



**FGV HOLDINGS BERHAD**

200701042133 (800165-P)

**QUARTERLY REPORT**

**Condensed Consolidated Financial Statements  
For The Financial Period Ended 30 June 2025**



# FGV HOLDINGS BERHAD

## Unaudited Condensed Consolidated Statement of Comprehensive Income for the Quarter ended 30 June 2025

Note	Quarter ended 30 June			Year to date ended 30 June		
	2025 RM'000	2024 RM'000	% + / (-)	2025 RM'000	2024 RM'000	% + / (-)
<b>Revenue</b>	5,789,166	5,515,701	<b>5.0</b>	10,825,041	10,060,273	<b>7.6</b>
Cost of sales	(5,107,903)	(5,041,483)		(9,695,782)	(9,182,667)	
<b>Gross profit</b>	<b>681,263</b>	<b>474,218</b>	<b>43.7</b>	<b>1,129,259</b>	<b>877,606</b>	<b>28.7</b>
Other operating income	33,001	17,595		51,642	45,939	
Selling and distribution costs	(90,189)	(44,074)		(140,605)	(82,068)	
Administrative expenses	(268,517)	(257,130)		(499,353)	(475,341)	
Reversal of impairment/(impairment) of financial assets (net)	13,819	(118)		4,089	(11,181)	
Other operating expenses	(4,528)	(4,279)		(9,549)	(9,347)	
Commodity (losses)/gains - net	(18,505)	49,772		17,070	43,231	
<b>Operating profit</b>	<b>346,344</b>	<b>235,984</b>	<b>46.8</b>	<b>552,553</b>	<b>388,839</b>	<b>42.1</b>
Fair value changes in Land Lease Agreement ("LLA") liability	(131,842)	(66,675)		(247,752)	(152,717)	
<b>Operating profit after LLA</b>	<b>214,502</b>	<b>169,309</b>	<b>26.7</b>	<b>304,801</b>	<b>236,122</b>	<b>29.1</b>
Finance income	8,122	7,006		19,367	20,385	
Finance costs	(30,047)	(35,341)		(63,772)	(68,769)	
Share of results from associates	466	(520)		637	(849)	
Share of results from joint ventures	15,913	275		31,282	3,506	
<b>Profit before zakat and taxation</b>	<b>208,956</b>	<b>140,729</b>	<b>48.5</b>	<b>292,315</b>	<b>190,395</b>	<b>53.5</b>
Zakat	(621)	(1,483)		(1,035)	(1,955)	
Taxation	(68,080)	(54,456)		(103,681)	(100,386)	
<b>Profit for the financial period</b>	<b>140,255</b>	<b>84,790</b>	<b>65.4</b>	<b>187,599</b>	<b>88,054</b>	<b>&gt;100</b>
<b>Profit/(loss) attributable to:</b>						
- Owners of the Company	136,877	86,379	58.5	173,358	72,885	>100
- Non-controlling interests	3,378	(1,589)		14,241	15,169	
	<b>140,255</b>	<b>84,790</b>	<b>65.4</b>	<b>187,599</b>	<b>88,054</b>	<b>&gt;100</b>
<b>Other comprehensive (loss)/income</b>						
Actuarial (loss)/gain on defined benefit plan	(44)	27		(52)	164	
Fair value changes of financial assets at fair value through other comprehensive income ("FVOCI")	(3,021)	119		(6,227)	244	
Share of other comprehensive (loss)/income of joint ventures	(3,940)	(49)		(4,568)	1,659	
Currency translation differences	(56,421)	(627)		(67,302)	38,530	
Cash flow hedges	-	11		-	27	
Other comprehensive income for the financial period, net of tax	(63,426)	(519)		(78,149)	40,624	
<b>Total comprehensive income for the financial period</b>	<b>76,829</b>	<b>84,271</b>	<b>-8.8</b>	<b>109,450</b>	<b>128,678</b>	<b>-14.9</b>
<b>Total comprehensive income attributable to:</b>						
- Owners of the Company	74,748	85,101	-12.2	96,274	111,400	-13.6
- Non-controlling interests	2,081	(830)		13,176	17,278	
<b>Total comprehensive income for the financial period</b>	<b>76,829</b>	<b>84,271</b>	<b>-8.8</b>	<b>109,450</b>	<b>128,678</b>	<b>-14.9</b>
Earnings per share for profit attributable to the Owners of the Company:						
Basic (sen)	3.75	2.37		4.75	2.00	

The unaudited Condensed Consolidated Statement of Comprehensive Income should be read in conjunction with the accompanying explanatory notes attached to this quarterly report and the audited financial statements for the financial year ended 31 December 2024.



## FGV HOLDINGS BERHAD

### Unaudited Condensed Consolidated Statement of Financial Position as at 30 June 2025

	Note	Unaudited As at 30 June 2025 RM'000	Audited As at 31 December 2024 RM'000
<b><u>Non-current assets</u></b>			
Property, plant and equipment		8,266,850	8,116,031
Right-of-use assets		2,117,702	2,141,479
Investment properties		57,286	58,999
Intangible assets		918,891	928,531
Interests in associates		53,723	53,086
Interests in joint ventures		628,631	602,325
Deposit and other receivables		157,836	170,847
Deferred tax assets		272,793	288,709
Financial assets at fair value through profit or loss	19	2,311	2,533
Financial assets through other comprehensive income	19	138,142	148,541
Biological assets		91	1,919
Tax recoverable		58,697	61,786
		<b>12,672,953</b>	<b>12,574,786</b>
<b><u>Current assets</u></b>			
Inventories		2,004,508	2,330,019
Receivables		1,811,121	1,328,499
Biological assets		112,832	110,920
Amount due from ultimate holding company		141,330	39,595
Amounts due from joint ventures		202,149	166,419
Amount due from an associate		38	38
Amounts due from related companies		144,996	194,067
Tax recoverable		30,442	19,882
Financial assets at fair value through profit or loss	19	109,577	105,414
Derivative financial assets	18	6,702	1,697
Contract assets		27,314	15,272
Deposits, cash and bank balances		1,515,686	1,728,363
		<b>6,106,695</b>	<b>6,040,185</b>
<b>Total assets</b>		<b>18,779,648</b>	<b>18,614,971</b>
<b><u>Equity</u></b>			
Share capital		7,029,889	7,029,889
Reserves		(3,061,971)	(2,984,939)
Retained earnings		2,050,236	2,059,338
<b>Equity attributable to owners of the Company</b>		<b>6,018,154</b>	<b>6,104,288</b>
Non-controlling interests		1,421,985	1,511,506
<b>Total equity</b>		<b>7,440,139</b>	<b>7,615,794</b>



**FGV HOLDINGS BERHAD**

**Unaudited Condensed Consolidated Statement of Financial Position as at 30 June 2025 (continued)**

	Note	Unaudited As at 30 June 2025 RM'000	Audited As at 31 December 2024 RM'000
<b><u>Non-current liabilities</u></b>			
Borrowings	17	1,406,215	1,442,664
LLA liability		3,406,919	3,338,206
Provision for asset retirement		37,152	37,710
Provision for defined benefit plan		61,384	62,097
Lease liability		367,968	369,340
Deferred tax liabilities		673,680	655,455
		<b>5,953,318</b>	<b>5,905,472</b>
<b><u>Current liabilities</u></b>			
Payables		1,652,259	2,060,680
Amount due to ultimate holding company		202,709	224,972
Amounts due to joint ventures		687	238
Amounts due to associates		314	539
Amounts due to related companies		73,330	5,572
Borrowings	17	2,865,124	2,304,971
Derivative financial liabilities	18	6,275	7,485
Provision for asset retirement		674	716
Lease liability		43,061	40,625
LLA liability		333,229	325,281
Contract liabilities		172,895	85,623
Current tax liabilities		35,634	37,003
		<b>5,386,191</b>	<b>5,093,705</b>
Total liabilities		<b>11,339,509</b>	<b>10,999,177</b>
<b>Total equity and liabilities</b>		<b>18,779,648</b>	<b>18,614,971</b>
Net assets per share attributable to owners of the Company		<b>1.65</b>	<b>1.67</b>

The unaudited Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying explanatory notes attached to this quarterly report and the audited financial statements for the financial year ended 31 December 2024.



## FGV HOLDINGS BERHAD

### Unaudited Condensed Consolidated Statement of Changes in Equity

	Share capital RM'000	Foreign exchange reserve RM'000	Re-organisation reserve RM'000	Other reserves RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total Equity RM'000
<b>Year to date ended 30 June 2025</b>								
At 1 January 2025	7,029,889	108,107	(3,089,497)	(3,549)	2,059,338	6,104,288	1,511,506	7,615,794
Profit for the financial period	-	-	-	-	173,358	173,358	14,241	187,599
Other comprehensive (loss)/income for the financial period, net of tax:								
<u>Items that will not be reclassified to profit or loss</u>								
- actuarial loss on defined benefit plan	-	-	-	-	(52)	(52)	-	(52)
- fair value changes in financial assets at FVOCI	-	-	-	(6,097)	-	(6,097)	(130)	(6,227)
<u>Items that will be subsequently reclassified to profit or loss</u>								
- share of other comprehensive loss of joint ventures	-	(4,568)	-	-	-	(4,568)	-	(4,568)
- currency translation differences	-	(66,367)	-	-	-	(66,367)	(935)	(67,302)
	-	(70,935)	-	-	-	(70,935)	(935)	(71,870)
<b>Total other comprehensive (loss)/income for the financial period</b>	-	<b>(70,935)</b>	-	<b>(6,097)</b>	<b>173,306</b>	<b>96,274</b>	<b>13,176</b>	<b>109,450</b>
<u>Transactions with owners</u>								
Dividend paid for the financial year ended 31 December 2024 (final)	-	-	-	-	(182,408)	(182,408)	-	(182,408)
Dividend paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	(33,644)	(33,644)
Dividend payable to non-controlling interest of subsidiaries	-	-	-	-	-	-	(69,053)	(69,053)
Total transactions with owners	-	-	-	-	(182,408)	(182,408)	(102,697)	(285,105)
<b>At 30 June 2025</b>	<b>7,029,889*</b>	<b>37,172</b>	<b>(3,089,497)</b>	<b>(9,646)</b>	<b>2,050,236</b>	<b>6,018,154</b>	<b>1,421,985</b>	<b>7,440,139</b>



## FGV HOLDINGS BERHAD

### Unaudited Condensed Consolidated Statement of Changes in Equity

	Share capital RM'000	Foreign exchange reserve RM'000	Re- organisation reserve RM'000	Other reserves RM'000	Retained earnings RM'000	Total RM'000	Non- controlling interests RM'000	Total Equity RM'000
<b>Year to date ended 30 June 2024</b>								
At 1 January 2024	7,029,889	116,727	(3,089,497)	21,928	1,892,868	5,971,915	1,610,065	7,581,980
Profit for the financial period	-	-	-	-	72,885	72,885	15,169	88,054
Other comprehensive income for the financial period, net of tax:								
<u>Items that will not be reclassified to profit or loss</u>								
- actuarial gain on defined benefit plan	-	-	-	-	100	100	64	164
- fair value changes in financial assets at FVOCI	-	-	-	244	-	244	-	244
<u>Items that will be subsequently reclassified to profit or loss</u>								
- share of other comprehensive income of joint ventures	-	1,659	-	-	-	1,659	-	1,659
- currency translation differences	-	36,498	-	-	-	36,498	2,032	38,530
- cash flow hedge reserves	-	-	-	14	-	14	13	27
	-	38,157	-	14	-	38,171	2,045	40,216
<b>Total other comprehensive income for the financial period</b>	-	<b>38,157</b>	-	<b>258</b>	<b>72,985</b>	<b>111,400</b>	<b>17,278</b>	<b>128,678</b>
<u>Transactions with owners</u>								
Dividend paid for the financial year ended 31 December 2023 (final)	-	-	-	-	(109,445)	(109,445)	-	(109,445)
Dividend paid to non-controlling interests of subsidiaries	-	-	-	-	-	-	(19,946)	(19,946)
Total transactions with owners	-	-	-	-	(109,445)	(109,445)	(19,946)	(129,391)
<b>At 30 June 2024</b>	<b>7,029,889*</b>	<b>154,884</b>	<b>(3,089,497)</b>	<b>22,186</b>	<b>1,856,408</b>	<b>5,973,870</b>	<b>1,607,397</b>	<b>7,581,267</b>

\* Includes 1 Special Share of RM1.00 held by the Minister of Finance (Incorporated).

The unaudited Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying explanatory notes attached to this quarterly report and the audited financial statements for the financial year ended 31 December 2024.



## FGV HOLDINGS BERHAD

### Unaudited Condensed Consolidated Statement of Cash Flows

	Year to date ended 30 June	
	2025 RM'000	2024 RM'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Profit for the financial period	187,599	88,054
Adjustments for non-cash items	755,161	633,877
<b>Operating profit before working capital changes</b>	<b>942,760</b>	<b>721,931</b>
Changes in working capital	(589,501)	(329,189)
<b>Cash generated from operations</b>	<b>353,259</b>	<b>392,742</b>
Interest received	19,367	20,385
Taxation paid, net	(78,379)	(59,381)
Zakat paid	(1,035)	(1,955)
Retirement benefits paid	(356)	(3,823)
<b>Net cash generated from operating activities</b>	<b>292,856</b>	<b>347,968</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>		
Purchase of property, plant and equipment	(484,329)	(388,954)
Purchase of intangible asset	(513)	(4,505)
Proceeds from disposal of property, plant and equipment	1,086	1,674
Proceed from disposal of financial assets at fair value through profit or loss	72,874	60,925
Additions of financial assets at fair value through profit or loss	(82,395)	(63,985)
Additions of financial assets at fair value through other comprehensive income	-	(1,650)
Dividend received from joint ventures	-	4,278
Dividend received from an associate	-	156
<b>Net cash used in investing activities</b>	<b>(493,277)</b>	<b>(392,061)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Drawdown of borrowings	5,632,284	4,906,742
Repayment of borrowings	(5,106,581)	(4,590,296)
Repayment of LLA liability	(171,091)	(110,922)
Dividend paid to shareholders	(182,408)	(109,445)
Dividend paid to non-controlling interests	(33,644)	(19,946)
Finance costs paid	(93,760)	(83,751)
Payments of lease liabilities	(16,159)	(18,597)
<b>Net cash generated/(used in) from financing activities</b>	<b>28,641</b>	<b>(26,215)</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(171,780)</b>	<b>(70,308)</b>
Effect of foreign exchange rate changes	(40,897)	27,865
Cash and cash equivalents at beginning of the financial period	1,728,363	1,523,234
<b>Cash and cash equivalents at end of the financial period</b>	<b>1,515,686</b>	<b>1,480,791</b>

The unaudited Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying explanatory notes attached to this quarterly report and the audited financial statements for the financial year ended 31 December 2024.

## **Explanatory Notes on the Quarterly Report – 30 June 2025**

This interim financial information of FGV Holdings Berhad ('FGV' or 'Group') is prepared in accordance with the requirements of paragraph 9.22 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and complies with the requirements of the Malaysian Financial Reporting Standard ('MFRS') No. 134 – Interim Financial Reporting.

The Unaudited Condensed Consolidated Interim Financial Information should be read in conjunction with FGV audited financial statements for the financial year ended 31 December 2024. These explanatory notes attached to the Unaudited Condensed Consolidated Interim Financial Information provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2024.

### **1. Basis of Preparation**

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

The accounting policies and presentation adopted for this Unaudited Condensed Consolidated Interim Financial Information are mainly consistent with those of the Group's audited financial statements for the financial year ended 31 December 2024.

- (i) Accounting pronouncements that are effective after 1 January 2025 and have not been early adopted by the Group:

A number of new standards and amendments to standards and interpretations are effective for the financial year beginning after 1 January 2025. The Group has not early adopted these new standards and amendments. None of these is expected to have a significant effect on the financial statements of the Group, except for the following set out below:

#### Effective annual periods beginning on or after 1 January 2027

- MFRS 18 'Presentation and Disclosure in Financial Statements' which aims to enhance the financial reporting quality and replaces MFRS 101 'Presentation of Financial Statements'. The new standard introduces a new structure of profit or loss statement whereby income and expenses are classified into 3 new main categories:
  - i. Operating category which typically includes results from the main business activities
  - ii. Investing category that presents the results of investments in associates and joint ventures and other assets that generate a return largely independently of other resources; and
  - iii. Financing category that presents income and expenses from financing liabilities (such as bank borrowings and lease liabilities)

The standard also requires the entity to present specific totals and subtotals in the statement of profit or loss, specifies the disclosure of management-defined performance measures as well as the aggregation and disaggregation of information in the financial statements and accompanying notes.

MFRS 18 will be applied retrospectively. The Group is currently assessing the financial impact that may arise from the adoption of the above amendments to published standards.

The following accounting pronouncements are currently being assessed by the Group and are not expected to have any significant impact on the financial statements of the Group.

#### Effective annual periods beginning on or after 1 January 2025

- Amendments to MFRS 121 on 'Lack of Exchangeability'

#### Effective annual periods beginning on or after 1 January 2026

- Amendments to MFRS 9 & 7 on Amendments to Classification and Measurement of Financial Instruments

#### Effective annual periods beginning on or after 1 January 2027

- MFRS 19 'Subsidiary without Public Accountability: Disclosures'





## **FGV HOLDINGS BERHAD**

### **Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)**

#### **2. Seasonal or Cyclical Factors**

Global sales of oils and fats products follow a similar pattern where sales increases ahead of festivities due to increased consumer demand. In addition, the harvest of fresh fruit bunches ("FFB") at palm oil plantations tends to increase in the second half of the financial year as a result of the rainfall pattern in Malaysia, which leads to a greater supply of CPO and PK during the second half of the financial year as FFB is immediately processed following its harvest.

Sales of refined oils and sugar products in Malaysia typically increase slightly during the months leading up to major holidays and festivals in Malaysia, especially Hari Raya and Chinese New Year, due to increased consumer demand for cooking oil and refined sugar.

#### **3. Unusual Items Affecting Assets, Liabilities, Equity, Net Income or Cash Flows**

There were no other material or unusual items affecting FGV's assets, liabilities, equity, net income or cash flows during the financial period under review.

#### **4. Material Changes in Estimates**

There were no other material changes in the estimates of amounts reported in the prior interim period of the current financial year or the interim period of the previous financial year that have a material effect on the results for the current quarter under review.

#### **5. Debt and Equity Securities**

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the financial period under review.

#### **6. Dividends**

No dividend has been paid during the quarter ended 30 June 2025.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 7. Segment Information

Operating segments are reported in a manner consistent with the internal management reporting provided to the chief operating decision maker ("CODM"), which is the Group Management Committee ("GMC").

The GMC considers the business by product related activities. The reportable segments for the financial period ended 30 June 2025 have been identified as follows:

- Plantation Division - Plantation estates and mill activities including cultivation, harvesting and production of fresh fruit bunches ("FFB") and processing of FFB into crude palm oil ("CPO") and palm kernel ("PK"), research and development activities, fertilisers processing, rubber processing and production, sale of planting materials and security.
- Oils and Fats Division - Trading of CPO, refining of CPO, fractionation of refined bleached deodorised palm oil ("RBDPO") and Palm Olein ("PO"), crushing of PK, production of oleochemicals namely fatty acid and glycerine, processing and sales of biodiesel products.
- Sugar Division - Sugar refining, sales and marketing of refined sugar and molasses.
- Logistics and Support Division - Bulking and transportation facilities and services, information technology and travel.
- Consumer Products Division – Consumer products, integrated farming, dairy farm and dairy products.

Corporate HQ, Others and Elimination mainly relates to the inclusion of investment holding companies within the Group and Group consolidation adjustments, which are not part of the operating segments.

The reportable segments and the entities included in the respective segments have been changed from the financial year ended 31 December 2024 due to the changes in the internal reporting structure to the CODM. Commencing March 2025, Consumer Product Division, which was previously not part of the operating segments, has now been included in a reportable segment. Comparatives have been restated to conform to the revised reportable segments.

The GMC assesses the performance of the operating segments based on profit before zakat and taxation.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 7. Segment Information (continued)

The segment information provided to the Group's Chief Operating Decision Maker which is defined as Group Management Committee for the reportable segments of FGV for the financial period is as follows:

	Plantation RM'000	Oils and Fats RM'000	Sugar RM'000	Logistics and Support RM'000	Consumer Products RM'000	Corporate HQ, Others and Elimination RM'000	Total RM'000
<b>Year to date ended 30 June 2025</b>							
Total segment revenue	3,301,731	9,152,578	1,618,924	412,717	1,015,188	135,981	15,637,119
Less: Inter-segment revenue	(2,562,834)	(1,866,659)	(56,599)	(191,515)	(2,253)	(132,218)	(4,812,078)
<b>Revenue from external customers</b>	<b>738,897</b>	<b>7,285,919</b>	<b>1,562,325</b>	<b>221,202</b>	<b>1,012,935</b>	<b>3,763</b>	<b>10,825,041</b>
Finance income	5,370	6,806	2,129	2,665	111	2,286	19,367
Finance costs	2,423	(17,701)	(21,862)	(2,482)	(5,248)	(18,902)	(63,772)
Depreciation and amortisation	(246,396)	(27,438)	(50,656)	(38,834)	(8,755)	(8,339)	(380,418)
Fair value changes in LLA liability	(247,752)	-	-	-	-	-	(247,752)
(Impairment of)/reversal of impairment of:							
- financial assets	(7,821)	-	292	11,381	237	-	4,089
- non-financials assets	(3,123)	-	-	-	(2,526)	-	(5,649)
Share of results of joint ventures	-	31,282	-	-	-	-	31,282
Share of results of associates	1,727	-	-	-	-	(1,090)	637
<b>Profit/(loss) before zakat and taxation for the financial period</b>	<b>207,478</b>	<b>34,502</b>	<b>(9,823)</b>	<b>77,314</b>	<b>(13,424)</b>	<b>(3,732)</b>	<b>292,315</b>
Disaggregation of the Group's revenue is as follows:							
Sales of Palm Oil Products	20,527	6,465,240	-	-	993,962	-	7,479,729
Sales of Refined Sugar	-	-	1,562,325	-	-	-	1,562,325
Others	718,370	820,679	-	221,202	18,973	3,763	1,782,987
	<b>738,897</b>	<b>7,285,919</b>	<b>1,562,325</b>	<b>221,202</b>	<b>1,012,935</b>	<b>3,763</b>	<b>10,825,041</b>



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 7. Segment Information (continued)

The segment information provided to the Group's Chief Operating Decision Maker which is defined as Group Management Committee for the reportable segments of FGV for the financial period is as follows: (continued)

	Plantation RM'000	Oils and Fats RM'000	Sugar RM'000	Logistics and Support RM'000	Consumer Products RM'000	Corporate HQ, Others and Elimination RM'000	Total RM'000
<b>Year to date ended 30 June 2024</b>							
Total segment revenue	2,959,372	8,009,206	1,877,401	408,242	937,632	139,040	14,330,893
Less: Inter-segment revenue	(2,316,568)	(1,490,853)	(137,915)	(185,036)	(2,126)	(138,122)	(4,270,620)
<b>Revenue from external customers</b>	<b>642,804</b>	<b>6,518,353</b>	<b>1,739,486</b>	<b>223,206</b>	<b>935,506</b>	<b>918</b>	<b>10,060,273</b>
Finance income	3,209	9,352	4,589	2,113	10	1,112	20,385
Finance costs	(4,075)	(16,647)	(23,303)	(1,436)	(3,935)	(19,373)	(68,769)
Depreciation and amortisation	(243,959)	(28,199)	(37,584)	(38,474)	(11,736)	(5,237)	(365,189)
Fair value changes in LLA liability	(152,717)	-	-	-	-	-	(152,717)
(Impairment of)/reversal of impairment of:	(11,783)	-	1,041	114	(553)	-	(11,181)
- non-financials assets	(2,600)	441	-	-	(674)	-	(2,833)
Share of results of joint ventures	-	3,506	-	-	-	-	3,506
Share of results of associates	586	-	-	-	-	(1,435)	(849)
<b>Profit/(loss) before zakat and taxation for the financial period</b>	<b>38,416</b>	<b>103,663</b>	<b>36,818</b>	<b>70,094</b>	<b>(30,231)</b>	<b>(28,365)</b>	<b>190,395</b>
Disaggregation of the Group's revenue is as follows:							
Sales of Palm Oil Products	8,957	5,747,526	-	-	924,156	-	6,680,639
Sales of Refined Sugar	-	-	1,739,486	-	-	-	1,739,486
Others	633,847	770,827	-	223,206	11,350	918	1,640,148
	<b>642,804</b>	<b>6,518,353</b>	<b>1,739,486</b>	<b>223,206</b>	<b>935,506</b>	<b>918</b>	<b>10,060,273</b>

Timing of  
revenue  
recognition

At a point in time  
At a point in time  
At a point in  
time/ over time



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 8. Capital Commitments

	As at 30 June 2025 RM'000	As at 31 December 2024 RM'000
Capital expenditure approved and contracted for:		
- Property, plant and equipment	432,949	605,397
	<b>432,949</b>	<b>605,397</b>

#### 9. Significant Related Party Transactions

- (I) Related party transactions for the financial period ended 30 June 2025 and 30 June 2024 are as follows:

(a) Sales of goods and services

	Year to date ended 30 June	
	2025 RM'000	2024 RM'000
(i) Transactions with joint ventures		
Sales of CPO and refined bleached deodorised ("RBD") products by FGV Trading Sdn. Bhd. ("FGVT") to FGV Iffco Sdn. Bhd. Group ("FISB Group")	479,098	507,176
Sales of Crude Palm Kernel Oil ("CPKO") by FGV Kernel Products Sdn. Bhd. ("FKPSB") to FISB Group	155,465	92,360
Sales of CPKO by FKPSB to FPG Oleochemicals Sdn. Bhd. ("FPG")	242,372	-
Sales of CPO and RBD products by FGVT to MAPAK Edible Oil Pvt. Ltd. ("MAPAK")	14,612	67,085
(ii) Transactions with Federal Land Development Authority ("FELDA") and its subsidiaries		
Sales of fertiliser by FGV Fertiliser Sdn. Bhd. ("FGVFSB")	216,675	208,201
IT services rendered by FGV Prodata Systems Sdn. Bhd. ("Prodata")	23,220	26,986
Security services rendered by FGV Security Services Sdn. Bhd. ("FSSSB")	10,214	10,142



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 9. Significant Related Party Transactions (continued)

- (i) Related party transactions for the financial period ended 30 June 2025 and 30 June 2024 are as follows: (continued)

(b) Purchase of goods and services

	Year to date ended 30 June	
	2025 RM'000	2024 RM'000
Transactions with FELDA and its subsidiaries:		
LLA liability paid by FGV Plantations (Malaysia) Sdn. Bhd. ("FGVPM")	171,092	110,922
Purchase of cup lump by FGV Rubber Industries Sdn. Bhd. ("FRISB")	54,469	67,449
Purchase of FFB by FGVT	2,519,307	2,319,003
Joint Consultative Committee payment by FGVT	8,116	8,465

(c) Transactions with Government related entities

Transactions between subsidiaries and other government agencies:

Cooking oil subsidy and Joint Industry incentive for sugar received/receivable from Kementerian Perdagangan Dalam Negeri dan Kos Sara Hidup	247,842	217,352
Windfall tax paid/payable to Royal Malaysian Custom Department	57,291	42,893
CESS payment to Malaysia Palm Oil Board	20,566	20,972
Provision of IT solutions to Kementerian Pendidikan Malaysia	3,539	4,005
Provision of IT solutions to Suruhanjaya Komunikasi dan Multimedia Malaysia	3,262	5,550
Provision of IT solutions to Lembaga Hasil Dalam Negeri Malaysia	28,291	36,494

#### 10. Effect of Significant Changes in the Composition of FGV

There were no changes in the composition of the Group for the current financial period under review.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 11. Contingent Liabilities and Material Litigation

- (i) On 18 May 2021, FGV Prodata System Sdn. Bhd. (“Prodata” or “the 1st Defendant”) an indirect subsidiary of the Company, was served with a sealed Writ of Summons dated 12 May 2021 (“the Writ”) by VDSL Technology Sdn. Bhd. (“VDSL” or “the Plaintiff”).

The Plaintiff claimed for compensation and damages amounting RM170,707,600 due to the 1st Defendant and FELDA’s (“2nd Defendant”) alleged breaches on various arrangements agreed upon by the parties with regard to the Felda Broadband Initiative Project.

On 1 November 2021, VDSL has filed amended statement of claim and case management was held on the same day for the main suit, Prodata’s application for security cost and VDSL’s application for protective order. Pursuant to the hearing on 19 January 2022, the Judge directed the case be fixed for mediation for parties to explore and discuss a possible amicable settlement, while the court proceedings to continue to run its course. On 11 May 2022, the Mediator acknowledged that the mediation was unsuccessful. No further mediation is fixed.

On 9 November 2022, Prodata informed the Judge that Prodata is not agreeable to record a consent order on VDSL’s protective order application. On 16 December 2022, the Judge recorded the consent order between VDSL and Felda in respect of both VDSL’s protective order application and Felda’s discovery application.

The Judge dismissed the security for costs applications filed by Prodata and Felda respectively, with costs of RM5,000 (subject to allocator fee of RM200, therefore totaling RM5,200) payable by each of Prodata and Felda to VDSL.

On 9 January 2023, Prodata filed an appeal to the Court of Appeal against the High Court’s dismissal of Prodata’s application for security for costs. On 18 January 2023, during the case management, parties were informed as follows:

- (i) Both Felda & Prodata are appealing the High Court’s decision on the Security for Costs applications;
- (ii) Felda also filed an appeal on the High Court’s decision on Felda’s Striking Out application;
- (iii) VDSL would like to file an application to amend its Amended Statement of Claim.

On 10 August 2023, the Court of Appeal granted the application for security for costs by Prodata and Felda and directed VDSL to pay a sum of RM100,000 as security for costs each to the respective solicitors for Prodata and Felda respectively within 21 days from 10 August 2023. The Court of Appeal also had ordered VDSL to pay a sum of RM10,000 as costs (subject to allocatur fee) each to Prodata and Felda respectively. On 29 August 2023, the solicitors received the payment of RM100,000 from VDSL as security for costs which the solicitors were holding as stakeholder pursuant to the Court of Appeal Order dated 10 August 2023.

On 14 March 2023, the High Court was informed that FGV Prodata and FELDA would like to oppose VDSL’s application to amend the statement of claim. On 12 September 2023 the High Court granted VDSL’s amendment application on the statement of claim. Prodata had filed Re-Amended Defence on 2 November 2023.

The Court Registrar had fixed 2 July 2024 for parties to file in the Common Bundle of Documents and the list of witnesses. On 25 November 2024, the Court directed Prodata to submit its expert report and rebuttal report by 24 March 2025. The said report has been filed on 24 March 2025. The Court has fixed 1 April 2026 and 2 April 2026 for the continuation trial.

Based on legal opinion, there is a fair chance of Prodata succeeding in defending the claim from VDSL. Accordingly, no provision has been recognised as the cash outflow is not probable.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 11. Contingent Liabilities and Material Litigation (continued)

- (ii) On 12 February 2019, all Defendants to the suit filed by the Company on 23 November 2018 against its former members of the Board of Directors and former employees on the acquisition of APL ("Company suit") had filed their respective Defences except for one, who was directed by the High Court to file his Defence on or before 4 March 2019.

On 11 February 2019, certain Defendants to the Company suit had filed a counterclaim ("the Counterclaim") against the Company and the previous members of the Board of Directors of the Company ("Counterclaim Defendants"). The Counterclaim seeks reliefs, jointly and severally, against the Company and the Counterclaim Defendants for declaration that the Company and the Counterclaim Defendants were liable for the loss of RM514 million (in the Company's suit) and for any damages, general damages and interest at 5% per annum to be indemnified by the Company and Counterclaim Defendants.

On 8 November 2019, the Counterclaim Defendants filed an application to strike out the Counterclaim. The High Court after hearing both parties, had struck out the Counterclaim and dismissed the 10th to 14th Defendants' claim with costs. The High Court also directed the Defendants to file and serve their Amended Defence. On 13 January 2020, the Solicitors of 8th Defendant updated the Court that they had filed an application to amend their Defence. On 6 September 2021, the Court of Appeal heard and allowed the 10th to 14th Defendants' appeal and reversed the decision of the High Court. The Company filed an application for leave to appeal to the Federal Court ("Leave Application"). The Court had on 8 September 2022 informed that the case would be transferred to NCvC 12 (new civil court) and no official letter of the direction from the new judge.

On 5 October 2022, the Federal Court did not allow the Plaintiff's application for Leave to Appeal and therefore, the Main Action and the Counterclaim will proceed to trial in the High Court. The Court has fixed new trial dates on 17 to 19 April 2023 and fixed for a case management and hearing for 10<sup>th</sup> to 14<sup>th</sup> Defendants amendment application on the counter claim on 22 February 2023.

On 22 February 2023, the Judge indicated that this case would be more suitable to be heard in a Commercial Court (the case was filed in a Civil Court). Hence, the case management and hearing of 10<sup>th</sup> to 14<sup>th</sup> Defendants amendment application on the counter claim could not proceed. Additionally, the 1<sup>st</sup> Defendant had filed an application to amend his defence.

The case had been transferred to the Commercial Court. On 31 March 2023, the Court has fixed the 1<sup>st</sup> Defendant's Amendment Application and 10<sup>th</sup> to 14<sup>th</sup> Defendants Amendment Application for Hearing on 27 November 2023. On 27 November 2023, the Court had allowed both Applications with costs of RM5,000 to be borne by the 1<sup>st</sup> Defendant and 10<sup>th</sup> to 14<sup>th</sup> Defendants.

On 2 July 2024, the outcome of the Hearing were as follows:

- (i) The Court allowed the Plaintiff's application to amend the Reply to the 8th Defendant Defence with costs of RM5,000;
- (ii) The Court allowed 8th Defendant's application to file a rejoinder and for the Plaintiff to file a surrejoinder;
- (iii) The Court recorded that 2nd to 5th Defendants consented to the Plaintiff's amendment application subject to the filing of rejoinder and then for the Plaintiff to file a surrejoinder.

The Court had fixed trial dates on 2 to 4, 17 to 19 and 22 to 26 September 2025. On 9 December 2024, the Court was informed that the Solicitors for Fifth Defendant have filed and served the application for discharge on their client.

On 9 January 2025, the Court had allowed both First Defendant and Fifth Defendant applications to discharge themselves as solicitors. On 25 February 2025, the Court directed parties to exchange witness statements by 30 June 2025. The solicitors filed the witness statement on 8 August 2025. On 21 July 2025, the Court granted 6th Defendant and 7<sup>th</sup> Defendant solicitors application for discharge.





## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 11. Contingent Liabilities and Material Litigation (continued)

On 25 August 2025, the Court directed that the trial fixed for 2 September 2025 will proceed as scheduled and any proposed amendments / adjournments can be considered during the trial on 2 September 2025.

No provision has been recognised as the filing of the pleadings has yet to be completed.

- (iii) On 10 April 2023, Sri Kehuma Sdn. Bhd. and Yapidmas Plantation Sdn. Bhd., indirect subsidiaries of the Company, ("the Defendants") had been served with a sealed Writ of Summons dated 13 March 2023 ("the Writ") by Euggne Kousai ("the Plaintiff").

The plaintiff, among others, is claiming for damages amounting to RM24,924,000 due to the Defendants' alleged fraudulent transaction and the continuing trespass of forty one (41) parcels of lands under Native Title, which are under lease agreements, which the Plaintiff claims to be the registered owner.

The Plaintiff had further filed an application under Order 14A of the Rules of Court 2012 to request the Court to dispose the suit without the need for full trial.

The hearing before the Judge had fixed on 5 October 2023. During the e-review on 20 September 2023, the Plaintiff had agreed to withdraw the Order 14A application. Therefore, Plaintiff's Order 14A Application has been struck out by the Court with costs of RM1,000 only. Hence the hearing date on 5 October 2023 had been vacated.

The application by the Defendants to amend the Defence (to plead new defences of limitation and res judicata/and or cause of action estoppel) was allowed on 18 September 2023 by the Court.

The solicitors had filed the Notice of Application to strike out the Plaintiff's claim (based on time limitation and res judicata/and or cause of action estoppel) on 31 October 2023. On 22 February 2024, the Court had been informed that that parties have exchanged their submissions for the striking out application. On 17 May 2024, the High Court had allowed Defendant's striking out application with costs of RM2,000.

The Plaintiff dissatisfied with the High Court's decision and filed an appeal with the Court of Appeal on 14 June 2024. On 21 October 2024, the Court of Appeal had fixed a Hearing date on 12 November 2025. A Case Management date also has been fixed on 15 November 2025.

The Directors believe the Group has a reasonable chance of succeeding in the application to strike out the claim. Accordingly, no provision has been recognised as the cash outflow is not probable.

- (iv) A claim by the Euggne Kousai ("the Plaintiff") that the sub-leases dated 16 September 1997 and 6 July 1999 in respect of (17) parcels of land were tainted with fraud and legality. The Plaintiff also claims that there is continuing trespass by the Ladang Kluang Sdn. Bhd., an indirect subsidiary of the Company, ("the Defendant").

The Plaintiff seeks a declaration that the sub-leases are illegal and void as well as damages for the amount of RM10,310,000.

On 25 January 2024, the High Court had allowed the Defendant's application to set aside the Judgement in Default dated 13 September 2023. On 8 February 2024, the Defendant filed its Defence. The solicitors had informed the Court that the pleadings have closed. On 18 September 2024, the High Court had allowed the Defendant's striking out application with costs of RM10,000.00 to be paid by the Plaintiff to Defendant subject to allocatur fees. Plaintiff did not file an appeal against the High Court's decision. The window to file an appeal has closed. Thus, this concludes the matter.

The Directors believe the Group has a reasonable chance of succeeding in the application to strike out the claim. Accordingly, no provision has been recognised as the cash outflow is not probable.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 11. Contingent Liabilities and Material Litigation (continued)

- (v) On 4 November 2024, FGV Bulkers Sdn. Bhd. ("FGVB"), an indirect subsidiary of the Company ("the Defendant"), had been served with a Writ of Summon by South Asian International Distribution Sdn. Bhd. ("the Plaintiff").

FGVB had received the above Suit which among others contends that FGVB has breached the Supply and Delivery Agreement ("SDA") dated 28 February 2023 for the supply and delivery of Palm Kernel Shells ("PKS"). Based on the alleged breach, the Plaintiff has now filed the Suit against the Defendant.

The particulars of the claims among others are a) A declaration that any agreement (whether expressly or impliedly made by the Plaintiff) to the increase of price of PKS within the 6-month period under Clause 5.1 of the SDA shall be null and void; b) Damages in the sum of RM4,443,859.70, being losses pleaded in paragraph 17 of the Statement of Claim ("SOC"); c) Damages in the sum of RM86,399,575, being losses pleaded in paragraph 24 of the SOC; d) Further and/or alternatively, general damages to be awarded pursuant to the findings of this Honourable Court; e) Pre-judgment interest pursuant to Section 11 of the Civil Law Act 1956; f) Post-judgment interest; g) Cost; and h) such further and/or other reliefs that this Honourable Court deems just and proper ("Main Suit").

FGVB was required to enter an appearance within fourteen (14) days hereof and case management has been held on 20 November 2024. FGVB filed the Statement of Defence on 4 December 2024. The plaintiff filed its Reply to Defence on 26 December 2024. The Court has fixed the decision for the Summary Judgement Application on 19 September 2025.

The Plaintiff had on 25 November 2024 served on FGVB with a Notice of Application and Affidavit in Support ("Plaintiff's Summary Judgment Application").

The Plaintiff is seeking for the following reliefs summarily under Order 14, rule 1 & 2 and Order 92, rule 4 of the Rules of Court 2012 through the Plaintiff's Summary Judgment Application:

- (a) a declaration in favour of the Plaintiff that any agreement (whether expressly or impliedly made by the Plaintiff) to the increase of price of PKS within the 6-month period under Clause 5.1 of the SDA shall be null and void;
- (b) the Defendant to pay to the Plaintiff a sum of RM4,443,859.70;
- (c) alternatively, general damages to be assessed;
- (d) pre-judgment interest pursuant to Section 11 of the Civil Law Act 1956;
- (e) post-judgment interest to the judgment debt at the rate of 5% per annum from the date of judgment until the date of full settlement;
- (f) cost; and
- (g) such further and/or other reliefs that this Honourable Court deems just and proper.

The Main Suit is currently put on hold until the disposal of the Summary Judgment Application. The Court has fixed the Case Management on 19 September 2025.

Based on legal opinion, there is a good chance of FGVB in defending the claim by Plaintiff. Accordingly, no provision has been recognised as the cash outflow is not probable.

The remaining claims are not material to be disclosed in the financial statements and deemed remote by the Directors.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 12. Review of Group Performance

	Quarter ended 30 June			Quarter ended 31 March		Year to date ended 30 June		
	2025 RM'000	2024 RM'000	% + / (-)	2025 RM'000	% + / (-)	2025 RM'000	2024 RM'000	% + / (-)
<b>Revenue</b>	<b>5,789,166</b>	<b>5,515,701</b>	<b>5.0</b>	<b>5,035,875</b>	<b>15.0</b>	<b>10,825,041</b>	<b>10,060,273</b>	<b>7.6</b>
Plantation	156,807	100,554	55.9	50,671	>100	207,478	38,416	>100
Oils and Fats	46,074	77,700	(40.7)	(11,572)	>100	34,502	103,663	(66.7)
Sugar	(21,279)	(30,348)	29.9	11,456	>(100)	(9,823)	36,818	>(100)
Logistics and Support	44,847	37,509	19.6	32,467	38.1	77,314	70,094	10.3
Consumer Products	(7,330)	(21,481)	65.9	(6,094)	(20.3)	(13,424)	(30,231)	55.6
<b>Division profits</b>	<b>219,119</b>	<b>163,934</b>	<b>33.7</b>	<b>76,928</b>	<b>&gt;100</b>	<b>296,047</b>	<b>218,760</b>	<b>35.3</b>
Corporate HQ, Others and Elimination	(10,163)	(23,205)		6,431		(3,732)	(28,365)	
<b>Profit before zakat and taxation</b>	<b>208,956</b>	<b>140,729</b>	<b>48.5</b>	<b>83,359</b>	<b>&gt;100</b>	<b>292,315</b>	<b>190,395</b>	<b>53.5</b>
Zakat	(621)	(1,483)		(414)		(1,035)	(1,955)	
Taxation	(68,080)	(54,456)		(35,601)		(103,681)	(100,386)	
<b>Profit for the financial period</b>	<b>140,255</b>	<b>84,790</b>	<b>65.4</b>	<b>47,344</b>	<b>&gt;100</b>	<b>187,599</b>	<b>88,054</b>	<b>&gt;100</b>
Profit/(loss) attributable to:								
<b>Owners of the Company</b>	<b>136,877</b>	<b>86,379</b>	<b>58.5</b>	<b>36,481</b>	<b>&gt;100</b>	<b>173,358</b>	<b>72,885</b>	<b>&gt;100</b>
Non-controlling interests	3,378	(1,589)		10,863		14,241	15,169	
<b>Profit for the financial period</b>	<b>140,255</b>	<b>84,790</b>	<b>65.4</b>	<b>47,344</b>	<b>&gt;100</b>	<b>187,599</b>	<b>88,054</b>	<b>&gt;100</b>



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 12. Review of Group Performance (continued)

##### (A) Current Quarter Ended 30 June 2025 against Previous Year's Corresponding Quarter Ended 30 June 2024

###### Overall

The Group's revenue grew by 5% to RM5.79 billion, supported by a higher average CPO price realised of RM4,218 per MT during the quarter, compared to RM4,103 per MT in the same quarter last year. Profit before zakat and taxation rose to RM208.96 million from RM140.73 million, primarily driven by significant improvements in the Plantation Divisions.

###### (a) Plantation Division

The Plantation Division posted a higher profit of RM156.81 million, up from RM100.55 million in the same quarter last year. This improvement was mainly driven by a 17% increase in FFB production, which grew to 1.13 million MT from 0.96 million MT, resulted in an improved yield of 4.45 MT per hectare compared to 3.76 MT previously. Estate operational costs also declined by 21%. However, the OER for the current quarter fell to 20.09% from 20.48% in the corresponding quarter of the previous year.

On the other hand, the rubber segment incurred deeper losses, mainly due to lower sales volumes from reduced June contracts caused by price mismatches and shipment delays as well as impairment loss of RM8.60 million recognised for its loss making factories. The fertiliser business also saw lower profits, with margins across all products falling as higher raw material costs were coupled with a decline in average selling prices. Additionally, the fair value charge on the LLA increased to RM131.84 million, up from RM66.68 million in the previous year.

###### (b) Oils & Fats Division

The Oils & Fats Division reported a lower profit of RM46.07 million, compared to RM77.70 million in the corresponding quarter of the previous year. The decline in profit was primarily due to reduced trading margins in the bulk commodities segment, while the chemical segment was also affected by weaker PME margins, impacted by softer diesel demand following the government's diesel subsidy rationalisation. In contrast, the edible oil segment reported higher profit, supported by better margins and increased overall sales volume. Additionally, the share of results from joint ventures rose significantly, from RM0.28 million to RM15.91 million in the current quarter.

###### (c) Sugar Division

The Sugar Division recorded a reduced loss of RM21.28 million, compared to a loss of RM30.35 million in the same quarter last year. The improvement was driven by higher margins and improved capacity utilisation, despite a decline in revenue due to a lower average selling price.

###### (d) Logistics and Support Division

The Logistic and Support Division recorded a higher profit of RM44.85 million, up from RM37.51 million in the corresponding quarter of the previous year, mainly due to a reversal of impairment of receivables amounting to RM12.44 million in the IT segment. Excluding this reversal, the division would have reported lower profits, mainly driven by a 14% decline in the Logistics segment, attributable to lower handling rates in bulking operations and higher transport operation costs, despite an increase in tonnage handled.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 12. Review of Group Performance (continued)

##### (A) Current Quarter Ended 30 June 2025 against Previous Year's Corresponding Quarter Ended 30 June 2024 (continued)

###### (e) Consumer Products Division

The Consumer Products Division recorded a reduced loss of RM7.33 million, compared to RM21.48 million in the corresponding quarter of the previous year, supported by improved margins and government subsidies for bottled cooking oil in the Consumer Products segment. Meanwhile, the Integrated Farming and Dairy segments continued to be affected by lower revenue, margin compression and an impairment of non-financial assets in the Dairy segment amounting to RM2.44 million.

##### (B) Current Financial Period Ended 30 June 2025 against the Previous Financial Period Ended 30 June 2024

###### Overall

The Group's revenue increased by 8% to RM10.83 billion compared to the corresponding financial period last year, supported by a higher average CPO price realised of RM4,443 per MT, up from RM4,020 per MT in the previous financial period. Profit before zakat and taxation rose to RM292.32 million from RM190.40 million, primarily due to higher contributions from the Plantation Division.

###### (a) Plantation Division

The Plantation Division recorded a substantial increase in profit, rising to RM207.48 million from RM38.42 million in the corresponding financial period last year. This improvement was primarily driven by a 12% increase in FFB production, which rose to 1.90 million MT from 1.70 million MT, resulting in a higher yield of 7.50 MT per hectare compared to 6.64 MT per hectare previously. In addition, the average FFB price increased by 12% to RM897 per MT, while estate operational costs were reduced by 13%.

Nonetheless, the Division's overall performance was partially offset by losses in the rubber business, driven by lower sales volumes following the Trump Tariff and a sharp decline in rubber prices and an impairment loss, as well as reduced profits in the fertiliser segment due to lower gross margins across all products and a decline in overall average selling prices. In addition, the fair value charge on the LLA rose to RM247.75 million from RM152.72 million in the previous year.

###### (b) Oils & Fats Division

The Oils & Fats Division reported a lower profit of RM34.50 million, compared to RM103.66 million in the corresponding period of the previous year. The decline was mainly due to lower trading margins in the bulk commodities segment and a reduced volume of PPO deliveries. In contrast, the chemicals and edible oils segment recorded higher profits compared to the previous financial period, driven by improved margins and a substantial increase in share of results from joint ventures, which rose from RM3.51 million to RM31.28 million in the current period.

###### (c) Sugar Division

The Sugar Division recorded a loss of RM9.82 million, compared to a profit of RM36.82 million in the corresponding period last year. The loss was primarily driven by lower margins, resulting from a decline in the average selling price, despite a reduction in production costs.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 12. Review of Group Performance (continued)

##### (B) Current Financial Period Ended 30 June 2025 against the Previous Financial Period Ended 30 June 2024 (continued)

###### (d) Logistics and Support Division

The Logistic and Support Division recorded a higher profit of RM77.31 million, compared to RM70.09 million in the corresponding period last year, driven mainly by higher contributions from the Support business, particularly higher profits from the IT segment, and further boosted by a RM12.29 million reversal of impairment on receivables. This was partially offset by a 12% decline in the Logistics segment's profit, mainly due to lower handling rates in bulking operations and increased transport operation costs, despite higher tonnage handled and improved transportation rates.

###### (e) Consumer Products Division

The Consumer Products Division recorded a reduced loss of RM13.42 million, compared to RM30.23 million in the corresponding period of the previous year. The narrower loss was mainly driven by stronger margins in the Consumer Products segment, partly supported by the additional subsidy for bottled cooking oil. In contrast, the Integrated Farming segment posted higher losses mainly due to lower milk production.

#### 13. Material Changes in the Quarterly Results Compared to Preceding Quarter

##### Overall

The Group recorded a 15% increase in revenue to RM5.79 billion, primarily driven by higher sales volume during the current quarter, despite a lower average realised CPO price of RM4,218 per MT compared to RM4,784 per MT. Profit before zakat and taxation rose to RM208.96 million from RM83.36 million in the preceding quarter, reflecting improvements across all Divisions, with exception for the Sugar and Consumer Products Divisions.

###### (a) Plantation Division

The Plantation Division reported a higher profit of RM156.81 million compared to RM50.67 million in the preceding quarter. This was mainly driven by a 46% increase in FFB production to 1.13 million MT from 0.77 million MT, leading to an improved yield of 4.45 MT per hectare, up from 3.05 MT per hectare. The Division also recorded a 21% reduction in estate operational costs. Additionally, the OER improved to 20.09%, compared to 19.94% in the preceding quarter.

However, the Division performance was partially impacted by a higher fair value charge on the LLA, which rose to RM131.84 million from RM115.91 million in the preceding quarter.

###### (b) Oils & Fats Division

The Oils & Fats Division reported a profit of RM46.07 million the current quarter, compared to a loss of RM11.57 million in the preceding quarter. This improvement was mainly driven by higher profits from the Edible Oils and Chemical segments, supported by improved margins and stronger overall shipment volumes. Additionally, the bulk commodities segment recorded higher deliveries, better trading margins and increase in foreign exchange gains, further contributing to the improved performance.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 13. Material Changes in the Quarterly Results Compared to Preceding Quarter (continued)

##### (c) Sugar Division

The Sugar Division reported a loss of RM21.28 million, compared to a profit of RM11.46 million in the preceding quarter. The decline was primarily due to lower margins, as the decrease in average selling price outweighed the reduction in production costs.

##### (d) Logistics and Support Division

The Logistics and Support Division recorded a higher profit of RM44.85 million, compared to RM32.47 million in the preceding quarter, mainly due to the reversal of impairment on receivables amounting to RM12.44 million in the IT segment. The increase was also driven by an 8% improvement in the Logistics segment's profitability, supported by higher throughput and tonnage volumes despite lower handling rates in the current quarter.

##### (e) Consumer Products Division

The Consumer Products Division recorded a higher loss of RM7.33 million this quarter, compared to RM6.09 million in the preceding quarter, mainly driven by losses in the Integrated Farming and Dairy segments due to lower sales volumes, reduced margins, and the impairment of non-financial assets amounting to RM2.44 million. This was partially offset by higher profit in the Consumer Products segment, supported by stronger margins despite lower sales volume.

#### 14. Variance of Actual Profit from Profit Forecast or Profit Guarantee

Not applicable as there was no profit forecast or profit guarantee issued.

#### 15. Operating profit after LLA

	Year to date ended 30 June	
	2025 RM'000	2024 RM'000
Included in operating profit after LLA are:		
Depreciation of property, plant and equipment	324,700	318,836
Depreciation of right-of-use assets	41,816	36,900
Depreciation of investment properties	3,758	3,764
Property, plant and equipment written off	13,548	1,846
Amortisation of intangible assets	10,144	5,689
Gain on disposal on property, plant and equipment	(34)	-
Impairment on property, plant and equipment - net	6,836	-
Reversal of impairment on right-of-use assets - net	(1,187)	-
Net unrealised foreign exchange loss/(gain) - net	8,272	(11,293)



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 16. Taxation

	Quarter Ended 30 June		Year to date Ended 30 June	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
<b>Malaysian income tax</b>				
Current financial period	(34,977)	(47,956)	(62,179)	(90,976)
<b>Foreign income tax</b>				
Current financial period	(3,040)	(3,122)	(7,361)	(6,851)
<b>Deferred tax</b>				
	(30,063)	(3,378)	(34,141)	(2,559)
	<b>(68,080)</b>	<b>(54,456)</b>	<b>(103,681)</b>	<b>(100,386)</b>

The effective tax rate for the financial period ended 30 June 2025 is 40%, higher than the Malaysian income tax rate of 24% due to certain expenses which are not allowable, deferred tax assets not recognised on losses in certain subsidiaries.

#### 17. Borrowings

	As at 30 June 2025					
	Long term		Short term		Total borrowings	
	Foreign currency	RM'000 Equivalent	Foreign currency	RM'000 Equivalent	Foreign currency	RM'000 Equivalent
<b>Secured</b>						
Islamic term loans	-	112,095	-	114,176	-	226,271
Short term trade financing						
- Thai Baht	-	-	46,384	5,964	46,384	5,964
Sukuk	-	298,884	-	50,000	-	348,884
<b>Unsecured</b>						
Islamic short term trade financing	-	-	-	2,643,456	-	2,643,456
Sukuk	-	899,939	-	51,217	-	951,156
Hire purchase	-	95,297	-	311	-	95,608
<b>Total borrowings</b>		<b>1,406,215</b>		<b>2,865,124</b>		<b>4,271,339</b>

#### Exchanges rates applied as at 30 June 2025

United States Dollar	4.2125
Thai Baht	12.9655

As at 30 June 2025, certain short term trade financing is secured over certain property, plant and equipment, benefits of an insurance covering finished goods, and guaranteed by some of the Directors and/or shareholders of certain subsidiary companies. Islamic term loans are secured against a leasehold land, debenture and certain bank balances of the Group. Certain Sukuk is secured against a land of a subsidiary company.

MSM Malaysia Holdings Berhad ("MSMH"), a subsidiary of the Group, is required to comply with three financial covenants i.e. (i) consolidated net debt and financing to equity ratio, (ii) consolidated net debt and financing to earnings before interest, tax, depreciation and amortisation ("EBITDA") ratio and (iii) consolidated finance payment cover ratio (collectively known as "financial covenants"). The financial covenants are to be complied with annually.





## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 17. Borrowings (continued)

MSMH continues to monitor its financial covenants in relation to its borrowings with financial institutions. Based on the financial results as of 30 June 2025, MSMH expects certain challenges in meeting covenant (ii) consolidated net debt and financing to EBITDA ratio and covenant (iii) consolidated finance payment cover ratio. Based on past experience, MSMH has managed to obtain a waiver or letter of indulgence from the relevant financial institution for covenant (ii) when it is subject to compliance testing requirement at year end. For covenant (iii), MSMH expects to comply with the required ratio when it is subject to compliance testing requirement at year end.

#### 18. Derivative Financial Instruments

FGV uses forward foreign exchange contracts and commodity contracts to manage its exposure to various financial risks. The outstanding contractual/notional amounts and fair values of these derivatives as at 30 June 2025 are as follows:

	Contractual/ Notional Amount RM'000	Fair Value	
		Assets RM'000	Liabilities RM'000
<u>Current</u>			
Foreign currency forwards	832,911	6,702	103
Palm oil futures	79,829	-	5,936
Sugar futures	774	-	236
	913,514	6,702	6,275

#### 19. Fair Value Changes of Financial Instruments

There is no change to the type of derivative financial contracts entered into, cash requirements of the derivatives, risk associated with the derivatives and the risk management objectives and policies to mitigate these risks since the last financial year ended 31 December 2024. The maturity periods of the above derivatives are less than one year. The following table presents the Group's assets and liabilities that are measured at fair value at 30 June 2025.

30 June 2025	Level 1 RM'000	Level 2 RM'000	Level 3 RM'000	Total RM'000
<u>Assets</u>				
Financial assets at fair value through profit or loss:				
- Derivatives	-	6,702	-	6,702
- Trading securities	111,888	-	-	111,888
Financial assets at FVOCI	3,364	-	134,778	138,142
Total assets	115,252	6,702	134,778	256,732
<u>Liabilities</u>				
Financial liabilities at fair value through profit or loss:				
- LLA liability	-	-	3,740,148	3,740,148
- Derivatives	6,172	103	-	6,275
Total liabilities	6,172	103	3,740,148	3,746,423



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 19. Fair Value Changes of Financial Instruments (continued)

The following table presents the changes in Level 3 instruments during the financial year:

	Financial period ended 30 June 2025 RM'000	Financial year ended 31 December 2024 RM'000
<u>LLA liability</u>		
1 January	3,663,487	3,513,813
Fair value changes charged to profit or loss	247,752	423,935
Repayment during the financial period/year:		
- Fixed lease payments	(121,251)	(242,863)
- Share of profits	(49,840)	(42,091)
- Over provision of share of profits in prior financial year	-	10,693
31 December	<u>3,740,148</u>	<u>3,663,487</u>
<u>Financial assets at FVOCI</u>		
1 January	144,614	157,716
Addition	-	1,595
Fair value changes	(5,663)	(26,006)
Currency translation differences	(4,173)	11,309
31 December	<u>134,778</u>	<u>144,614</u>

Fair value changes for the LLA liability has been measured based on assumptions made on discount rate, crude palm oil prices, fresh fruit bunches prices, palm kernel prices, average yield of fresh fruit bunches, inflation rate, total hectareage of planted oil palm and rubber, estate replanting fixed cost and capital expenditure; amongst others, on a periodic basis.

The Group adopted the most recent estimated changes then in arriving at the fair value. The key assumptions incorporating the most recent developments, other parameters such as commodity prices have been updated as at 30 June 2025.

#### 20. Earnings Per Share

	Quarter ended 30 June		Year to date ended 30 June	
	2025	2024	2025	2024
Profit for the financial period attributable to Owners of the Company (RM'000)	136,877	86,379	173,358	72,885
Weighted average number of ordinary shares in issue (thousands)	3,648,152	3,648,152	3,648,152	3,648,152
<b>Basic earnings per share (sen)</b>	<b>3.75</b>	<b>2.37</b>	<b>4.75</b>	<b>2.00</b>

#### 21. Status of Corporate Proposals

There was no corporate proposal entered into during the financial period under review.



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 22. Significant Events

- (i) On 11 March 2025, the Company announced that Bursa Securities, vide written notification rejected the Company's application for a further extension of time of six (6) months from 3 March 2025 to comply with the public shareholding spread. Bursa Securities has directed the Company to rectify the breach within six (6) months i.e. on or before 10 September 2025.

The Company will continue engaging with FELDA and the relevant stakeholders to implement the steps required to rectify the breach within the Timeframe as set out by Bursa Securities.

- (ii) On 23 May 2025, the Company announced its intention to undertake the following:
- (i) Proposed acquisitions by FGV Palm Industries Sdn Bhd ("FGVPI"), an indirect 72%-owned subsidiary of FGV, of the remaining equity interests in three (3) non-wholly owned subsidiaries of FGVPI from Koperasi Permodalan Felda Malaysia Berhad ("KPF") for a cash consideration of RM54,696,719 ("Proposed Acquisitions 1"); and
- (ii) Proposed acquisitions by Felda Holding Bhd ("FHB"), a wholly owned subsidiary of FGV, of the remaining equity interests in five (5) non-wholly owned subsidiaries of FHB from KPF for a cash consideration of RM175,054,633 ("Proposed Acquisitions 2").

(Collectively referred to as "Proposed Acquisitions").

The Proposed Acquisitions are subject to the following approvals being obtained:

- (i) approval of the directors and members of KPF in respect of the Proposed Acquisitions, if required;
- (ii) approval of the non-interested shareholders of FGV at an extraordinary general meeting ("EGM") to be convened; and
- (iii) approval, waiver and/or consent of any other relevant authorities and/or parties, if required.

The Proposed Acquisitions 1 and 2 are inter-conditional upon each other and are not conditional upon any other corporate exercise/scheme of FGV.

On 4 July 2025, all conditions precedent as stipulated in the SSAs have been fulfilled and the acquisition have been completed on 9 July 2025.

- (iii) On 26 May 2025, the Board of Directors of FGV ("Board") announced that the Board has received a notice of unconditional voluntary take-over offer ("Notice") from Maybank Investment Bank Berhad ("Maybank IB") on behalf of Federal Land Development Authority ("FELDA" or "Offeror") to acquire all the remaining ordinary shares in FGV which are not already held by the Offeror ("Offer Shares") for a cash consideration of RM1.30 per Offer Share ("Offer").

The Offer is not conditional upon receipt of any minimum level of valid acceptances of the Offer Shares as the Offeror holds more than 50% of the voting shares in FGV.

The Offer will remain open for acceptances until 5.00 p.m. (Malaysian time) for a period of not less than twenty-one (21) days after the date of this Notice ("Posting Date") ("First Closing Date"), or such later date or dates as the Offeror may decide and as maybe announced by Maybank IB, on behalf of the Offeror ("Closing Date"), at least two (2) days before the Closing date, unless the Offeror withdraws the Offer with the Securities Commission Malaysia's written consent and in such event, every person shall be released from any obligation incurred under the Offer.

On 7 July 2025, Maybank IB notified that the closing time and date for the acceptance of the Offer has been extended from 5.00 p.m. (Malaysian time) on Monday, 7 July 2025 to 5.00 p.m. (Malaysian time) on Friday, 15 August 2025 ("Final Closing Date").



## FGV HOLDINGS BERHAD

### Explanatory Notes on the Quarterly Report – 30 June 2025 (continued)

#### 22. Significant Events

- (iv) On 26 May 2025, the Company announced that the Board has decided not to proceed with the proposals relating to the proposed bonus issues and the proposed amendments to the Constitution of the Company, in light of the notice of unconditional voluntary take-over offer from FELDA to acquire all the remaining ordinary shares in FGV which are not already held by FELDA, which was served on the Company on the same date.

#### 23. Material events after reporting period

- (i) On 29 July 2025, the Board announced that FGV has received the press notice from Maybank IB, on behalf of the Offeror ("Press Notice"), that the Offeror has received valid acceptances under the Offer and has acquired the Offer Shares, resulting in the Offeror and the PACs collectively holding 3,346,558,006 FGV Shares, representing 91.73% of the total issued shares of FGV as at 5:00 p.m. (Malaysian time) on 29 July 2025. As stated in Section 4.1 of the Offer Document, the Offeror does not intend to maintain the listing status of FGV on the Main Market of Bursa Securities. In view of this, Bursa Securities will suspend the trading of the Shares immediately upon the expiry of five (5) Market Days from the Final Closing Date. Thereafter, the Offeror will procure FGV to take the requisite steps to withdraw its listing status from the Official List in accordance with paragraph 16.07 of the Listing Requirements.
- (ii) On 18 August 2025, the Board announced that FGV had on 15 August 2025 submitted an application to Bursa Securities for the withdrawal of FGV's listing status from the Official List of Bursa Securities in accordance with paragraph 16.07(a) of the Listing Requirements.
- (iii) On 25 August 2025, Bursa Securities has, vide its letter dated 25 August 2025, informed that pursuant to paragraph 16.07(a) of the Main Market Listing Requirements of Bursa Securities, the entire issued share capital of FGV will be removed from the Official List of Bursa Securities with effect from 9:00 a.m. on Thursday, 28 August 2025.

#### 24. Prospects

CPO price is expected to remain stable, supported by improved production, driven by favourable weather and seasonally higher cropping cycles. The export momentum also remains firm, underpinned by CPO price competitiveness relative to other edible oils. Nevertheless, market conditions remain vulnerable due to heightened volatility arising from geopolitical tensions, policy shifts, and evolving trade tariffs.

The Group remains focused on operational excellence and expects an improvement in FFB production in the second half of the year. Strategic priorities will continue to revolve on expanding value-added offerings, strengthening market presence, and enhancing both capacity and supply chain efficiency. In line with FGV's Business Plan, the Group proactively manages risks and remains committed to embedding responsible and sustainable practices across its operations.

Barring unforeseen circumstances, the Board anticipates a better performance for FY2025. Bursa Malaysia has approved FGV's application for delisting and FGV will be officially delisted effective 28 August 2025. The Group will ensure that the transition is undertaken responsibly, with business operations sustained in alignment with the Group's strategic priorities as it advances to the next stage of its corporate journey.

By Order of the Board

Akmal Binti Nazaruddin  
Company Secretary

27 August 2025