913	–	10	2,923
Operating profit				**75,296**
Finance income	564	–	784	1,348
Finance costs	(298)	–	(3,512)	(3,810)
Profit before tax				**72,834**
Tax	(17,721)	–	(1,105)	(18,826)
Profit after tax				**54,008**
Share of associated companies' profit after tax	1,107	1,283	–	2,390
Profit for the year				**56,398**
Consolidated total assets				
Non-current assets	505,263	–	9,819	515,082
Current assets	91,210	–	8,853	100,063
Investments in associates	5,821	4,182	–	10,003
	602,294	**4,182**	**18,672**	**625,148**
Consolidated total liabilities				
Liabilities	87,185	–	32,890	120,075
Other information				
Additions to property, plant and equipment	42,672	–	52	42,724
Additions to intangible assets	25	–	–	25
Depreciation	24,090	–	12	24,102
Amortisation	180	–	–	180

* US$160.5 million of revenue (52.2%) was from sales to 2 customers (34.3% and 17.9% respectively).

5 Employees

	2024 US$'000	2023 US$'000
Employee costs during the year		
Wages and salaries	48,677	47,417
Social security costs	3,575	3,517
Current service cost of retirement benefit (see note 24)	2,270	1,770
Other pension costs	312	437
Share-based payment charge	676	554
	55,510	**53,695**

	2024 Number	2023 Number
Average monthly number of people employed (including executive directors)		
Estate manual	12,504	12,701
Local management	99	102
United Kingdom head office	7	7
	12,610	**12,810**

Included in the table above are costs relating to key management personnel, those persons having authority and responsibility for planning, directing and controlling the activities of the Group. Total directors' emoluments for the year were £2.0 million (2023 £2.3 million). Emoluments for the highest paid director were £0.9 million (2023 £0.9 million). The total gain on exercise of share options by the directors was £0.2 million (2023 £0.1 million). The total gain on exercise of share options by the highest paid director was £0.1 million (2023 nil). The total number of directors for whom contributions were made to defined contribution pension arrangements was 2 (2023 – 2), in the current year the highest paid director received contributions to defined contribution pension arrangements of £0.0 million (2023 did not). In addition to amounts paid to directors, other key management personnel received a further £0.3 million (2023 £0.3 million) in short-term employee benefits during the year.

6 Finance income

	2024 US$'000	2023 US$'000
Interest receivable on bank deposits	1,050	600
Interest receivable on related party loans	186	748
	1,236	**1,348**

7 Finance costs

	2024 US$'000	2023 US$'000
Interest payable on bank loans and overdrafts	3,441	3,810

8 Profit before tax

	2024 US$'000	2023 US$'000
Profit before tax is stated after charging:		
Depreciation of property, plant and equipment	26,491	24,102
Amortisation of intangible assets	184	180
Auditors' remuneration*	493	451
Employee costs (note 5)	55,510	53,695
The analysis of auditors' remuneration is as follows:		
Audit of UK parent Company	38	36
Audit of consolidated financial statements	212	198
Audit of overseas subsidiaries	236	191
Total audit services	**486**	**425**
Taxation advisory services	—	—
Total non-audit services	**—**	**—**

* In addition to the above, US$7,000 (2023 US$26,000) were payable to other firms for the audit of subsidiary companies.

9 Tax on profit on ordinary activities

	2024 US$'000	2023 US$'000
United Kingdom corporation tax charge for the year	860	857
Relief for overseas taxation	(860)	(857)
	—	—
Overseas taxation	23,503	15,851
Adjustments in respect of prior years	—	2,539
Total current tax	23,503	18,390
Deferred taxation — origination and reversal of temporary differences (see note 23)	1,710	436
	25,213	**18,826**

The standard rate of tax for the year, based on the weighted average of standard tax rates applied in the United Kingdom during 2024 was 25% (2023 – 23.52%). The standard rate of Indonesian tax was 22% (2023 – 22%). As the parent Company is based in the UK, when preparing the reconciliation of the effective tax rate, the Group uses the UK corporation tax rate, notwithstanding that the majority of the Group's business is based in Indonesia. The reconciliation includes a line to show the impact of the difference in tax rates, the majority of which reflects the difference between the Indonesian and UK standard rate of corporation tax. The actual tax charge is lower than the standard rate for the reasons set out in the reconciliation below.

	2024 US$'000	2023 US$'000
Profit on ordinary activities before tax	113,490	72,834
Tax on profit on ordinary activities at the standard rate	28,373	17,131
Factors affecting the charge for the year		
Profits taxed at lower standard tax rate	(3,292)	(1,039)
Expenses not deductible	1,634	1,407
Lower rate on fixed asset disposals	(25)	(22)
Withholding tax on overseas dividends and interest	211	247
Adjustment relating to intercompany loan relationships	803	737
Unrelieved losses	(684)	(345)
Other differences	(1,807)	(1,829)
Adjustment to tax charge in respect of prior periods	—	2,539
Total tax charge	**25,213**	**18,826**

In addition to the above, the Group recognised a tax charge of US$0.2 million (2023 – credit of US$0.1 million) on retirement benefit obligation remeasurement gains (2023 – losses), recorded in other comprehensive income.

Notes to the consolidated accounts continued

10 Dividends paid and proposed

	2024 US$'000	2023 US$'000
2024 interim dividend – 15p per 10p share (2023 interim dividend 12.5p)	10,448	8,153
2023 final dividend – 32.5p per 10p share (2022 final dividend 30p)	21,891	20,035
	32,339	**28,188**

Following the year end, the board has proposed a final dividend for 2024 of 37.5p per 10p share, amounting to US$24.5 million. The dividend will be paid on or after 19 June 2025 to shareholders on the register at the close of business on 25 April 2025.

11 Basic and diluted earnings per share

The calculation of earnings per 10p share is based on:

	2024 US$'000	2024 No. of shares	2023 US$'000	2023 No. of shares
Profit for the year attributable to the owners of M.P. Evans Group PLC	87,851		52,487	
Average number of shares in issue		52,962,578		53,753,331
Diluted average number of shares in issue*		53,223,589		53,981,990

* The difference between the number of shares in issue and the diluted number of shares relates to unexercised share options held by directors and key employees of the Group as at 31 December 2024.

12 Acquisitions

On 31 May 2024, the Group completed the purchase of the 5% minority holding in the majority (70% by Group-owned planted hectarage) of its Indonesian subsidiary trading companies.

The total cost of the purchase was US$14.0 million. The Group's minority partner has used the majority of the proceeds to repay an outstanding US$8.0 million loan from the Group and, as a result, the net cash outflow to the Group resulting from the transaction was US$6.0 million.

	2024 US$'000
Consideration paid to non-controlling interest	14,041
Carrying value of non- controlling interest	(10,618)
Difference recognised in retained earnings	**3,423**

On 6 March 2023, the Group acquired 100% of the shares in two Indonesian companies, PT Teunggulon Raya and PT Dharma Agung for gross consideration of US$15.5 million. The companies have 2,100 hectares planted with oil palm, and all of the planted areas are fully titled, with long leaseholds already established. The planted land is close to the Group's Simpang Kiri estate in Aceh province, northern Sumatra.

The transaction was treated as an asset acquisition, based on the concentration test guidelines in IFRS 3. Net consideration of US$11.0 million was paid, made up of assets acquired of US$15.5 million and liabilities assumed of US$4.5 million. Of the assets acquired, US$15.0 million related to the planted hectarage.

On 23 November 2023, the Group acquired 100% of the shares in two further Indonesian companies, PT Agro Bumi Kaltim ("ABK") and PT Nusantara Agro Sentosa ("NAS"). On acquisition, ABK and NAS had 8,350 hectares planted with oil palm, and all planted areas were fully titled, with long leaseholds already established. All the planted land is in East Kalimantan, relatively close to the Group's Kota Bangun estate.

12 Acquisitions continued

As disclosed in last year's annual report, the fair value of the identifiable assets acquired and liabilities assumed had only been determined on a provisional basis due to the timing of the acquisitions. These provisional fair values were finalised in 2024 without further adjustment.

	Provisional at 31 December 2023 US$'000	Adjustment US$'000	Final at 31 December 2024 US$'000
Property, plant and equipment	57,199	–	57,199
Current assets	6,213	–	6,213
Deferred tax assets	109	–	109
Cash and cash equivalents	1,713	–	1,713
Current liabilities	(449)	–	(449)
Liabilities due to related parties	(5,504)	–	(5,504)
Retirement benefit obligations	(275)	–	(275)
Bank loans	(22,488)	–	(22,488)
Deferred tax liabilities	(5,605)	–	(5,605)
Net assets acquired	**30,913**	**–**	**30,913**
Goodwill	5,316	–	5,316
Gross consideration	**36,229**	**–**	**36,229**
Adjustment for cash and cash equivalents acquired	(1,713)	–	(1,713)
Net cash outflow relating to business combinations	**34,516**	**–**	**34,516**

13 Intangible assets

	Goodwill US$'000	Software US$'000	Total US$'000
Cost			
At 1 January 2024	17,083	1,814	18,897
Additions	–	24	24
At 31 December 2024	17,083	1,838	18,921
Accumulated amortisation			
At 1 January 2024	–	802	802
Charge for the year	–	184	184
At 31 December 2024	–	986	986
Net book value at 31 December 2024	**17,083**	**852**	**17,935**
Cost			
At 1 January 2023	11,767	1,789	13,556
Acquisitions (see note 12)	5,316	–	5,316
Additions	–	25	25
At 31 December 2023	17,083	1,814	18,897
Accumulated amortisation			
At 1 January 2023	–	622	622
Charge for the year	–	180	180
At 31 December 2023	–	802	802
Net book value at 31 December 2023	**17,083**	**1,012**	**18,095**

Goodwill is carried at cost. Of the balance above US$10.6 million relates to the Group's project at Bumi Mas, US$5.9m relates to the Group's project at Kota Bangun, with the remainder relating to the Group's projects at Bangka and the Pangkatan group.

Notes to the consolidated accounts continued

13 Intangible assets continued

Key estimate
A review for goodwill impairment has been undertaken by comparing the carrying value of the relevant cash generating units, being the six estates as described on pages 6 and 7, with their value in use. Value in use has been obtained by reference to independent valuations of the Group's property assets conducted at the end of 2024 (see page 100). These cash-flow valuations used a 30-year forecast period, to reflect the nature and growth profile of the asset and its long-term resilience to variations in climate and weather patterns, a pre-tax inflation-adjusted discount rate of 16% (2023 - 16%), and a mill-gate price for CPO of US$700 for two years before reverting to US$680 as a long-term average (2023 two years at US$666 followed by US$642 for the long term). A decrease in any of the CPO price, yield or extraction assumptions of up to 10% would not result in any impairment (2023 nil impairment) of the goodwill relating to Bumi Mas or Kota Bangun.

14 Property, plant and equipment

	Leasehold land US$'000	Planting US$'000	Buildings US$'000	Plant & equipment US$'000	Vehicles US$'000	Construction in progress US$'000	Total US$'000
Cost or valuation							
At 1 January 2024	160,988	245,669	143,196	79,443	19,448	9,333	658,077
Additions	3,585	9,225	134	1,054	2,073	5,559	21,630
Re-classification	81	—	6,143	22	72	(6,318)	—
Disposals	—	(2,859)	(719)	(128)	(530)	—	(4,236)
At 31 December 2024	**164,654**	**252,035**	**148,754**	**80,391**	**21,063**	**8,574**	**675,471**
Accumulated depreciation							
At 1 January 2024	218	74,701	51,377	33,923	10,943	—	171,162
Charge for the year	52	10,790	7,943	5,840	1,866	—	26,491
Disposals	—	(2,309)	(275)	(119)	(462)	—	(3,165)
At 31 December 2024	**270**	**83,182**	**59,045**	**39,644**	**12,347**	**—**	**194,488**
Net book value at 31 December 2024	**164,384**	**168,853**	**89,709**	**40,747**	**8,716**	**8,574**	**480,983**
Cost or valuation							
At 1 January 2023	114,438	214,786	124,890	66,007	16,072	24,116	560,309
Additions	15,062	8,989	414	1,048	2,540	14,671	42,724
Acquisition (see note 12)	31,488	21,897	2,367	164	1,253	30	57,199
Re-classification	—	—	16,339	13,107	38	(29,484)	—
Disposals	—	(3)	(814)	(883)	(455)	—	(2,155)
At 31 December 2023	**160,988**	**245,669**	**143,196**	**79,443**	**19,448**	**9,333**	**658,077**
Accumulated depreciation							
At 1 January 2023	187	64,893	44,366	29,341	9,864	—	148,651
Charge for the year	31	9,810	7,438	5,424	1,399	—	24,102
Disposals	—	(2)	(427)	(842)	(320)	—	(1,591)
At 31 December 2023	**218**	**74,701**	**51,377**	**33,923**	**10,943**	**—**	**171,162**
Net book value at 31 December 2023	**160,770**	**170,968**	**91,819**	**45,520**	**8,505**	**9,333**	**486,915**

Included in planting is immature planting with a cost of US$19,006,000 (2023 US$15,008,000).

Critical judgement
Included in leasehold land is land in Indonesia which is not being depreciated. Land is held on 25- or 30-year leases, and as those leases can be renewed without significant cost and the Group has previous experience of successful lease renewals, the directors have concluded that the land should not be depreciated. The carrying value of the land at the end of the year is US$162,978,000 (2023 US$159,615,000).

14 Property, plant and equipment continued

As at 31 December 2024, the Group had entered into contractual commitments for the acquisition of property, plant and equipment of US$485,000 (2023 US$1,884,000).

Depreciation and amortisation is charged to cost of sales, other than US$21,000 (2023 US$12,000) charged to other administrative expenses.

Property, plant and equipment additions for 2023 included US$15.3 million of the assets acquired in the prior period as set out in note 12.

15 Investments in associates

Details of the Group's subsidiary and associated undertakings are given on page 98. The Group's associated companies are both unlisted.

	2024 US$'000	2023 US$'000
Share of net assets		
At 1 January	20,610	22,494
Exchange differences	491	(708)
Profit for the year	2,355	2,390
Dividends received	(2,425)	(3,566)
At 31 December	**21,031**	**20,610**
Unrealised profit - deferral on land sales to associate	**(10,507)**	**(10,607)**
	10,524	**10,003**

A separate reserve is maintained for the share of profit or loss in the associates. As a result, dividends received are reclassified from the share of associates reserves to retained earnings.

The summarised results of the Group's associated undertakings and the Group's aggregate share of their summarised results are shown below:

	2024			2023		
	Kerasaan US$'000	Bertam Properties US$'000	Total US$'000	Kerasaan US$'000	Bertam Properties US$'000	Total US$'000
Total						
Revenue	8,183	19,558		7,417	23,793	
Profit after tax	3,672	2,398		2,916	3,206	
Non-current assets	9,317	44,552		10,145	46,554	
Current assets	2,034	31,615		2,104	27,026	
Current liabilities	(1,156)	(14,875)		(811)	(13,497)	
Non-current liabilities	(877)	(17,567)		(792)	(18,671)	
Net assets	9,318	43,725		10,646	41,412	
Group share	**(38%)**	**(40%)**		**(38%)**	**(40%)**	
Revenue	3,110	7,823	10,933	2,818	9,517	12,335
Profit after tax	1,396	959	2,355	1,108	1,282	2,390
Non-current assets	3,540	17,821	21,361	3,855	18,622	22,477
Current assets	773	12,646	13,419	799	10,810	11,609
Current liabilities	(439)	(5,950)	(6,389)	(308)	(5,399)	(5,707)
Non-current liabilities	(333)	(7,027)	(7,360)	(301)	(7,468)	(7,769)
Carrying value at 31 December	3,541	17,490	21,031	4,045	16,565	20,610

Notes to the consolidated accounts continued

16 Investments

	2024 US$'000	2023 US$'000
Financial assets at fair value through profit or loss (unlisted)		
At 1 January	59	61
Exchange differences	2	(2)
At 31 December	**61**	**59**

17 Current biological assets

	2024 US$'000	2023 US$'000
Ffb prior to harvest	5,635	3,788

Oil palms are harvested continuously, many times throughout the year, and, at any given time, each palm will be at a different point in its production cycle. It is not possible to undertake a full census of all palms, and so it is necessary to measure the volume of growing ffb indirectly. The gain or loss shown in the consolidated income statement represents the net movement in the fair value of ffb prior to harvest during the year. During the year, all of the opening balance of ffb prior to harvest was harvested whilst all of the closing balance arose in the year due to gains in fair value less costs to sell.

Key estimate
The estimation in respect of ffb prior to harvest is based on the market price of ffb in each of the Group's locations on 31 December, less the cost of harvesting and transport to mill. The market price is applied to a weight of ffb. This weight derives from the assumption that value accrues exponentially to ffb from the increase in oil content in the four weeks prior to harvest: in terms of tonnage at any given month end, equivalent to 32% of the following month's crop.

The chosen valuation methodology determines the value presented for ffb prior to harvest. Changes to the assumed tonnage will have a directly equivalent proportional effect on the reported valuation. Different valuation methods will give differing answers. Changes to both tonnage and methodology lead to a range of valuations between US$5.5 million and US$9.1 million. The Group has never included ffb prior to harvest in its internal reporting and decision-making.

18 Inventories

	2024 US$'000	2023 US$'000
Processed produce for sale	10,763	11,040
Estate stores	10,320	11,221
Nurseries	1,705	1,894
	22,788	**24,155**

19 Trade and other receivables

	2024 US$'000	2023 US$'000
Current assets		
Trade receivables	2,291	1,799
Receivable from smallholder co-operatives	8,623	12,181
Loans to related parties	—	285
Other receivables	7,781	7,714
Prepayments and accrued income	2,152	1,874
	20,847	**23,853**
Non-current assets		
Loans to related parties	—	8,875
	—	**8,875**
Trade and other receivables analysed by currency of receivable:		
Indonesian Rupiah	19,848	22,313
US Dollar	330	10,302
Sterling	667	111
Malaysian Ringgit	2	2
	20,847	**32,728**

The majority of palm-oil sales are made for cash payment in advance of delivery. At 31 December 2024 there was no provision for impairment of trade receivables (2023 US$nil). The directors consider that the carrying amount of trade and other receivables approximates their fair value.

The Group makes finance available to its associated smallholder co-operatives, both during the immature stage of initial plantings, and as working capital facilities for mature areas. It also provides financial guarantees for some bank loans of US$61.8 million (2023 US$60.8 million) provided to its associated smallholders. All balances due from smallholders, including those for immature areas, are repayable on demand. However, the Group may allow a longer period of finance at its discretion. At an early stage in the development of a new project, costs are incurred but not yet allocated to a specific smallholder, awaiting the completion of further development.

The Group's expected credit loss on its trade and other receivables and financial guarantees is not material. The Group applies the simplified approach in IFRS 9 in determining expected credit losses on trade receivables, taking account of their similar risk characteristics and the Group's experience. In assessing expected credit losses on non-trade receivables and financial guarantees under IFRS 9, the Group considers the long-standing relationship with its stakeholders, the ongoing trading of its associated smallholders, and its ability to continue to recover balances in a planned and controlled manner.

Given the above, receivables from smallholders have been classified as current assets with the exception of those balances not yet allocated to a specific smallholder co-operative which are expected to take greater than 12 months to recover. An analysis of the balance is as follows:

	2024 US$'000	2023 US$'000
Immature areas - allocated	4,566	4,989
Mature areas	4,057	7,192
Current asset	8,623	12,181
Non-current asset — immature areas — not allocated	—	—
	8,623	**12,181**

Notes to the consolidated accounts continued

20 Cash and other liquid resources

	2024 US$'000	2023 US$'000
Cash and cash equivalents	79,223	39,324
Current-asset investments	214	270
	79,437	**39,594**

Cash and cash equivalents comprise cash held by the Group and short-term bank deposits with an original maturity of three months or less. Current-asset investments are bank deposits acquired during the prior year, which have been pledged as security against bank loans. It is expected that the deposits will be returned within twelve months. The carrying value of these assets approximates their fair value.

21 Trade and other payables

	2024 US$'000	2023 US$'000
Current liabilities		
Trade payables	9,366	7,160
Payable to smallholder co-operatives	10,949	4,001
Deferred income	4,649	4,356
Other payables	8,158	12,030
	33,122	**27,547**

The average credit period taken for trade purchases is 29 days (2023 – 32 days). The Group has processes in place to ensure payables are settled within the agreed terms. The amounts above also reflect the Group's anticipated cash outflows for these financial liabilities. Deferred income relates to payments received in advance of delivery of the related products. All of the amounts in the opening balance were recognised in revenue during the year, whilst the closing balance arose entirely due to payments received during 2024.

22 Borrowings

	2024 US$'000	2023 US$'000
Secured borrowing at amortised cost		
Bank loans	33,027	54,422
Total borrowings		
Amount due for settlement within one year	12,953	21,009
Due for settlement in one to two years	3,074	12,279
Due for settlement in two to five years	17,000	21,134
Amount due for settlement after one year	20,074	33,413
	33,027	**54,422**
Analysis of borrowings by currency:		
US Dollar	11,034	31,674
Indonesian Rupiah	21,993	22,748
	33,027	**54,422**
Analysis of anticipated cash outflows:		
Within one year	14,818	24,441
Due within one to two years	4,555	14,207
Due within two to five years	19,356	25,876
	38,729	**64,524**

Bank loans have been provided from lenders in Malaysia and Indonesia to support the Group's Indonesian operations. They are secured against certain assets within subsidiary companies, comprising share certificates, land titles and fixed assets. The net book value of property, plant and equipment used as security for bank loans is US$109.7 million (2023 US$112.4 million). Bank loans denominated in Indonesian Rupiah, classified as being due in more than one year, are subject to certain covenants. They

22 Borrowings (continued)

include the borrowing subsidiaries maintaining (i) a net asset position, (ii) a debt service cover ratio of at least 100%, (iii) a debt-to-equity ratio of no more than 5:1 and (iv) share capital of at least 25% of fixed assets. These covenants are in place throughout 2025, and the Group is confident that should any covenant breach occur, it would be able to re-finance the loans or repay them in full. At the year end, the Group had undrawn available credit facilities of US$30 million (2023 US$30 million).
The weighted-average interest rate paid on bank loans in the year was 7.6% (2023 – 8.2%).
The analysis of anticipated cash outflows above is based on interest and exchange rates in force at the balance-sheet date.

23 Deferred tax

The following are the major deferred-tax liabilities and assets recognised by the Group and movements thereon:

	Accelerated tax depreciation US$'000	Retirement-benefit obligations US$'000	Fair value adjustments on acquisition US$'000	Other timing differences US$'000	Total US$'000
At 1 January 2024	(10,955)	2,841	(13,803)	3,657	(18,260)
Charge to income statement	54	279	–	(2,043)	(1,710)
Charge to other comprehensive income	–	(193)	–	–	(193)
Foreign-exchange differences	–	(36)	–	–	(36)
At 31 December 2024	**(10,901)**	**2,891**	**(13,803)**	**1,614**	**(20,199)**
At 1 January 2023	(9,523)	2,194	(8,488)	3,268	(12,549)
Arising on acquisitions	(316)	158	(5,315)	95	(5,378)
Charge to income statement	(1,116)	386	–	294	(436)
Credit to other comprehensive income	–	103	–	–	103
At 31 December 2023	**(10,955)**	**2,841**	**(13,803)**	**3,657**	**(18,260)**

Other timing differences relate in the main to losses. Certain deferred-tax assets and liabilities have been offset. The following is the analysis of deferred-tax balances (after offset) for financial reporting purposes:

	2024 US$'000	2023 US$'000
Deferred-tax assets	1,808	1,138
Deferred-tax liabilities	(22,007)	(19,398)
	(20,199)	**(18,260)**

Critical judgement
At the balance-sheet date, the aggregate amount of temporary differences associated with undistributed earnings of subsidiaries for which deferred-tax liabilities have not been recognised was US$660,023,000 (2023 US$517,604,000). No liability has been recognised in respect of these differences because either the Group is in a position to control the timing of the reversal of the temporary differences, or such a reversal would not give rise to an additional tax liability.

At the balance-sheet date, the aggregate amount of temporary differences associated with undistributed earnings of associates for which deferred-tax liabilities have not been recognised was US$21,867,000 (2023 US$21,370,000). No liability has been recognised in respect of these differences because the reversal would not give rise to an additional tax liability.

Notes to the consolidated accounts continued

23 Deferred tax (continued)

Key estimate

At the balance-sheet date, the Group had unused tax losses of US$36,662,000 (2023 US$49,935,000) available for offset against future profits. The directors have reviewed estimates of future profits and a deferred-tax asset has been recognised in respect of US$7,623,000 (2023 US$16,618,000) of such losses. No deferred-tax asset has been recognised in respect of the remaining US$29,039,000 (2023 US$33,317,000) due to the unpredictability of future profit streams. These losses have no expiry date. In the normal course of business, both in the UK and Indonesia, the Group has a number of matters under discussion with local tax authorities. The Group is satisfied, based on external tax advice, that appropriate tax treatments have been applied. The likely impact of any change in treatment would be to restrict the availability of the Group's unused tax losses.

The directors have considered the sensitivity of the deferred-tax asset recognised in respect of losses to changes in estimated future profits, particularly with regard to changes in the price of CPO. If CPO prices were to fall by 10% from those initially estimated, there would be no impact on the deferred-tax asset.

At the balance-sheet date, the aggregate amount of temporary differences associated with outstanding executive share options for which deferred-tax assets have not been recognised was US$1,903,000 (2023 US$868,000). No asset has been recognised in respect of these differences due to the unpredictability of parent-Company future profit streams.

24 Retirement-benefit obligations

The Group's only obligation relates to an unfunded, non-contributory, post-employment statutory benefit scheme in Indonesia. A lump sum is paid to employees on retirement or on leaving the Group's employment. This terminal benefit is accrued by the Group based on an annual actuarial review and charged in the income statement on the basis of individuals' service at the balance-sheet date. Retirement is assumed at the age of 55 years. Standard Indonesian mortality assumptions are used, and no allowance is made for internal promotion. A range of different discount rates are used for each of the Indonesian subsidiary companies, based on actuarial advice.

	2024 %	2023 %
The main assumptions used to assess the Group's liabilities are:		
Discount rate	6.75-7.00	6.75-7.00
Salary increase per annum	7.00	7.00

	2024 US$'000	2023 US$'000
Reconciliation of scheme liabilities:		
Current-service cost	2,270	1,770
Past-service cost	114	203
Interest cost	790	705
Actuarial (gain)/loss	(877)	469
	2,297	3,147
Less: Benefits paid out	(1,013)	(776)
Movement in the year	1,284	2,371
At 1 January	12,429	9,972
Exchange differences	(572)	86
At 31 December	**13,141**	**12,429**

The weighted average duration of the scheme liabilities at 31 December 2024 was 9.8 years (2023 - 10.0 years).

Key estimate

The main assumptions used to assess the Group's liabilities are shown in the table above. Changing one of them by 1% in either direction would have the effect of increasing or decreasing the Group's liabilities by US$1.1-1.2 million.

25 Share capital

	Authorised number	Allotted, fully paid and voting number	Authorised £'000	Allotted, fully paid and voting US$'000
At 1 January 2024	87,000,000	53,289,690	8,700	9,062
Issued	—	70,000	—	9
Redeemed	—	(1,183,398)	—	(149)
At 31 December 2024	**87,000,000**	**52,176,292**	**8,700**	**8,922**
At 1 January 2023	87,000,000	54,230,888	8,700	9,179
Issued	—	50,000	—	6
Redeemed	—	(991,198)	—	(123)
At 31 December 2024	**87,000,000**	**53,289,690**	**8,700**	**9,062**

During the year, in anticipation of the exercise of share options, the Company issued 70,000 10p shares for US$9,000 cash consideration. Certain share options were exercised in the year giving rise to the share premium shown in note 27.

The Company continued its share-buyback programme during the year. Under the programme the Company bought back and cancelled 1,183,398 10p shares, representing 2.2% of the issued share capital, for a total cost of US$13.4 million. In 2023, under that programme the company bought back and cancelled 991,198 10p shares, representing 1.8% of the issued share capital, for a total cost of US$9.7 million.

26 Share-based payments

The Group has equity-settled share-option schemes in place for directors and selected employees of the Group. Under the scheme established in 2012, options are exercisable at a price equal to the quoted market price of the Company's shares on the date of grant. Under the Group's long-term incentive scheme established in 2017, options are exercisable at nil cost. For both schemes, the vesting period is three years and if the options remain unexercised after a period of ten years from the date of grant, the options lapse. Options may be forfeited if the employee leaves the Group before the options vest. Details of the share options outstanding during the year are as follows:

	2024 Number of share options	2024 Weighted-average exercise price (pence)	2023 Number of share options	2023 Weighted-average exercise price (pence)
At 1 January	233,248	35.4	183,934	44.9
Granted during the year	95,712	0.0	91,521	0.0
Exercised during the year	(67,949)	121.4	(42,207)	0.0
At 31 December	261,011	0.0	233,248	35.4
Exercisable at the end of the year	13,748	0.0	32,299	255.4

The weighted-average share price at the date of exercise for share options exercised during the year was 875p. The options outstanding at 31 December 2024 had a weighted-average remaining contractual life of 8.5 years and exercise price of 0p.
The Group recognised total expenses of US$676,000 related to equity-settled share-based payments (2023 US$554,000), with options granted in the year valued using a Black-Scholes pricing model based on exercise after three years, share volatility over the last year of 38%, assumed dividends of 3-6%, and a risk-free rate of approximately 3%. The fair value of options granted in the year was between 613p and 824p. Details of the directors' share options are set out in the directors' remuneration report on pages 54 to 57.

Notes to the consolidated accounts continued

27 Reserves

	Share-premium account US$'000	Revalu-ation Reserve US$'000	Capital-redemption reserve US$'000	Merger reserve US$'000	Treasury shares US$'000	Share-option reserve US$'000	Share of asso-ciates' reserves US$'000	Foreign-exchange reserve US$'000	Total US$'000	Retained earnings US$'000
At 1 January 2024	32,579	535	4,481	766	(10)	1,235	13,618	59	53,263	422,748
Profit for the financial year	–	–	–	–	–	–	2,355	–	2,355	85,496
Exchange differences	–	3	–	–	1	–	339	(107)	236	258
Retirement-benefit obligations	–	–	–	–	–	–	–	–	–	675
Issue of shares	104	–	–	–	(6)	–	–	–	98	–
Dividends paid	–	–	–	–	–	–	–	–	–	(32,339)
Dividends from associates	–	–	–	–	–	–	(2,425)	–	(2,425)	2,425
Share-based payments	–	–	–	–	5	206	–	–	211	465
Share buybacks	–	–	149	–	–	–	–	–	149	(13,367)
Acquisition of non-controlling interest	–	–	–	–	–	–	–	–	–	(3,423)
At 31 December 2024	**32,683**	**538**	**4,630**	**766**	**(10)**	**1,441**	**13,887**	**(48)**	**53,887**	**462,938**
At 1 January 2023	32,579	540	4,358	766	(2)	941	15,277	84	54,543	407,460
Profit for the financial year	–	–	–	–	–	–	2,390	–	2,390	50,097
Exchange differences	–	(5)	–	–	(2)	–	(483)	(25)	(515)	(425)
Retirement-benefit obligations	–	–	–	–	–	–	–	–	–	(344)
Issue of shares	–	–	–	–	(6)	–	–	–	(6)	–
Dividends paid	–	–	–	–	–	–	–	–	–	(28,188)
Dividends from associates	–	–	–	–	–	–	(3,566)	–	(3,566)	3,566
Share-based payments	–	–	–	–	–	294	–	–	294	260
Share buybacks	–	–	123	–	–	–	–	–	123	(9,678)
At 31 December 2023	**32,579**	**535**	**4,481**	**766**	**(10)**	**1,235**	**13,618**	**59**	**53,263**	**422,748**

The nature and purpose of each reserve is described by its title shown in the table above.

28 Non-controlling interests

	2024 US$'000	2023 US$'000
At 1 January	20,000	17,662
Share of profit in the year	2,781	3,911
Dividends paid	(4,450)	(1,551)
Acquisition of non-controlling interest	(10,618)	—
Share of retirement benefit credited/(charged) to other comprehensive income	9	(22)
At 31 December	**7,722**	**20,000**

Following the acquisition of the 5% minority holding in the majority (70% by Group-owned planted hectarage) of its Indonesian subsidiary trading companies during the year, the Group has one minority partner at one of its plantation operations. The minority share of profit for the year and Group equity, allocated by operation, is shown in the following table:

	2024 Profit US$'000	2024 Equity US$'000	2023 Profit US$'000	2023 Equity US$'000
Kota Bangun	459	—	817	4,178
Bangka	1,758	7,722	1,351	9,198
Pangkatan group	98	—	817	3,256
Bumi Mas	209	—	410	3,499
Musi Rawas	239	—	388	212
Simpang Kiri	18	—	128	(343)
	2,781	**7,722**	**3,911**	**20,000**

29 Note to the consolidated cash-flow statement

	2024 US$'000	*2023 US$'000
Operating profit	**115,695**	**75,296**
Biological gain	(1,847)	(551)
Loss on disposal of property, plant and equipment	523	259
Release of deferred profit	(100)	(92)
Depreciation of property, plant and equipment	26,491	24,102
Amortisation of intangible assets	184	180
Retirement-benefit obligations	2,161	905
Share-based payments	676	554
Operating cash flows before movements in working capital	**143,783**	**100,653**
Decrease in inventories	1,367	1,023
(Increase)/decrease in receivables	(1,296)	11,814
Decrease in payables	(910)	(4,991)
Decrease/(increase) in trading balances with smallholder co-operatives	9,694	(5,437)
Cash generated by operating activities	**152,638**	**103,062**
Dividends from associated companies	2,425	3,566
Income tax paid	(15,822)	(23,144)
Interest paid	(3,441)	(3,810)
Net cash generated by operating activities	**135,800**	**79,674**

30 Analysis of movements in net funds/(debt)

	Cash and cash equivalents US$'000	Current-asset investments US$'000	Borrowings due within one year US$'000	Borrowings due after one year US$'000	Total US$'000
At 1 January 2024	39,324	270	(21,009)	(33,413)	(14,828)
Net increase in cash and cash equivalents	41,219	(44)	–	–	41,175
New borrowings	–	–	(637)	–	(637)
Repayment of borrowings	–	–	21,145	–	21,145
Reclassification	–	–	(12,467)	12,467	–
Foreign-exchange movements	(1,320)	(12)	15	872	(445)
At 31 December 2024	**79,223**	**214**	**(12,953)**	**(20,074)**	**46,410**
At 1 January 2023	82,503	–	(17,364)	(31,675)	33,464
Net decrease in cash and cash equivalents	(43,437)	–	–	–	(43,437)
New borrowings	–	266	(267)	(22,221)	(22,222)
Repayment of borrowings	–	–	17,405	–	17,405
Reclassification	–	–	(20,780)	20,780	–
Foreign-exchange movements	258	4	(3)	(297)	(38)
At 31 December 2023	**39,324**	**270**	**(21,009)**	**(33,413)**	**(14,828)**

31 Financial instruments

Capital-risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximising returns to shareholders. The capital structure of the Group consists of debt (see note 22), cash and cash equivalents, current-asset investments and equity attributable to the owners of the parent Company, comprising issued capital, reserves and retained earnings. The Group is not subject to any externally-imposed capital requirements.

The Group's board continues to monitor the capital structure based on the funding requirements of the Group. At the balance-sheet date the Group had net funds, see note 30, of US$46,410,000 (2023 - net debt US$14,828,000) and equity attributable to the owners of the parent Company of US$525,747,000 (2023 US$485,073,000). The board intends to fund its continuing Indonesian expansion and maximise returns to shareholders by a combination of the Group's cash and other liquid resources, debt finance, and considering the sale of further non-core assets where appropriate.

Categories of financial instruments

All of the Group's financial assets (other than cash and other liquid resources) are classified as held at amortised cost, with the exception of its other investments shown in note 16, which are classified as financial assets at fair value through profit or loss. All of the Group's financial liabilities are measured at amortised cost. In the opinion of the directors, there was no significant difference between the carrying values and estimated fair values of the Group's primary financial assets and liabilities at either the current, or preceding, financial year end.

Financial-risk management objectives

The majority of the Group's main risks arising from the Group's financial instruments are foreign-currency, interest-rate, credit and liquidity. The board reviews and agrees the policies for managing these risks. The policies and the impact of these risks on the Group's balance sheet at the end of the financial year are summarised below.

Foreign-currency risk

The majority of the Group's operations are undertaken in Indonesia. The Group does not have significant transactional currency exposures arising from sales or purchases by its operating units, but the Group's balance sheet can be significantly affected by movements in exchange rates. Whilst the Group's trading takes place in local currencies in South East Asia, relevant commodity prices are determined in US Dollars in a world market which reduces the Group's currency risk. The Group makes limited use of forward-currency contracts; there were no contracts open at 31 December 2024.

31 Financial instruments continued

The currency profile of the Group's monetary assets, excluding trade and other receivables (the currency profile of which is given in note 19), are as follows:

	2024 US$'000	2023 US$'000
US Dollar	13,457	25,770
Indonesian Rupiah	61,696	13,385
Sterling	4,184	342
Malaysian Ringgit	100	97
	79,437	**39,594**

The currency profile of the Group's monetary liabilities, excluding trade and other payables, is shown in note 19.

The Group is exposed to changes in foreign-currency exchange rates. This is in relation to the impact of movements on its non-US Dollar monetary assets and in relation to the consolidation of its non-US Dollar-functional-currency subsidiary and associated undertakings. The most significant sensitivity arises in respect of movements in the Indonesian Rupiah. Management estimates that a 10% weakening of the US Dollar against the Indonesian Rupiah would result in a fall in profit for the year and net assets of US$6.0 million (2023 US$2.2 million).

Interest-rate risk
In order to optimise the income received on its cash deposits, the Group continuously reviews the terms of these deposits to take advantage of the best market rates. UK funds are passed to banks who have a credit rating of at least A minus. The Group's only financial liabilities other than short-term trade and other payables are the borrowings referred to in note 22. Group borrowings are at variable rates of interest linked to SOFR and the Bank of Indonesia base rate, and so are exposed to changes in underlying interest rates. Based on current borrowing, management estimates that for every 1% decrease or increase in interest rates, Group profit for the year and net assets would increase or decrease by US$0.3 million (2023 US$0.4 million).

Credit risk
The Group's credit risk on cash deposits is described above. Regarding trade receivables, the Group performs a credit evaluation before extending credit to customers. The Group does not have any significant concentrations of credit risk (defined by management as more than 10% of gross-monetary assets), other than in relation to bank deposits which management seeks to mitigate through the use of banks with high-credit ratings, and loans extended to the smallholder-co-operative schemes attached to the Group's new projects. The Group's maximum exposure to credit risk is represented by the carrying amount of financial assets in the financial statements.

Liquidity risk
The Group manages liquidity risk by maintaining adequate cash reserves and banking facilities, and through actively monitoring the Group's forecast and actual cash flows. All of the Group's monetary financial assets and liabilities have a maturity profile of less than ten years. The maturity profile for financial liabilities is shown in note 22.

32 Related-party transactions

Remuneration of key management personnel
The remuneration of the directors, who are the key management personnel of the Group, is set out in the directors' remuneration report on page 55. The directors' participation in the executive share-option schemes and long-term incentive scheme is disclosed on pages 54 to 57.

The Group received dividends from its associated companies during the year. These are set out in note 15.

The Group continued to make finance available to one of its minority partners during the year, until this minority partner sold his interest to the Group in May 2024. This is set out in note 19.

During the year, the Group made sales of US$30.1 million (2023 - US$4.2 million) to subsidiaries of Kuala Lumpur Kepong Berhad, a significant shareholder in the Group (see page 43), on normal commercial terms.

Parent-company balance sheet

Company number: 1555042

As at 31 December 2024

	Note	2024 US$'000	2023 US$'000
Non-current assets			
Property, plant and equipment	iv	885	885
Investments in subsidiaries	v	15,799	15,799
Trade and other receivables	vi	87,449	89,842
		104,133	106,526
Current assets			
Trade and other receivables	vi	987	1,240
Cash and cash equivalents		5,420	1,520
		6,407	2,760
Total assets		**110,540**	**109,286**
Current liabilities			
Trade and other payables	vii	1,060	845
Net current assets		**5,347**	**1,915**
Total liabilities		**1,060**	**845**
Net assets		**109,480**	**108,441**
Equity			
Share capital	viii	8,922	9,062
Other reserves	ix	39,987	39,528
Retained earnings	ix	60,571	59,851
Total equity		**109,480**	**108,441**

The Company recorded a profit for the year of US$45,961,000 (2023 - US$46,102,000).

The financial statements on pages 92 to 97 were approved by the board of directors on 25 March 2025 and signed on its behalf by

Peter Hadsley-Chaplin
Chairman

Matthew Coulson
Chief executive

Parent-company statement of changes in equity

For the year ended 31 December 2024

	Share capital US$'000	Other reserves US$'000	Retained earnings US$'000	Total US$'000
Profit for the year	—	—	45,961	45,961
Other comprehensive income for the year	—	1	—	1
Total comprehensive income for the year	**—**	**1**	**45,961**	**45,962**
Issue of share capital	9	98	—	107
Dividends	—	—	(32,339)	(32,339)
Share buyback	(149)	149	(13,367)	(13,367)
Credit to equity for equity-settled share-based payments	—	211	465	676
Transactions with owners	**(140)**	**458**	**(45,241)**	**(44,923)**
At 1 January 2024	9,062	39,528	59,851	108,441
At 31 December 2024	**8,922**	**39,987**	**60,571**	**109,480**
Profit for the year	—	—	46,102	46,102
Other comprehensive expense for the year	—	(2)	—	(2)
Total comprehensive income for the year	**—**	**(2)**	**46,102**	**46,100**
Issue of share capital	6	(6)	—	—
Dividends	—	—	(28,188)	(28,188)
Share buyback	(123)	123	(9,678)	(9,678)
Credit to equity for equity-settled share-based payments	—	294	260	554
Transactions with owners	**(117)**	**411**	**(37,606)**	**(37,312)**
At 1 January 2023	9,179	39,119	51,355	99,653
At 31 December 2023	**9,062**	**39,528**	**59,851**	**108,441**

Notes to the parent-company accounts

For the year ended 31 December 2024

i Significant accounting policies

Basis of accounting
M.P. Evans Group PLC is a public limited company incorporated in the United Kingdom and registered in England and Wales, and the address of its registered office is given on page 104. The Group's principal activities are shown in the strategic report on page 12. The financial statements of the Company are presented as required by the Companies Act 2006. The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101"). The financial statements have been prepared on a going-concern basis under the historical-cost convention, in accordance with applicable accounting standards in the United Kingdom. The Company is domiciled in the UK.

The principal accounting policies have been consistently applied and are summarised below. The directors have concluded that the functional currency is the US Dollar, reflecting the primary economic environment in which the Company operates. The presentational currency for the Company accounts is also the US Dollar.

As permitted by FRS 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to share-based payment, financial instruments, capital management, presentation of comparative information in relation to certain assets, and certain related party transactions.

Pursuant to Section 408 of the Companies Act 2006, the Company's own income statement and statement of other comprehensive income are not presented separately in the Company financial statements, but they have been approved by the board.

The Company has assessed the impact of new and revised accounting standards as described in note 2 to the consolidated financial statements, and has concluded that none have a material impact on the Company's results or financial position.

Going concern
The financial statements have been prepared on a going-concern basis. The directors have conducted a review of projected cash flows, concluding that the Company has sufficient projected funds to continue its business in the medium term. Further details are given in the report of the directors on page 44.

Cash-flow statement
The Company has not included a cash-flow statement as part of its financial statements since the consolidated financial statements of the Group, of which the Company is a member, include a cash-flow statement and are publicly available.

Property, plant and equipment
Property, plant and equipment are stated at the historic purchase cost less accumulated depreciation. Plant, equipment and vehicles are depreciated over their estimated useful lives at 25%. Estimated useful lives are reviewed at each balance-sheet date. Where the board judges the residual value of an asset to exceed its carrying value, no provision is made for depreciation.

Investments in subsidiaries
Investments in subsidiaries are shown at cost less provision for impairment.

Trade and other receivables
These represent amounts due from Group companies in the normal course of business, are repayable on demand, unsecured and are not interest-bearing. These are measured at amortised cost, reduced by appropriate allowances for expected credit losses. Balances are classified as non-current if they are not expected to be recovered in less than one year.

Cash and cash-equivalents
These include cash in hand and deposits held with banks with original maturities of three months or less.

Trade and other payables
Trade and other payables are initially measured at fair value, and are subsequently measured at amortised cost. Borrowings are recorded at the proceeds received, net of direct issue costs.

Critical accounting judgements and key sources of estimation uncertainty
The critical judgements and accounting estimates relevant to the consolidated financial statements are shown in note 3 to the consolidated financial statements on page 73. The directors have concluded that there are no critical judgements and accounting estimates in the preparation of the parent-Company accounts.

ii Result for the year

As permitted by section 408 of the Companies Act 2006, the Company has elected not to present its own profit and loss account for the year. M.P. Evans Group PLC reported a profit for the year ended 31 December 2024 of US$45,961,000 (2023 - US$46,102,000). The Company's main source of income is dividends from subsidiary companies.

The auditors' remuneration for audit services was US$38,000 (2023 US$36,000).

iii Employees

	2024 US$'000	2023 US$'000
Employee costs during the year		
Wages and salaries	2,243	2,035
Social security costs	299	269
Pension costs	81	73
Share-based payments	340	241
	2,963	**2,618**

As recorded in the directors' remuneration report on page 55, wages and salary costs include bonuses paid to the directors in respect of 2024 and 2023.

	2024 number	2023 number
Average monthly number of people employed		
Staff	4	5
Directors	3	2
	7	**7**

iv Property, plant and equipment

	Land and buildings US$'000	Plant, equipment & vehicles US$'000	Total US$'000
Cost			
At 1 January 2024	834	182	1,016
Additions	—	20	20
At 31 December 2024	**834**	**202**	**1,036**
Accumulated depreciation			
At 1 January 2024	—	131	131
Charge for the year	—	20	20
At 31 December 2024	**—**	**151**	**151**
Net book value at 31 December 2024	**834**	**51**	**885**
Net book value at 31 December 2023	834	51	885

Notes to the parent-company accounts continued

v Investments in subsidiaries

	US$'000
Subsidiary undertakings	
At 1 January and 31 December 2024	15,799

The following companies are the principal direct subsidiary companies of M.P. Evans Group PLC:

	Country of operation	Holding %
M.P. Evans & Co. Limited	UK	100
Sungkai Holdings Limited	UK	100

Holdings are all of ordinary shares. The directors believe the carrying value of investments is supported by their underlying net assets. Details of all subsidiary companies are shown on page 98.

vi Trade and other receivables

	2024 US$'000	2023 US$'000
Current assets		
Other debtors	932	1,185
Prepayments and accrued income	55	55
	987	**1,240**
Non-current assets		
Amounts owed by subsidiary undertakings	**87,449**	**89,842**

vii Trade and other payables

	2024 US$'000	2023 US$'000
Other creditors	**1,060**	**845**

viii Share capital

See note 25 to the consolidated financial statements.

ix Reserves

	Share-premium account US$'000	Capital-redemption reserve US$'000	Merger reserve US$'000	Treasury shares US$'000	Other reserves US$'000	Total US$'000	Retained earnings US$'000
At 1 January 2024	32,579	4,290	1,434	(10)	1,235	39,528	59,851
Issue of shares	104	—	—	(6)	—	98	—
Share-based payments	—	—	—	5	206	211	465
Share buyback	—	149	—	—	—	149	(13,367)
Profit for the year	—	—	—	—	—	—	45,961
Dividends*	—	—	—	—	—	—	(32,339)
Exchange differences	—	—	—	1		1	—
At 31 December 2024	**32,683**	**4,439**	**1,434**	**(10)**	**1,441**	**39,987**	**60,571**
At 1 January 2023	32,579	4,167	1,434	(2)	941	39,119	51,355
Issue of shares	—	—	—	(6)	—	(6)	—
Share-based payments	—	—	—	—	294	294	260
Share buyback	—	123	—	—	—	123	(9,678)
Profit for the year	—	—	—	—	—	—	46,102
Dividends*	—	—	—	—	—	—	(28,188)
Exchange differences	—	—	—	(2)	—	(2)	—
At 31 December 2023	**32,579**	**4,290**	**1,434**	**(10)**	**1,235**	**39,528**	**59,851**

* See note 10 to the consolidated financial statements.

Subsidiary and associated undertakings

As at 31 December 2024

SUBSIDIARY UNDERTAKINGS

Details of the Group's subsidiary undertakings as at 31 December 2024 are as follows:

Name of subsidiary	% of shares held	Country of incorporation	Country of operation	Field of activity
PT Prima Mitrajaya Mandiri	100	Indonesia	Indonesia	Production at Kota Bangun
PT Teguh Jayaprima Abadi	100	Indonesia	Indonesia	Production at Kota Bangun
PT Agro Bumi Kaltim	100	Indonesia	Indonesia	Production at Kota Bangun
PT Nusantara Agro Sentosa	100	Indonesia	Indonesia	Production at Kota Bangun
PT Gunung Pelawan Lestari	90	Indonesia	Indonesia	Production at Bangka
PT Pangkatan Indonesia	100	Indonesia	Indonesia	Production at Pangkatan
PT Bilah Plantindo	100	Indonesia	Indonesia	Production at Pangkatan
PT Sembada Sennah Maju	100	Indonesia	Indonesia	Production at Pangkatan
PT Bumi Mas Agro	100	Indonesia	Indonesia	Production at Bumi Mas
PT Evans Lestari	100	Indonesia	Indonesia	Production at Musi Rawas
PT Simpang Kiri				
Plantation Indonesia	100	Indonesia	Indonesia	Production at Simpang Kiri
PT Dharma Agung	100	Indonesia	Indonesia	Production at Simpang Kiri
PT Teunggulon Raya	100	Indonesia	Indonesia	Production at Simpang Kiri
PT Perusahaan Pertanian Perkebunan Perindustrian dan Perdagangan Surya Makmur	100	Indonesia	Indonesia	Holding company
PT Aceh Timur Indonesia	100	Indonesia	Indonesia	Holding company
PT Evans Indonesia	100	Indonesia	Indonesia	Provision of agronomic and management consultancy services
Sunrich Plantations Pte Ltd	100	Singapore	Singapore	Holding company
Bertam Consolidated Rubber Company Limited	100	England and Wales	Malaysia	Holding company
M.P. Evans & Co. Limited*	100	England and Wales	United Kingdom	Holding company
Sungkai Holdings Limited*	100	England and Wales	United Kingdom	Holding company

The shareholdings in the above companies represent ordinary shares. Other than the companies marked *, all shareholdings are held indirectly.

The registered offices for all Indonesian companies is Graha Aktiva, Suite 1001, Jl HR Rasuna Said Blok X-1 Kav 03, Jakarta 12950 Indonesia, for Sunrich Plantations Pte Ltd is 25 North Bridge Road, Level 7 Singapore 179104, and for all UK companies is the Group's registered office as shown on page 104.

ASSOCIATED UNDERTAKINGS

Details of the associated undertakings as at 31 December 2024 are as follows:

Unlisted	Issued fully-paid share capital	% held	Country of incorporation	Country of operation	Field of activity
PT Kerasaan Indonesia	Rp 138.07m	38	Indonesia	Indonesia	Production of CPO and PK
Bertam Properties Sdn. Berhad.	RM 60.00m	40	Malaysia	Malaysia	Property development

The registered office of PT Kerasaan Indonesia is Gedung Forum Nine Building, 10th Floor, Suite 1-11, Jl. Imam Bonjol No.9, Medan-20112, North Sumatra, Indonesia and the registered office of Bertam Properties Sdn. Berhad is 1st Floor, Standard Chartered Bank Chambers, Lebuh Pantai, 10300 Pulau Pinang, Malaysia.

Analysis of Indonesian plantation land areas

As at 31 December 2024

The information on pages 99 to 104 does not form part of the audited financial statements.

PLANTED HECTARAGE

	Ownership %	Group Mature Ha	Group Immature Ha	Group Total[1] Ha	Scheme smallholders Mature Ha	Scheme smallholders Immature Ha	Scheme smallholders Total[2] Ha
Subsidiaries — oil palm							
Kota Bangun	100	15,138	1,954	17,092	6,272	63	6,335
Bangka	90	6,151	-	6,151	3,881	-	3,881
Pangkatan group	100	6,427	539	6,966	648	706	1,354
Bumi Mas	100	7,426	66	7,492	1,351	87	1,438
Musi Rawas	100	5,537	2,330	7,867	2,537	436	2,973
Simpang Kiri	100	3,202	1,075	4,277	61	193	254
Total		**43,881**	**5,964**	**49,845**	**14,750**	**1,485**	**16,235**
Group share of subsidiaries' land		**43,266**	**5,964**	**49,230**			
Associates — oil palm							
Kerasaan		1,661	661	2,322			
Group share of associates' land	**38**	**631**	**251**	**882**			
Memorandum:							
Group share of subsidiaries' land and share of associates' land		43,897	6,215	50,112			
Subsidiaries' land and Group share of associates' land		44,512	6,215	50,727			

Notes

1. The Group works to obtain final land licences (HGUs) as soon as possible for its planted areas. The only areas for which the Group is still working to obtain HGUs is in relation to some of the newer planting at Musi Rawas (approximately 2,000ha) and at Kota Bangun (approximately 1,000ha, some of which relates to the additional land acquired during 2023).
2. The Group supports its associated scheme smallholders to obtain HGUs. In total, smallholder HGUs are in the process of being obtained for approximately 4,000ha, some of which relates to newer planting or areas brought into Group association more recently.

Analysis of Group equity value

As at 31 December 2024

The information in the following table provides a directors' estimate of the Group equity value at 31 December 2024 utilising, except where indicated, an independent valuation of the Group's properties performed at the end of 2024.

	Planted area Ha	Market value per planted hectare[2] US$	Market value attributable to Group[1] US$'000
INDONESIAN OIL PALM PLANTATIONS			
Group			
Kota Bangun	17,092	16,840	287,800
Bumi Mas	7,492	22,064	165,300
Bangka	6,151	20,940	115,900
Musi Rawas	7,867	21,762	171,200
Pangkatan group	6,966	18,390	128,100
Simpang Kiri	4,277	12,181	52,100
	49,845	**18,465**	**920,400**
Smallholders			
Kota Bangun	6,335	5,383	34,100
Bumi Mas	1,438	6,398	9,200
Bangka	3,881	5,694	19,900
Musi Rawas	2,973	8,075	24,000
Pangkatan group	1,354	5,687	7,700
Simpang Kiri	254	3,937	1,000
	16,235	**5,907**	**95,900**
Associates			
Kerasaan[3]	2,322	14,300	12,600
Total Indonesia			**1,028,900**
MALAYSIAN PROPERTY			
Bertam Properties	n/a	n/a	47,400
Total Malaysia			**47,400**
Net cash[4]			**46,149**
Other assets and liabilities[5]			**(21,739)**
Total equity value			**1,100,710**
Equity value (£ per share[6])			**16.88**

Notes

1. The Group owns 100% of its Indonesian plantations, except at Bangka, where there is a minority partner who owns 10%.
2. The market value per planted hectare stated is the independent valuation of the Group's estates, and where appropriate, related palm-oil mills. However, for Kota Bangun and Simpang Kiri, the market value per planted hectare reflects a blended average between the independent valuation and the cost of the acquisitions made during 2023. No amount has been included in the Group equity valuation at 31 December 2024 for the smallholder hectares related to these acquisitions.
3. The Group's only oil-palm associate, Kerasaan, where the Group owns 38%, was not included in the independent valuation at 31 December 2024. The value in the table above has been carried forward from the independent valuation performed at 31 December 2019.
4. Net cash is taken as cash and other liquid resources less borrowings from the 31 December 2024 balance sheet, attributable to the owners of M.P. Evans Group PLC.
5. Other assets and liabilities are taken as net assets minus plantation and property-related assets, minus net cash from the 31 December 2024 balance sheet, attributable to the owners of M.P. Evans Group PLC.
6. Amount per share is calculated using the year-end exchange rate and year-end shares in issue (see note 25).

Five-year summary

	2024 Tonnes	2023 Tonnes	2022 Tonnes	2021 Tonnes	2020 Tonnes
Production					
Crude palm oil	372,200	378,500	341,700	312,900	271,700
Palm kernels	81,300	80,600	73,800	67,100	60,400
Crops					
Oil-palm fresh fruit bunches					
Own crops	937,000	922,900	905,400	809,700	724,300
Scheme-smallholder crops	285,900	278,500	265,700	229,300	193,000
Independent crop purchased	386,000	421,500	340,600	327,200	289,700
	1,608,900	1,622,900	1,511,700	1,366,200	1,207,000
Indonesian associated-company estates	45,900	48,200	51,900	55,200	54,800

	US$	US$	US$	US$	US$
Average sale prices					
Crude palm oil — cif Rotterdam per tonne	1,084	964	1,345	1,195	716
Crude palm oil — ex-mill-gate per tonne	823	729	854	810	591

Exchange rates						
US$1 = Indonesian Rupiah	— average	15,855	15,236	14,853	14,295	14,541
	— year end	16,095	15,397	15,568	14,253	14,050
US$1 = Malaysian Ringgit	— average	4.57	4.56	4.40	4.14	4.20
	— year end	4.47	4.60	4.41	4.17	4.02
£1 = US Dollar	— average	1.28	1.25	1.24	1.37	1.28
	— year end	1.25	1.27	1.20	1.35	1.37

	US$'000	US$'000	US$'000	US$'000	US$'000
Revenue	352,839	307,368	326,917	276,592	174,510
Gross profit	116,590	78,453	109,210	103,613	34,755
Profit before tax	113,490	72,834	100,250	112,502	28,440

	US cents	US cents	US cents	US cents	US cents
Basic continuing earnings per share	165.9	97.6	133.9	158.4	37.4

	Pence	Pence	Pence	Pence	Pence
Basic continuing earnings per share	129.6	78.1	108.0	115.6	29.2
Dividends per share:					
Normal	52.5	45.0	42.5	35.0	22.0
Special	—	—	—	5.0	—
Total	**52.5**	**45.0**	**42.5**	**40.0**	**22.0**

	US$'000	US$'000	US$'000	US$'000	US$'000
Equity attributable to the owners of M.P. Evans Group PLC	525,747	485,073	471,182	431,524	364,111
Net cash generated by operating activities	135,800	79,674	102,288	92,272	39,598

Notice of meeting

NOTICE IS HEREBY GIVEN that the annual general meeting of M.P. Evans Group PLC will be held at Tallow Chandlers' Hall, 4 Dowgate Hill, London, EC4R 2SH on Friday 13 June 2025 at 12 noon. The Company also aims to make the proceedings available to view online. Further details, where necessary, will be provided in advance of the meeting on the Company's AGM website page (www.mpevans.co.uk/investors/agm).

The meeting will be for the following purposes, and unless a poll is validly demanded, voting will be decided on a show of hands:

AS ORDINARY BUSINESS		Resolution on form of proxy
1	To receive and consider the report of the directors and the audited consolidated financial statements for the year ended 31 December 2024.	No 1
2	To receive and consider the directors' remuneration report as set out in the annual report and accounts for the financial year ended 31 December 2024.	No 2
3	To re-elect K Chandra Sekaran as a director.	No 3
4	To re-elect Peter Hadsley-Chaplin as a director.	No 4
5	To declare a final dividend.	No 5
6	To appoint BDO LLP as auditors and to authorise the directors to determine their remuneration.	No 6

AS SPECIAL BUSINESS

To consider and, if thought fit, pass the following resolution, as a special resolution:

Resolution on form of proxy

7 That the Company is hereby generally and unconditionally authorised to make market purchases (within the meaning of section 693 of the Companies Act 2006) of shares of 10p each in the capital of the Company provided that: — No 7

a) the maximum number of shares hereby authorised to be purchased is 5,217,629;

b) the minimum price which may be paid for each share is 10p (exclusive of expenses);

c) the maximum price (exclusive of expenses) which may be paid for each share is the higher of:

  i. an amount equal to 105% of the average of the middle-market quotations for such shares as derived from the Daily Official List of the London Stock Exchange for the five business days immediately preceding the day of purchase;

  ii. the higher of the price of the last independent trade of a 10p share and the highest current independent bid for a 10p share of the trading venue where the purchase is carried out; and

d) the authority hereby conferred shall expire at the conclusion of the next annual general meeting of the Company or on 30 June 2026, whichever shall be the earlier save that the Company may, before the expiry of this authority, make a contract of purchase which will or may be executed wholly or partly after such expiry and may make a purchase of shares pursuant to any such contract.

By order of the board

Katya Merrick
Company secretary
25 March 2025

NOTES

1) A member of the Company entitled to attend, speak and vote at the meeting convened by this notice may appoint a proxy to exercise all or any of his or her rights to attend, speak and vote at the meeting on his or her behalf. A proxy need not be a member of the Company. Appointment of a proxy will not subsequently preclude a member from attending and voting at the meeting in person if he or she so wishes. A member may appoint more than one proxy provided that each proxy is appointed to exercise the rights attached to different shares held by the member. The form of proxy contains instructions on how to appoint more than one proxy.

2) A form of proxy for use at the meeting is enclosed. Please return the form of proxy or other instrument appointing a proxy as soon as possible. To be valid, it must be received by post or (during normal business hours only) by hand at the office of the registrars, Computershare Investor Services PLC, at The Pavilions, Bridgwater Road, Bristol, BS99 6ZZ, no later than 12pm on 11 June 2025 (or, if the meeting is adjourned, no later than 48 hours before the time for holding the adjourned meeting, or, if a poll is taken otherwise than at or on the same day as the meeting at which it is demanded, no later than 24 hours before the time appointed for the taking of the poll). Alternatively, you may appoint a proxy electronically.

   If you wish to submit your form of proxy via the internet, you will need your Control Number, Shareholder Reference Number ("SRN") and Personal Identification Number ("PIN") which are printed on the Form of Proxy. To appoint a proxy via the internet you should log on to the Computershare website at www.investorcentre.co.uk/eproxy. You will be asked to agree to the terms and conditions for electronic proxy appointment. It is important that you read these terms and conditions as they set out the basis on which proxy appointment via the internet shall take place. This electronic address is provided only for the purpose of communications relating to electronic appointment of proxies.

   CREST members wishing to appoint a proxy or proxies through the CREST electronic proxy appointment service, should refer to the form of proxy and more detailed instructions posted on the AGM page of the Group's website (www.mpevans.co.uk/investors/agm).

3) The right to appoint a proxy does not apply to persons whose shares are held on their behalf by another person and who have been nominated to receive communications from the Company in accordance with section 146 of the Companies Act 2006 ("nominated persons"). Nominated persons may have a right under an agreement with the registered shareholder who holds the shares on their behalf to be appointed (or to have someone else appointed) as a proxy. Alternatively, if nominated persons do not have such a right, or do not wish to exercise it, they may have a right under such an agreement to give instructions to the person holding the shares as to the exercise of voting rights.

4) Pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, the Company has specified that only those shareholders registered on the register of members of the Company at 11.00 p.m. on 11 June 2025 (or, if the meeting is adjourned, 48 hours before the time of the adjourned meeting) shall be entitled to attend and vote at the meeting in respect of the number of shares registered in their name at that time. Changes to the register of members after that time will be disregarded in determining the rights of any person to attend and vote at the meeting.

5) As at 25 March 2025, the Company's issued share capital consisted of 52,176,292 shares carrying one vote each. Therefore, the total number of voting rights in the Company as at that date was 52,176,292.

6) Copies of the directors' service contracts and terms and conditions of appointment will be available for inspection at the registered office of the Company during normal business hours and at the place of the meeting from 15 minutes prior to the meeting until its conclusion.

7) Any corporation which is a member can appoint one or more corporate representatives who may exercise on its behalf all of its powers as a member, but powers purported to be exercised by more than one authorised representative in respect of the same shares will be treated as not exercised.

8) Save as provided below, members who wish to communicate with the Company in relation to the meeting should do so by writing to the Registrars at The Pavilions, Bridgwater Road, Bristol BS99 6ZZ. No other methods of communication will be accepted. In particular, no person may use any electronic address to communicate with the Company for any purposes other than those expressly stated in the relevant document.

9) Members have the right to require notice of a resolution to be moved or a matter to be included in the business of the meeting.

Any addressee of this notice who has sold or transferred all of the shares of the Company held by him or her, should pass the annual report, of which this notice forms part (including the form of proxy enclosed herewith), to the person through whom the sale was effected for transmission to the transferee or purchaser.

The Annual General Meeting will be held on Friday 13 June 2025 at 12 noon

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Tallow Chandlers' Hall
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CLOSEST TRANSPORT LINKS
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Cannon Street (District and Circle Lines, National Rail Services)
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Glossary

CPO	Crude palm oil
EMG	Ex-mill gate
EUDR	EU Deforestation Regulations
Ffb	Fresh fruit bunches
HGU	*Hak guna usaha:* land lease granted by Indonesian government
ISCC	International Sustainability & Carbon Certification
PK	Palm kernels
PKO	Palm-kernel oil
RISS	RSPO’s Independent Smallholder Standard
RSPO	Round Table on Sustainable Palm Oil

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