Olam

Transforming to serve a changing world

Strategy Report
Olam Group Limited
Annual Report 2021

About Olam

Olam is a leading food and agribusiness supplying food, ingredients, feed and fibre to 20,900 customers worldwide. Our value chain spans over 60 countries and includes farming, origination, processing and distribution operations.

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

Headquartered and listed in Singapore, Olam currently ranks among the top 30 largest primary listed companies in Singapore in terms of market capitalisation on SGX-ST and we are a Fortune Global 500 company.

Since June 2020, Olam has been included in the FTSE4Good Index Series, a global sustainable investment index series developed by FTSE Russell, following a rigorous assessment of its supply chain activities, impact on the environment and governance transparency. The FTSE4Good Index Series identifies companies that demonstrate strong environmental, social and governance (ESG) practices and is used by a variety of market participants to create and assess responsible investment funds.

About this report

Our 2021 report is made up of three chapters: Strategy Report, Governance Report and Financial Report.

Strategy Report: This chapter offers narrative about our strategy, our performance and key market factors and trends. It can be read independently as an Executive Summary or as part of the full report.

Strategy Report

Governance Report

Financial Report

The full report is available online at olamgroup.com/investors

Image disclaimer

A number of images used in this report were taken prior to COVID-19. In some instances, images have been used from other Olam locations to illustrate programmes which we have been unable to photograph because of COVID-19 restrictions.

Transforming to serve a changing world

Contents

Re-organising to deliver value on a sustained basis

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

The three operating groups are: **ofi** (Olam Food Ingredients), **Olam Agri** (previously Olam Global Agri) and the **Remaining Businesses of Olam Group**.

We have developed a clear Purpose, compelling vision and a differentiated strategy for each of these new operating groups. Each operating group can now capitalise on specific trends that underpin its sectors, pursue its own strategy, take advantage of new market opportunities, attract new talent, optimise resources and invest in requisite assets and capabilities which will deliver profitable growth and build long-term value on a sustained basis.

We have reached a key milestone at the end of 2021 with the completion of the first three steps of the Re-organisation Plan including i) Re-segmentation, ii) Re-organisation, and iii) Carve-out and separation of the entities.

Preparation to enable **ofi** to seek a primary listing on the London Stock Exchange, with a concurrent secondary listing on the Singapore Exchange, is underway. In conjunction with the IPO, it is intended **ofi** will demerge from the Olam Group (OGL).

With regard to **Olam Agri**, we are exploring various strategic options to maximise its value, including the potential introduction of strategic minority partner(s) via the sale of a significant minority stake in the company and/or the potential IPO and demerger of Olam Agri. These strategic options would unlock significant value for OGL's shareholders, grant Olam Agri the potential to tap capital markets for funds to accelerate its growth, and raise proceeds for OGL to optimise its capital structure by de-gearing and right-sizing its balance sheet.

Similarly, we are exploring strategic options for maximising the value of the **Remaining Businesses of Olam Group comprising Olam Ventures, Olam Technology and Business Services (OTBS) and Olam Global Holdco (OGH).**

ofi

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

+ Read more on page 26.

Capitals

Across our footprint, we create value for Olam and our stakeholders by investing in our non-financial Capitals.

- Human
- Natural
- Intellectual
- Social
- Manufactured
- Intangible

+ Read more on pages 66 to 109.

Olam Agri

Led by its Purpose, '**Transform food, feed, and fibre for a more sustainable future**', Olam Agri is a market leading agribusiness, focused on high-growth consumption markets with deep understanding of market needs, a global origination, trading and marketing footprint, with best-in-class logistics, processing and risk management capabilities. It transforms food, feed, and fibre to create value for its customers, enable farming communities to prosper sustainably and strive for a more food secure future. Operating at the heart of global food and agri-trade flows, it has leading market positions across grains and oilseeds, animal feed and proteins, edible oils, rice, specialty grains and seeds, cotton, wood products, rubber and commodity financial services.

+ Read more on page 38.

Remaining Businesses of Olam Group

Led by Olam Group's Purpose, '**Re-imagine global agriculture and food systems**', the Remaining Businesses of Olam Group comprises:

- **Olam Ventures** – an independent incubator for our Engine 2 businesses and start-up growth initiatives focusing on our leading edge digital and sustainability capabilities. Currently, this includes Jiva (Farmer Services Platform), Adva (Sustainable Lifestyle platform), Terrascope (Smart carbon management platform – previously GreenPass), Re~ (purpose brand business in food), and a co-created food and agri industry digital sustainability platform built on our proprietary AtSource solution.
- **Olam Technology and Business Services (OTBS)** – delivers digital and technology services to each operating group and will utilise its capabilities to offer services to third-parties in the future.

+ Read more on page 48.

- **Olam Global Holdco (OGH)** – holds and develops our gestating assets with a view to partially and/or fully monetise these assets over time and oversee the responsible divestment of our de-prioritised businesses and assets.

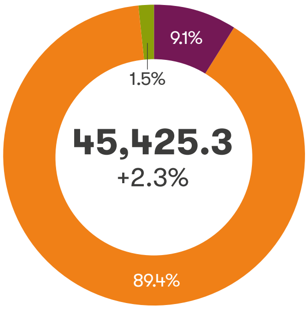
Enablers

We have identified four key enablers to help us achieve our strategic priorities and business aspirations.

- Digital
- Operational Excellence
- Sustainability
- Talent and Leadership

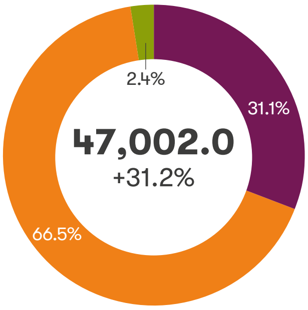
Financial and performance highlights

Volume
('000 Metric Tonnes)



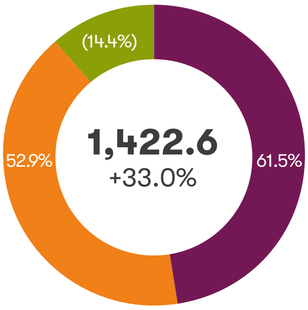
ofi
Olam Agri
Remaining Olam Group

Revenue
(S$million)



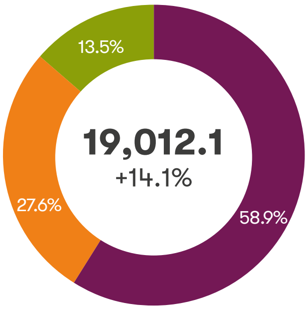
ofi
Olam Agri
Remaining Olam Group

EBIT
(S$million)



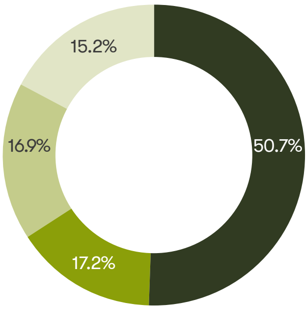
ofi
Olam Agri
Remaining Olam Group

Invested Capital
(S$million)



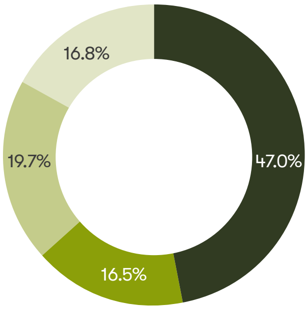
ofi
Olam Agri
Remaining Olam Group

Group sourcing volume by region
('000 Metric Tonnes)



Asia, Middle East and Australia
Africa
Europe
Americas

Group sales revenue by region
(S$million)



Asia, Middle East and Australia
Africa
Europe
Americas

Financial highlights

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

	2021	2020	% Change
Profit and Loss Statement			
Sales Volume ('000 Metric Tonnes)	45,425.3	44,409.7	2.3
Sales Revenue	47,002.0	35,820.0	31.2
Earnings Before Interest and Tax*	1,422.6	1,069.5	33.0
Profit Before Tax	736.7	221.7	232.3
Profit After Tax and Minority Interest	686.4	245.7	179.4
Operational Profit After Tax and Minority Interest*	961.1	677.8	41.8
Per Share			
Earnings Per Share basic (cents)^	18.3	5.8	215.5
Operational Earnings Per Share basic (cents)*	26.3	19.1	37.7
Net Asset Value Per Share (cents)	180.5	182.3	(1.0)
Net Dividend Per Share (cents)	8.5	7.5	13.3
Balance Sheet			
Total Assets	32,060.7	26,702.6	20.1
Total Invested Capital	19,012.1	16,665.7	14.1
Total Debt	16,710.2	14,159.4	18.0
Cash and Cash Equivalents	4,317.5	3,115.9	38.6
Shareholders' Equity	6,771.2	5,962.5	13.6
Cash Flow			
Operating Cash Flow Before Interest and Tax	1,787.3	1,697.3	5.3
Net Operating Cash Flow After Changes in Working Capital and Tax	1,298.1	536.4	142.0
Free Cash Flow to Firm	(602.8)	(155.2)	(288.4)
Free Cash Flow to Equity	(1,030.5)	(592.2)	(74.0)
Ratios			
Net Debt to Equity (times)**	1.72	1.72	-
Net Debt to Equity (times) adjusted for liquid assets**	0.75	0.63	0.12
Return on Beginning-of-period Equity (%)^^	11.7	3.4	8.3
Return on Beginning-of-period Equity excluding exceptional items (%)^^	16.8	11.2	5.6
Return on Average Equity (%)^^	10.8	3.5	7.3
Return on Invested Capital (%)	5.8	3.7	2.1
EBIT on Average Invested Capital (%)	8.0	6.6	1.4
Interest Coverage (times)#	2.4	1.4	1.0

* Excludes exceptional items

^2020 Earnings Per Share has been adjusted on account of the 2021 Rights Issue as per IFRS standard

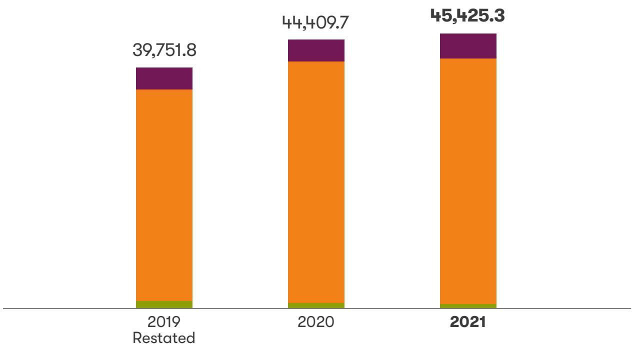
** Before Fair Value Adjustment Reserves

EBIT on total interest expense

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

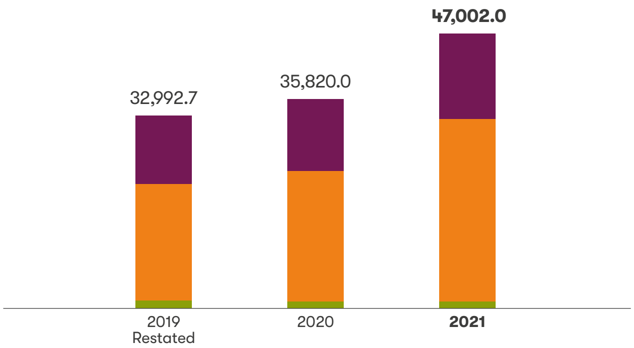
Three-year financial summary

Sales volume*
('000 Metric Tonnes)



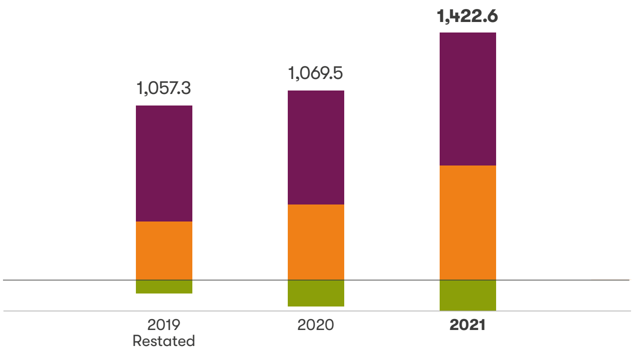
	2019 Restated	2020	2021
ofi	3.584.3	3,647.0	**4,132.6**
Olam Agri	34,948.0	39,925.5	**40,607.1**
Remaining Olam Group	1,219.5	837.2	**685.6**

Sales revenue*
(S$million)



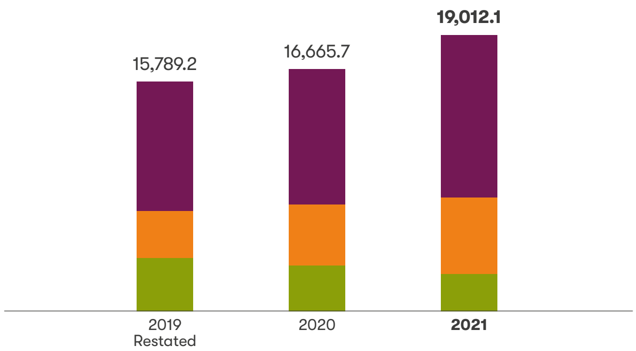
	2019 Restated	2020	2021
ofi	11,765.3	12,290.4	**14,606.2**
Olam Agri	19,862.2	22,407.9	**31,276.9**
Remaining Olam Group	1,365.2	1,121.7	**1,118.9**

Earnings Before Interest and Tax*
(S$million)



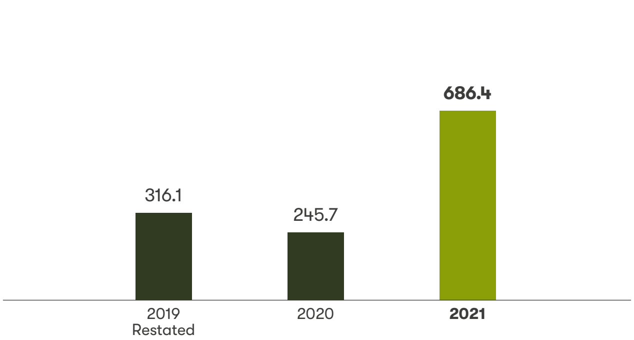
	2019 Restated	2020	2021
ofi	764.8	749.5	**875.3**
Olam Agri	383.6	497.0	**752.9**
Remaining Olam Group	(91.1)	(177.0)	**(205.6)**

Invested Capital*
(S$million)

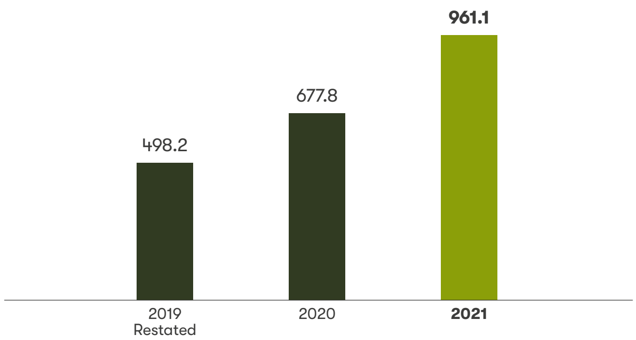


	2019 Restated	2020	2021
ofi	8,901.3	9,312.1	**11,191.8**
Olam Agri	3,214.2	4,210.7	**5,242.0**
Remaining Olam Group	3,673.7	3,142.9	**2,578.3**

Profit After Tax and Minority Interest
(S$million)

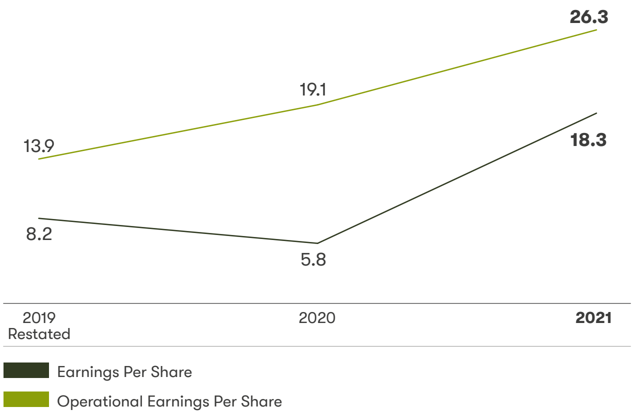


Operational Profit After Tax and Minority Interest**
(S$million)

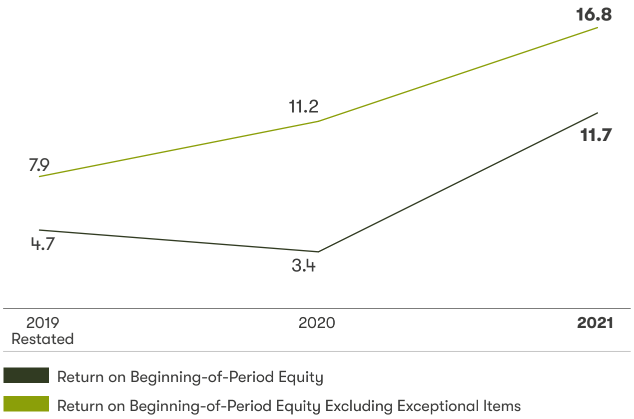


* 2019 and 2020 financial results for the operating groups have been re-stated to reflect intra-group adjustments
** Excludes exceptional items

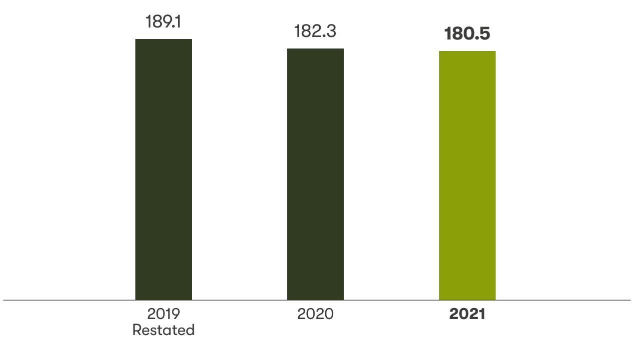
Earnings Per Share
(cents)



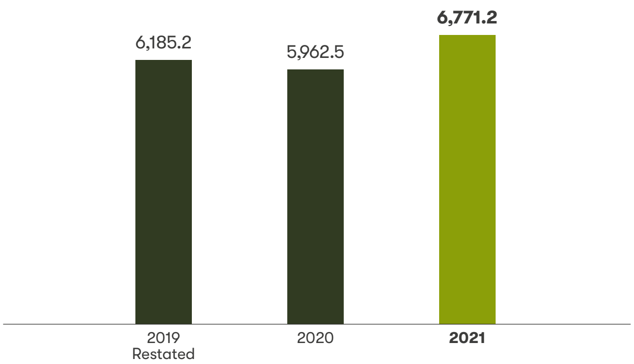
Return On Equity^^
(%)



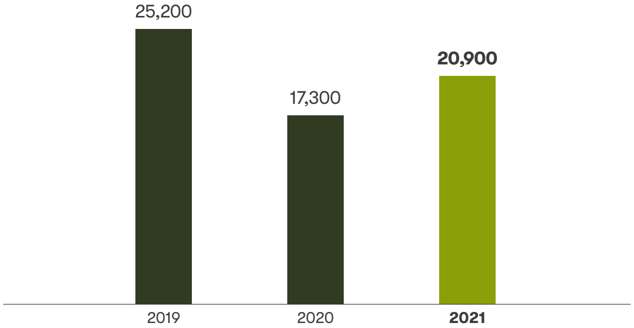
Net Asset Value Per Share
(cents)



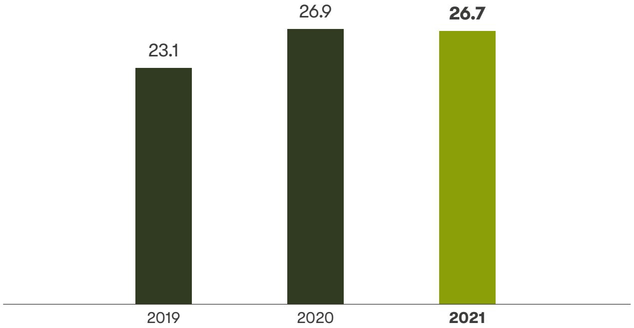
Shareholders' equity
(S$million)



Number of customers



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



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

Record year lays down a marker for delivering future growth

"The year was ground-breaking as we posted our highest-ever revenues, as well as the reported and operational PATMI[1]. The Group became a Fortune 500 company and laid down a clear marker for our future growth. We continued to progress on our transformation journey, resulting in the creation of three new business groups under our Re-organisation Plan to drive growth and unlock value for our existing shareholders, and attract new investors to provide new capital for growth."

Lim Ah Doo
Chairman, Non-Executive & Independent Director

For most businesses, 2021 remained a stern test of resilience so it was significant that Olam not only met many challenges, but also set many records.

Focused financial performance

In spite of the continued challenges from the pandemic, the Board and senior management of the Group were committed to strong operational and financial performance. Both reported and operational PATMI for 2021 set new records, growing 179.4% and 41.8% respectively to S$686.4 million and S$961.1 million. Revenue was up 31.2% to S$47.0 billion, while Earnings Before Interest and Tax (EBIT) was 33.0% higher at S$1.4 billion.

ofi and Olam Agri, each with their respective new leadership teams, focused on driving their strategic growth by leveraging their unique strengths, contributed to the sterling financial performance of the Group, partly helped by higher commodities and average selling prices in 2021.

ofi delivered double-digit revenue and EBIT growth, of 18.8% and 16.8% year-on-year at S$14.6 billion and S$875.3 million respectively, reflecting its growth, strategic focus and resilience against COVID-19.

Olam Agri had a record year, with revenue growing 39.6% to S$31.3 billion and EBIT expanding 51.5% to S$752.9 million, as it continued on its strong growth trajectory.

For the third operating group, which now comprises three entities: i) Olam Ventures, which incubates our new platforms for growth or Engine 2 initiatives; ii) Olam Technology and Business Services (OTBS), which provides shared services to the operating groups; and iii) Olam Global Holdco, housing our de-prioritised and gestating assets, revenue was steady at S$1.1 billion while EBIT losses increased to S$205.6 million, as it continued to invest in developing the gestating assets and incubating the Engine 2 initiatives.

Unlocking our new value proposition

We are thankful to our shareholders for supporting our Re-organisation by approving the Scheme of Arrangement on February 18, 2022, and the proposed IPO and demerger of **ofi**. From March 15, 2022, we have a new Group structure with Olam Group Limited (OGL) replacing Olam International Limited as the listed company. Olam Group directly holds **ofi**, Olam Agri, Olam Global Holdco which owns Olam Ventures, and OTBS as separate subsidiaries – a structure that allows us to explore the sequential sale, spin-off or IPO of **ofi**, Olam Agri and potentially the other businesses of the Group.

The successful separation of **ofi** and Olam Agri has created two innovative and industry-leading companies with clear pathways to unlocking their long-term growth potential.

1. PATMI: Profit After Tax and Minority Interest

ofi has established a leading on-trend ingredients portfolio, serving large, attractive and growing end-use categories. We are preparing for a concurrent IPO and demerger with a primary listing on the London Stock Exchange and a secondary listing on the Singapore Exchange, where the Olam Group is also listed. The timing of IPO is dependent on market conditions and regulatory approvals. At IPO, **ofi** will realise value for the Group, and upon demerger Olam shareholders will have the opportunity to share in the potentially significant value unlocked by the IPO and the future growth of **ofi** through direct ownership. We believe there will be keen investor interest in an ingredients business that has an integrated capacity – a physical network to sustainably source products augmented by its digital capacity, underpinned by innovation from plant science to product development – to deliver ingredients and solutions to food companies and consumers wanting to commit to a sustainable, traceable supply chain.

Concurrently, Olam's shareholders continue to benefit from being invested in the rest of the Olam Group of businesses, including Olam Agri, which remains within Olam Group as a market leading, differentiated high-growth, high-return global food and agribusiness. We are exploring various strategic options to maximise the value of Olam Agri and find opportunities that would allow it to profitably grow in areas where it has a proven track record. These options include the potential introduction of strategic partner(s) via the sale of a significant minority stake in Olam Agri and/or a potential IPO and demerger. These strategic options would grant Olam Agri the potential to tap capital markets to accelerate its growth, unlock significant value for our shareholders, and raise proceeds for Olam Group to optimise its capital structure.

Meanwhile, Olam has continued to divest its de-prioritised assets, and nurture gestating businesses to their full potential, while incubating new engines and developing OTBS.

What was gratifying was that all these milestones have been reached, and future opportunities developed, without losing sight of what guides our businesses and decision-making. Cutting across all our operating groups is our commitment to sustainability, even as they chart their own path forward. In the year of COP26, we continued to deliver on environmental responsibilities and innovative initiatives, such as our new Terrascope venture[2], currently in beta testing, which is designed to help companies manage their carbon footprint.

Embarking on new journeys while navigating emerging challenges

As I write this report, new challenges have been emerging, directly and indirectly, as a result of the Russia-Ukraine conflict. Our overriding priority has been to ensure the safety of our people and their families in both countries, even as we closely monitor the situation and prepare ourselves to meet these challenges.

Throughout our 30-plus years in operation, Olam has navigated many cycles of market volatility and socio-economic and geopolitical uncertainties. We will draw on this experience so that Olam emerges stronger and better.

Board Stewardship

Amid a period of significant change and challenges, the Board has provided vital oversight to implement the Re-organisation plan together with the Board Steering Committee and management team, while guiding Olam to observe the Code of Corporate Governance, particularly on key issues of board composition and diversity, talent management and remuneration, as well as corporate transparency and sustainability.

I would like to acknowledge the Directors' commitment to see **ofi**, Olam Agri, and the remaining business of the Olam Group, create value for each and every stakeholder.

During the year in review, Mr A Shekhar stepped down from the Board to focus on his responsibilities as CEO of **ofi**. The Board thanks him for his invaluable contributions to the Group over more than two decades.

Our appreciation

I would like to end this letter by thanking our stakeholders, including shareholders, customers, suppliers, communities and bankers, for their steadfast belief and trust in Olam's Board and management; our executive team and employees for their extraordinary response in managing our businesses amid COVID-19 while pushing ahead with our Re-organisation; and the teams and advisors behind the Plan for their resilience and perseverance since January 2020. No one could have foreseen the impact and extent of the pandemic or predict how the current geopolitical crisis will unfold, but it is only with your support that Olam has and will continue to overcome these challenges.

I am confident that the journeys on which **ofi**, Olam Agri and the rest of the Group have embarked will be rewarding ones. Despite the macro uncertainties, the road ahead is still full of opportunities for their new leadership teams to create sustainable, profitable businesses and livelihoods for people around the world. Perhaps we can even look forward to the day they can emulate or surpass the Group in achieving high profile recognitions in their own right.

Thank you.

Lim Ah Doo
Chairman, Non-Executive
& Independent Director

2. Read about Terrascope, previously and provisionally known as GreenPass, on page 54 of this report.

Transforming to serve a changing world

"We had a banner year despite the continued impacts from COVID-19 and the adverse macro-economic and geopolitical environment, announcing our strongest reported and operational PATMI since Olam was founded. This reflects the resilience, continued strength and differentiation of our business model. The benefits of focus through the Re-organisation exercise have yielded strong growth for **ofi** and Olam Agri, and they are now well poised to succeed and flourish as independent new entities."

Sunny Verghese
Executive Director, Co-Founder & Group CEO

As I write this review in early March 2022, the world has been tested in many ways through the course of 2021 and the early part of this year.

This includes the continuing impact of COVID-19, significant supply chain disruptions, rising inflation, tightening financial conditions, growing income inequalities, worsening food security, growing impact of climate change and loss of biodiversity. Accelerating deglobalisation trends, rising geopolitical tensions between the major superpowers and now the horrific tragedy of war between Russia and Ukraine has ramifications across the world, including spiralling sanction measures being imposed between countries.

These macro developments have tested the resilience of our Company, its strategy, people and operations. I am very grateful and deeply thankful to all my 82,000 colleauges for their resilience, tenacity and ingenuity in navigating through these challenges with heart and skill to deliver a great set of financial and operational results for 2021. Equally as important, we have successfully delivered on our promise of being a trusted partner, creating real value for our customers, enabling farming communities to be both sustainable and prosperous while striving for a more food secure future.

COVID-19 impact and outlook

On behalf of the Company my thoughts and prayers first go out to the families of our colleagues across our operations who tragically lost their lives to COVID-19 and others who suffered from the impacts of this terrible pandemic. While some of us had the flexibility and option of working from home during the crisis, I would like to particularly acknowledge and thank our front-line workers in our many production facilities and on our farms who have worked tirelessly to keep our factories and farms running under difficult circumstances to meet our customers' needs reliably. I believe we can look back with great pride at 2021 and the way we navigated through COVID-19, given how our collective efforts have combined to limit its impact on our business. The Company has gone the extra mile to maintain our operations, serve our customers and support our communities which is a testament to our spirit and values.

The pandemic continues to affect different economies to varying degrees and the pace of economic recovery across the world is uneven. We have observed a discernible pick-up in demand since 2021 as the major economies, including the USA, EU, UK, China and Japan, as well as emerging markets in Asia and Africa, gradually recover from the worst impacts in 2020. There has been a revival in demand from the food service sector as economies open up across the globe, as well as shifting consumer patterns such as greater emphasis on the quality of food products that are safe, natural, healthy and sustainable. Our customers have had to adapt quickly to these rapidly changing trends, and are on the lookout to partner with innovative, purpose-driven producers and suppliers like Olam, who have the global network and footprint to help them navigate the immediate and longer-term challenges in the food and agri-supply chain.

Russia-Ukraine conflict

Russia initiated a military intervention in Ukraine on 24 February 2022. While the situation is rapidly evolving, there is a great deal of uncertainty as to how this conflict will be resolved, and when. It is first and foremost a humanitarian crisis and a horrific tragedy with a mounting death toll and rising casualities and more than 2 million people already becoming refugees. Our top most priority has been the safety and well-being of our colleagues in Ukraine, who we are happy to report are safe and well. Their fortitude and grit in coping through this crisis is a true inspiration for all of us.

In addition, this war will have significant impact on global food prices with more than 400 million people around the world estimated to be food-dependent on exports from Russia and Ukraine.

It has already led to immediate and sharp rises in both the broader commodity complex and food prices given the importance of Ukraine and Russia as significant producers and exporters of key food and feed staples including corn (20% of world trade), wheat (30%), barley (30%), sunflower oil (80%), rapeseed (20%), lumber (50%), fertilisers including Belarus (ammonia (20%), urea (25%), phosphates (15%) and potash (30%).

Russia and Ukraine both have a comparative advantage in agriculture production being endowed with some of the best fertile black soils, plenty of water and very suitable agro-climatic conditions to produce food and feed staples competitively.

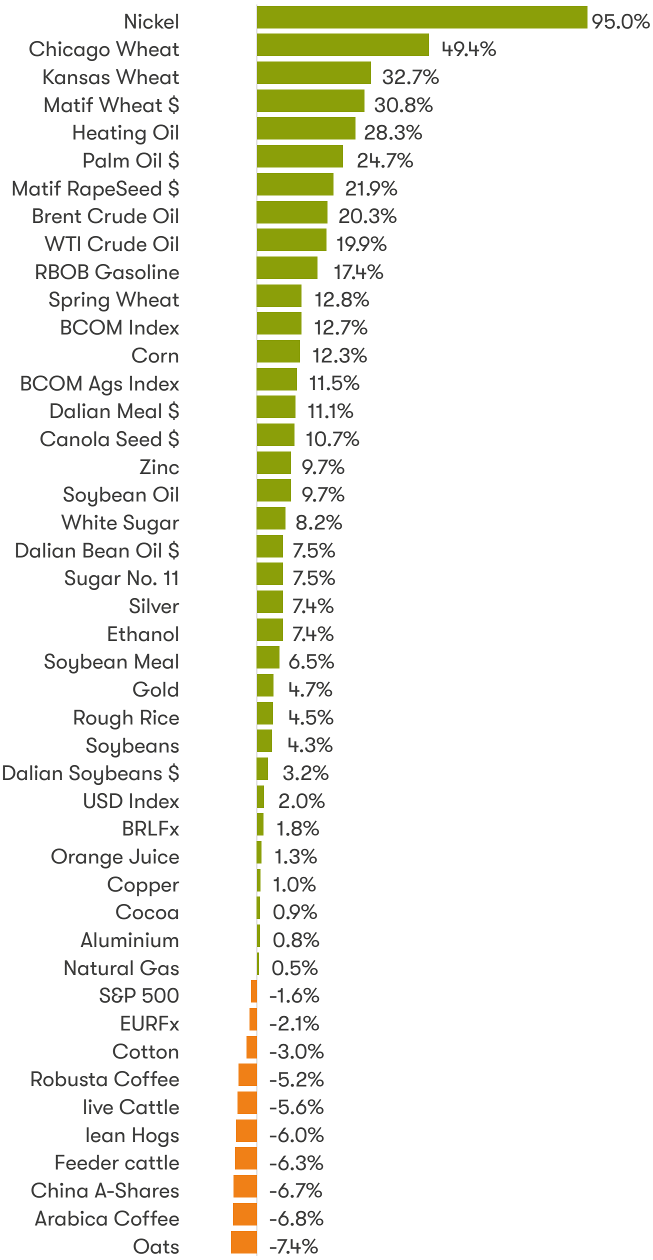
The impact of the war has significantly exacerbated the disruptions to farming operations including harvesting and planting operations, availability of farm-workers and Russia's military operations in the primary grain and oilseed growing regions of Ukraine directly impacting farming activities in the region.

These impacts have added to an already high food price inflation situation that was developing before the war, driven by (i) adverse weather conditions in South America due to La Niña, (ii) port congestions and shipping-related disruptions mainly due to COVID-19, (iii) high agriculture input prices (fertilisers) and higher on-farm and ex-farm transportation costs due to sharply higher oil prices, (iv) higher operating costs on the farm triggered by higher fuel costs (v) labour shortages and factory closures, and (vi) the growing diversion of food crops for biodiesel production. High food price inflation has serious adverse impacts on livelihoods, especially in emerging markets where food spend makes up a high proportion of the total consumption expenditure basket.

The fallout from the Ukraine war will potentially pose a significant drag to global GDP growth in 2022 with its attendant consequences.

We are closely monitoring the situation regarding the short-term impacts and potential longer-term implications for global food and agri supply chains. Given our global network, diversified sourcing and origination footprint, we are focused on serving our customers by offering other sources of these products from alternative origins to cope with the expected supply disruption from this region.

Commodity Price increases from 22 February 2021 to 8 March 2021



Source: Peak Trading Research

Highlights

Revenue

S$47.0 bn

+31.2%

EBIT

S$1.4 bn

+33.0%

PATMI

S$686.4 m

+179.4%

Operational PATMI

S$961.1 m

+41.8%

EBIT/IC

8.0%

+140 Basis Points

Operational ROE

16.8%

+560 Basis Points

2021 Performance review

2021 delivered our strongest reported and operational PATMI since Olam was founded despite the continued impacts from COVID-19 and the adverse macro-economic and geopolitical environment. This reflects the resilience, continued strength and differentiation of our business model as well as our ability to respond with speed and agility to the external environment.

The benefits of focus through the Re-organisation exercise have yielded strong growth momentum for both **ofi** and Olam Agri, and they are now well poised to succeed and flourish as independent new entities.

Responding quickly and decisively to the key events combined with a sharper focus on the operational basics contributed significantly to the step-up in our overall performance in 2021. There was broad based performance contribution from all operating groups, segments and business units with strong top-line, bottom-line performance as well as improving capital efficiency and returns.

We maintained a strong balance sheet in 2021 even as we committed significant growth capital to investing in organic initiatives as well as acquisitions, one of which (Olde Thompson) was a transformational acquisition.

We are also proud that we have now been included in the Fortune's Global 500 list of companies for the first time.

We continue to be optimistic regarding the prospects for all three operating groups as they are right at the centre of key global food and consumer trends. For **ofi** this is the growing demand for more plant-based, on-trend, natural, healthy and sustainably sourced food ingredients (read more on pages 26 to 37 of this report); for Olam Agri, it is the growing demand for food, feed and fibre from a growing population, the transition of dietary habits from cereals to more protein-based diets and growing concern for food security (read more on pages 38 to 47 of this report); and for the Remaining Businesses of Olam Group, the growing market opportunities for digital and sustainability solutions to transform the food and agribusiness sector (read more on pages 48 to 60 of this report).

Executing our Re-organisation Plan

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

Our Plan was to simplify and focus our current diverse portfolio of businesses by re-organising them into three operating groups that are more similar in nature, linked by an underlying logic and aligned to different consumer food and agribusiness trends that underpin these businesses.

Each entity has now developed a compelling vision, a differentiated strategy and a reliable new game plan for profitable growth and value creation on a sustained basis which can be explored in more detail in their respective sections of this report.

ofi's industry-leading platforms are well positioned to meet the growing demand for sustainable, natural, value-added food products and ingredients. Preparation to enable **ofi** to seek a primary listing on the London Stock Exchange, with a concurrent secondary listing on the Singapore Exchange, is underway. In conjunction with the IPO, it is intended **ofi** will demerge from the Olam Group.

Olam Agri brings together our food, feed, fibre, agri-industrials and ag services businesses. Operating at the heart of global food and agri-trade flows, it is focused on high-growth consumption markets with deep understanding of market needs, a global origination, trading and marketing footprint, with best-in-class logistics, processing and risk management capabilities.

We are exploring various strategic options to maximise its value, including the potential introduction of strategic minority partner(s) via the sale of a significant minority stake in the company and/or the potential IPO and demerger of Olam Agri. These strategic options would unlock significant value for Olam Group's shareholders, attract strategic minorities to catalyse growth, provide Olam Agri the potential to tap capital markets for funds to accelerate its growth, and raise proceeds for Olam Group to optimise its capital structure by de-gearing and right-sizing its balance sheet.

The Remaining Businesses of Olam Group include: Olam Ventures – an independent incubator for our Engine 2 businesses and start-up growth initiatives; Olam Technology and Business Services (OTBS) – delivering digital and technology services; Olam Global Holdco (OGH) - which is responsible for partially and/or fully monetising our gestating assets and overseeing the responsible divestment of de-prioritised businesses and assets. We are exploring strategic options for maximising the value of the Remaining Businesses of Olam Group.

We have reached a key milestone at the end of 2021 with the completion of the first three steps of the Re-organisation Plan including i) Re-segmentation, ii) Re-organisation, and iii) Carve-out and separation of the entities.

Our transformation journey

1

Status:
Completed

Re-segmentation

- Re-segmented the current business into three distinct operating groups under Olam Group.
- Developed new reporting segments and key financial metrics for each operating group.
- Reported 2020 and 2021 results on basis of new operating groups and segments with historical comparative financials.

2

Status:
Completed

Re-organisation

- Developed Targeted Operating Model (TOM) for the new operating groups, including embedded business, country/regional structures, and central functions.
- Dedicated leadership and management teams for each of the operating groups in place.
- Hiring of new talent for the key capabilities required to pivot both the **ofi** and Olam Agri businesses.

3

Status:
Completed

Carve-out and separation

- Dedicated implementation teams for separation.
- Programme Office, independent financial advisors, legal and tax advisors, PR and IR advisors appointed.
- Carve-out and separation substantially completed for **ofi** and Olam Agri at end 2021.

4

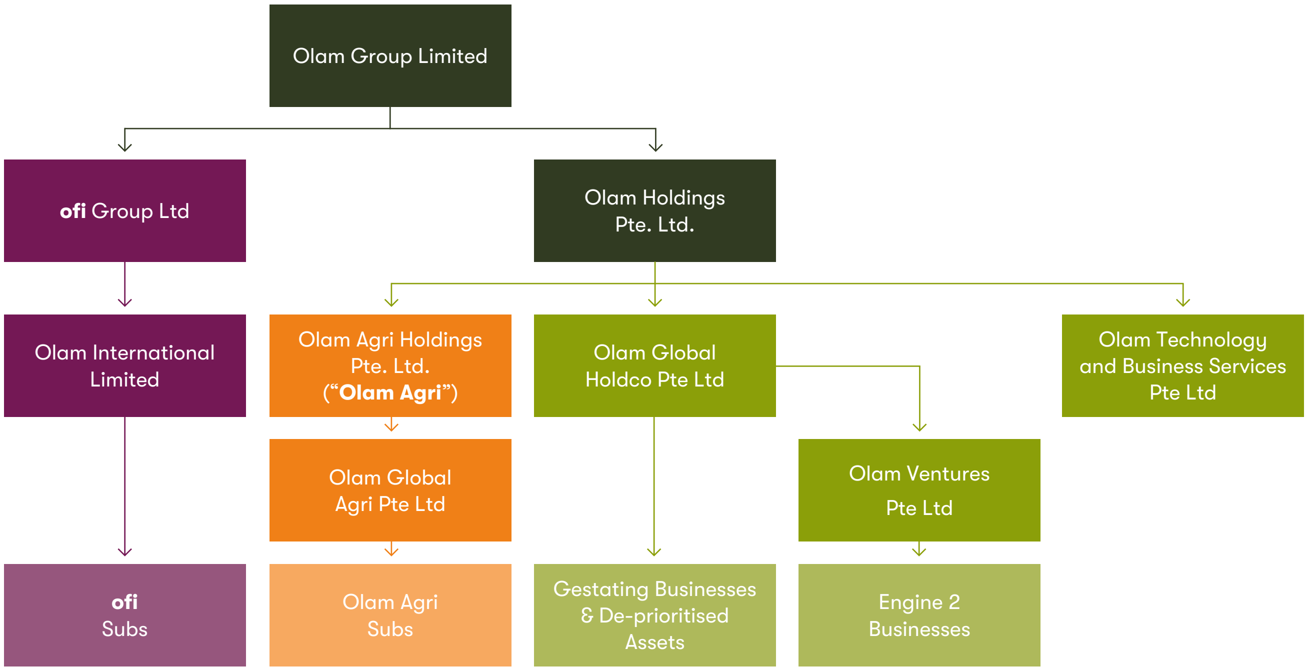
Status:
On track

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

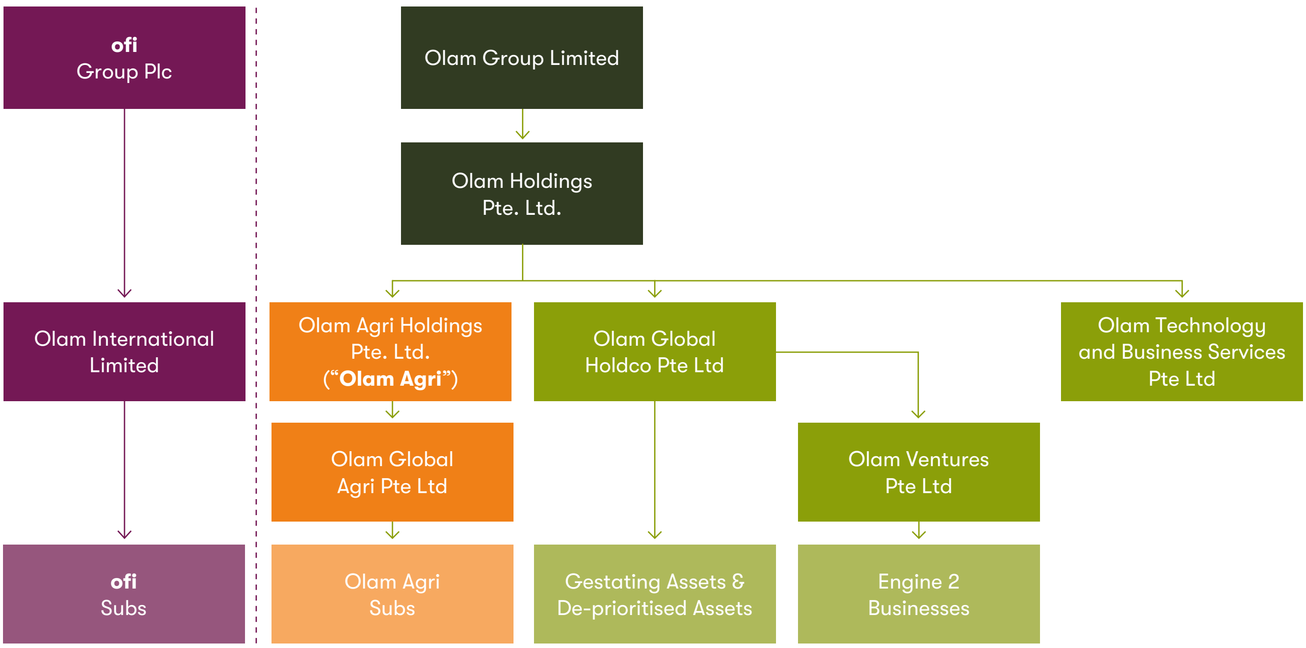
- **ofi** to be listed and demerged from the Olam Group by way of a distribution in specie of shares in **ofi** to Olam shareholders at the point of demerger.
- Exploring various strategic options to maximise the value of Olam Agri, which include potential introduction of strategic partner(s) via secondary sale of shares by OGL for a significant minority stake in Olam Agri and/or the potential IPO and demerger of Olam Agri.

Note: Shareholders should note that there is no certainty or assurance that such listing and demerger of **ofi** or the strategic options being explored in respect of Olam Agri and/or other businesses will take place.

Corporate structure after Scheme of Arrangement and Dividend in Specie



Corporate structure after Scheme of Arrangement, and proposed listing and demerger of ofi



We would like to thank our shareholders for their strong and overwhelming support in approving the Scheme of Arrangement which was subsequently sanctioned by the Court and was effective from March 15, 2022.

The approval of the Scheme has enabled us to achieve a group structure that will allow the proposed IPO and demerger of **ofi** from the Group, and facilitate us to explore various strategic options for Olam Agri to maximise its value, including the potential introduction of strategic minority partner(s) via the sale of a significant minority stake in the company and/or the potential IPO and demerger of Olam Agri and potentially the other businesses of the remaining Olam Group, so as to unlock long-term shareholder value.

Olam Group Limited has replaced Olam International Limited as the listed company. OGL holds 100% of **ofi** Group Limited and Olam Holdings Pte Ltd, which through separate subsidiaries holds Olam Agri and the Remaining Businesses of Olam Group that are not part of **ofi** or Olam Agri.

Building our Capitals

In addition to our financial and economic Capital, we have made great progress in building our key non-financial Capitals. Investment in these Capitals will allow us to create strong strategic assets that drive sustained long-term value.

Human Capital: As a result of COVID-19 in 2020 and 2021, companies across the globe have had declining engagement scores as employees coped with the anxiety and concerns caused by the pandemic. Surveys have shown that 40% of companies reported a negative impact on engagement during this period, the External Best Employer Engagement Score survey indicated a 4% drop in engagement, there was a 3% drop in the Global Top Quartile Engagement Score (74%) and a 7% drop in employees' intent to stay scores. In addition, re-organisations generally have a net negative impact on engagement as it is typically a long drawn-out process, causing a sense of loss of familiar environment, and anxiety brought about by the changes in roles, expectations and reporting lines. It is encouraging to see the employee engagement scores for Olam increased to 71% compared to 69% in 2020 and 56% in 2017. 84% of the employees believe Olam truly cares for them and 79% feel leaders inspire hope for the future.

Natural Capital: In 2021, for Scope 1 and 2 emissions (in relation to our own processing operations) we have continued to increase our GHG efficiency from 0.13 in 2020 to 0.12 MT CO_2e/MT of product in 2021. For Scope 1 and 2 emissions in our plantations, concessions and farms, we have improved our emissions to 1.72 MT CO_2e/MT of product, driven in the most part by improvements in palm oil, dairy, rice and coffee production. Our Scope 3 (supply chain) emissions account for nearly 97% of total GHG. In 2021 we are reporting a significant increase in total emissions to 87.5 MMT CO_2e, against 72.3 MMT reported in 2020. This increase is as a result of a greater accuracy in the way we apply emissions factors for grains, which make up 56% of our Scope 3 (procured goods) emissions, rather than changes in the overall mix of products and volumes.

In 2021, 26% of Olam's total energy use for (Scope 1 and 2) was covered by renewable energy and biomass sources in comparison to 22.3% in 2020. The improvement was driven for the most part by an increase in energy use efficiency in cocoa, edible oils, rice and coffee platforms in Tier 1 processing facilities.

We also completed a study of the emissions reductions pathways for 27 supply chains and started development of a Climate Action Playbook with AtSource.

At COP26, we were proud to join 12 global agricultural trading and processing firms to pledge a shared roadmap for enhanced supply chain action consistent with a 1.5°C pathway.

Intellectual Capital: We have fully leveraged our digital capabilities across our supply chains, pioneering the adaption of digital technology in emerging markets where we have a significant presence. One example is Olam Markets' mobile app which is now used by more than 90% of our distributors in our key markets, such as Cameroon, Ghana, Nigeria and Senegal. The shift in revenues coming from this digital platform has grown from 17% in 2019 to more than 80% with monthly online sales reaching almost US$200 million.

In Brazil, we are transforming the lives of coffee farmers by digitally connecting them to the marketplace. We customised a mobile app which allows them to view coffee prices on the market, set their own competitive prices and digitally agree and sign all documents. Our goal is to have 100% of transactions done digitally on the platform by next year.

Through digital technology, we are also helping to eradicate child labour in the cocoa industry. We were one of the first to introduce in West Africa a new digital solution that enables our employees and community leads to easily collect data to track children at high risk of child labour. The Child Labour Monitoring and Remediation Solution is transparent and integrates with AtSource, our digital platform which gives our customers much greater visibility of the supply chain of their products.

Social Capital: Our Olam Healthy Living Programme has reached almost one million people worldwide and we are delighted to have been recognised by the Workforce Nutrition Alliance as a 'Lighthouse Leader' in promoting nutritional health. We continue to to support the Ten Principles of the UN Global Compact and engage with our customers, financial institutions, civil society, governments and communities about where and how we can improve. We are pleased that in the World Benchmarking Alliance's (WBA) inaugural food and agri-sector scorecard, Olam ranked 22nd amongst 350 companies, and in Oxfam's 'Shining a spotlight' report we ranked first amongst agribusiness companies. While our progress is being recognised, we acknowledge there is still a lot of work needed to achieve the UN Sustainable Development Goals (SDGs).

Manufactured Capital: We continued to invest across the Group to grow both our capacity and our capabilities.

Our efforts over the past two years have been focused on manufacturing and non-commodity procurement, to sharpen our ability to command product premiums and bring down costs while improving customer service and productivity, digital-readiness and capability building. In terms of operational excellence, in 2021 we are proud we enabled US$54.5 million in savings within the context of our Cost and Capital Transformation Programme. Some examples of improvement include: Overall Equipment Effectiveness (OEE) at our cocoa processing facility in Abidjan, Côte d'Ivoire, and impressive improvements in our spices business in productivity and reduced cost in just one year of implementation in our processing facility in Vietnam.

95% of **ofi** Tier 1 manufacturing and processing facilities are certified to a Global Food Safety Initiative (GFSI) recognised standard that includes SQF, FSSC 22000, and BRC. Within Olam Agri we have continued on the third-party certification path for key food manufacturing facilities, with Crown Flour Mill Limited in Nigeria achieving FSSC 22000 certification in 2021.

Intangible Capital: The new **ofi** brand supports its Purpose to 'Be the change for good food and a healthy future' by offering fresh ideas, ingredients and solutions to deliver value to customers and create real change for people and the planet. Central to the new brand is the concept of 'Make it real' at every step, from plant to plate; innovating to meet customers' needs and offering end-to-end traceability, sustainability and quality across its supply chains.

The refreshed brand for Olam Agri brings together its food, feed, fibre, agri-industrials and ag services businesses with one single brand identity. It preserves the Olam logo and trademark rights to build on the valuable Olam heritage, while signalling a bold new chapter of growth. The refreshed branding reflects Olam Agri's Purpose 'to transform food, feed and fibre for a more sustainable future' by being a trusted partner that unlocks value for customers, enables farming communities to prosper sustainably, and strives for a food-secure future.

Working collaboratively with our stakeholders, serving on the Rainforest Alliance's Land Scale Advisory Group, we participated in field testing of the assessment framework, as well as advancing the Rainforest Alliance's Integrated Pest Management Strategy. We also worked with The Anker Research Institute on ways to measure regional differences in living wages and living incomes. This methodology will provide living wage estimates for six selected countries and be used to identify living wage gaps for Olam workers in these countries.

Read more about our non-financial Capitals on pages 66 to 109 of this report.

Acknowledgements

I would like to thank all the Olam employees worldwide for how they have pulled together as one Olam in delivering our best-ever financial and operational performance in 2021, particularly given the need to manage our business dynamically and respond quickly and decisively to the many challenges that confronted us in 2021, including the far reaching impacts of COVID-19, rising geopolitical tensions and related challenges.

We have at the same time served our customers reliably under challenging circumstances, positively impacting the communities where we operate, while partnering with other like-minded stakeholders who share our vision to transform global food and agriculture systems to be more sustainable.

I would also like to applaud employees for their focus, drive, stewardship mentality and dedication to successfully execute on a transformational and complex Re-organisation Plan.

As we close one chapter spanning the last 32 years in which we have built a market-leading, Purpose-led, global food and agribusiness, we have now embarked on the next chapter of our journey with new independent entities positioned for a bright future. I would like to wish each of the new entities and their teams the very best for the next leg of their journey.

On behalf of our Board, I wish to thank our shareholders for their overwhelming support and strong mandate to execute our transformational Re-organisation Plan. We will work very hard to repay the trust that you have put in us.

I am also deeply grateful to our Board for their insights, counsel and support, in stewarding the business through the pandemic and the restructuring exercise. Their foresight and leadership have made the Company even stronger and given us greater strategic flexibility to consider more transformative portfolio moves that can create further long-term shareholder value on a sustained basis.

Sunny Verghese
Executive Director, Co-Founder & Group CEO

Cautionary statement on Re-organisation Plan

The Company wishes to highlight that any such listing, demerger and strategic options including the timing, terms and other details thereof, are subject to all requisite approvals and clearances from the regulatory authorities, relevant approvals of shareholders of the Company, approval of the Singapore courts, and prevailing market conditions.

The Board of Directors of the Company (the 'Board') may also decide not to proceed with the listing and/or demerger, even if the said approvals and clearances have been obtained, if the Board deems it not in the interests of the Company and its shareholders to do so, having regard to the prevailing circumstances and relevant factors at the material time.

Accordingly, shareholders should note that there is no certainty or assurance that the listing and demerger of **ofi** or the strategic options being explored in respect of Olam Agri and/or other businesses will take place.

As the Re-organisation progresses, the Company will provide updates to shareholders and stakeholders on the process, and related developments, and will seek the requisite approvals and clearances from shareholders and the relevant authorities, at the appropriate times, in accordance with applicable laws and regulations and the listing rules of SGX-ST and other relevant regulators, as applicable.

Group Financial and Operating Results

Strongest financial performance since inception

During the year under review, we recorded sales volume of 45.4 million tonnes, a 2.3% increase over 2020. More importantly, because of the rising structural demand, particularly for Olam Agri as well as the recovery from COVID-19, there has been an upsurge in commodity prices, which resulted in a 31.2% increase in revenues at S$47.0 billion.

Our EBIT grew 33.0% to S$1.4 billion, up from S$1.1 billion in 2020 as both **ofi** and Olam Agri reported strong results. (A detailed management discussion of the performance by operating group is found on pages 26 to 37, 38 to 47 and 48 to 60 respectively.)

PATMI grew 179.4% to S$686.4 million from S$245.7 million while Operational PATMI, the key metric we track and report on recurring income, grew 41.8% to S$961.1 million for 2021. These were achieved on the back of strong EBIT growth as well as significantly reduced exceptional losses in 2021 compared with 2020.

Our earnings per share jumped more than three-fold from 5.8 cents in 2020 to 18.3 cents in 2021 with both periods adjusted for the rights issue that was completed in July 2021. Operational earnings per share were also higher at 26.3 cents versus 19.1 cents in the previous year. Return on Equity on Operational PATMI basis was notably better, rising by 560 basis points from 11.2% to 16.8%.

"We maintained a strong balance sheet in 2021 even as we committed significant capital for transformational acquisitions such as Olde Thompson and for several organic growth initiatives. With the legal separation of the new operating groups now complete, we are working closely with each of them to find the most optimal capital structure so they can meet their operational needs and deliver profitable growth."

N Muthukumar
Group CFO

S$ million	2021	2020	% Change
Volume ('000 MT)	**45,425.3**	44,409.7	2.3
Revenue	**47,002.0**	35,820.0	31.2
Net gain/(loss) in fair value of biological assets*	**97.7**	(60.3)	n.m.
Depreciation and Amortisation	**(627.2)**	(561.3)	11.7
EBIT*	**1,422.6**	**1,069.5**	**33.0**
Net Finance costs*	**(411.2)**	(415.7)	(1.1)
Taxation*	**(133.9)**	(43.5)	207.8
Exceptional items	**(274.7)**	(432.1)	(36.4)
PAT	**602.8**	178.2	238.3
PATMI	**686.4**	245.7	179.4
Operational PATMI*	**961.1**	**677.8**	**41.8**

* Excluding exceptional items

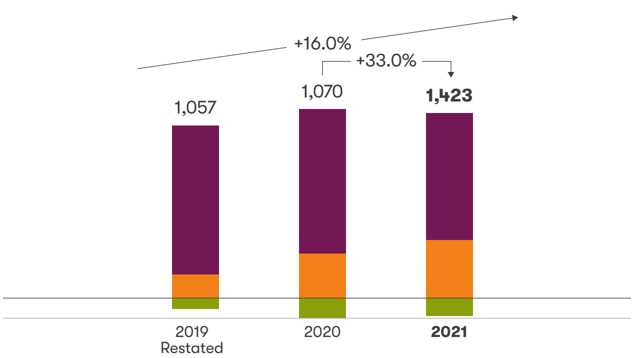
Strategic progress

We are proud of the strategic progress we have made for all three operating groups as they are right at the heart of key global food and consumer trends – for **ofi**, the growing demand for more plant-based, on-trend, natural and sustainably sourced food ingredients, for Olam Agri is the demand for food, feed and fibre from a growing population, the transition to protein-based diets and growing concern for food security, and for the Remaining Olam Group, the commitment to divest de-prioritised assets and recycle capital to focus on the growing market opportunities for digital and sustainability solutions.

ofi acquired USA-based dehydrated onion ingredients business (Cascade Specialties) which diversifies the growing regions of its Spices business in the USA, expands its manufacturing capabilities and deepens its supply of organic onion products. It also acquired the USA-based green chilli pepper business from Mizkan America, Inc., for US$108.5 million.

Building on the two acquisitions in the North American spices sector, **ofi** acquired Olde Thompson, a leading USA private label spices and seasonings manufacturer, at an enterprise value of US$950.0 million, to further expand its private label offerings across the portfolio.

Group EBIT
(S$million)



	2019 Restated	2020	2021
ofi	72.3%	70.0%	**61.5%**
Olam Agri	36.3%	46.5%	**52.9%**
Remaining Olam Group	(8.6%)	(16.5%)	**(14.4%)**

Highlights

Volume
45.4 m MT
+2.3%

Revenue
S$47.0 bn
+31.2%

EBIT
S$1.4 bn
+33.0%

PATMI
S$686.4 m
+179.4%

Operational PATMI
S$961.1 m
+41.8%

Invested Capital
S$19.0 bn
+14.1%

Gearing
1.72X
unchanged

Free Cash Flow to Equity
S$(1.0) bn
-438.3 M

ofi also formed a 50:50 joint venture with Mondelēz International, Inc. to develop a sustainable commercial cocoa farm in Indonesia through the subscription of 50.0% interest in AztecAgri B.V. for an aggregate consideration of US$10.8 million. During the year, it continued to develop a greenfield soluble coffee manufacturing facility in Brazil and a dairy processing plant in New Zealand, both which are expected to complete in H1 2023.

Olam Agri took a 10.0% interest in Food Security Holding Company, one of the flour milling companies tendered for privatisation by the National Centre for Privatization and the Saudi Grains Organization, for approximately US$13.3 million. As the technical partner, Olam Agri has the responsibility for managing its plants and operations.

The Group completed several divestments, including the sale of coffee plantations in Brazil to a third-party; sale of our entire 15.2% stake in Open Country Dairy to Talley Group Limited for approximately NZ$80.9 million through the latter's takeover offer; the disposal of 100.0% stake in Ahenk Helva whose main business is sesame processing in Turkey, its 50.0% stake in wholly owned subsidiary PT SDW and its entire 30.0% interest in Long Son (Vietnam).

Early this year, we entered into definitive agreements with Africa Transformation and Industrialization Fund, a management led buy-out group, for the sale of our remaining equity stakes in ARISE Integrated Industrial Platforms (ARISE IIP) and ARISE Infrastructure Services (ARISE IS), part of the ARISE group, for an aggregate cash consideration of US$189.0 million, which is in line with the carrying value of these investments. Upon completion in Q2 2022, Olam will fully exit its investments in ARISE IIP and ARISE IS. Our remaining investment in the group is a minority 32.4% stake in ARISE Ports & Logistics (ARISE P&L).

We recorded lower net exceptional losses of S$274.7 million for 2021. This was mainly due to the one-off exit and closure costs of de-prioritised assets, namely the closure of Olam Tomato Processors (OTP) in the USA and the restructuring and impairment of dairy farming assets in Uruguay (NZFSU), and costs incurred for the Re-organisation, including separation costs. These were offset in part by net gains from the partial stake sale in PT SDW and sale of our remaining interest in Long Son (Vietnam). 2020 had recorded higher net exceptional losses of S$432.1 million arising mainly from the impairment on Olam Palm Gabon (OPG), which was in part offset by gains from the divestments of non-core assets.

S$ million	**2021**	2020
Profit on sale of partial stake in ARISE P&L	–	121.0
Profit on sale of stake in Subsidiary, net	**4.9**	–
Profit on sale of Sugar plant in India	–	1.5
Profit on Sale of stake in JV/Associate, net	**8.6**	48.3
Acquisitions related cost	**(6.3)**	–
Re-organisation cost	**(134.1)**	–
Exit/Closure costs	**(147.8)**	(119.0)
OPG Impairment	–	(483.9)
Exceptional Items	**(274.7)**	**(432.1)**

Disciplined capital management

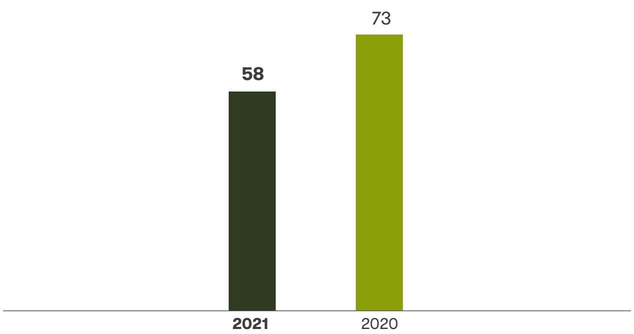
We continued to maintain a healthy balance sheet despite a significant rise in commodity prices. As of end 2021, the Group's total assets[1] were S$23.5 billion, comprising S$9.5 billion of fixed capital, S$782.7 million of right-of-use assets, S$8.1 billion of working capital and S$4.3 billion of cash to meet ongoing business requirements and manage near-term repayment obligations on borrowings.

The total assets were funded by S$7.2 billion of equity, S$6.9 billion of short-term debt and S$8.8 billion of long-term debt, as well as short-term and long-term lease liabilities of S$138.0 million and S$839.8 million respectively.

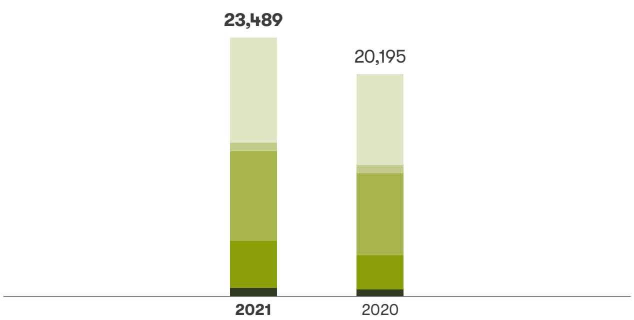
Compared with a year ago, the overall balance sheet in 2021 grew by S$3.3 billion. Our fixed capital base increased by S$1.2 billion during the year on account of the acquisitions by **ofi** in the USA spices business as well as organic growth capital expenditure (Capex) across other prioritised businesses. Working capital also rose by S$659.9 million on higher commodity prices.

Despite higher levels in stock and receivables due to increasing commodity prices, the resumption of supplier credit in 2021 as against 2020, which saw less favourable credit terms on liquidity concerns, helped moderate the increase in overall working capital. With disciplined capital management, we were able to reduce our working capital cycle from 73 days in 2020 to 58 days in 2021.

Cash-to-cash cycle
(Days)

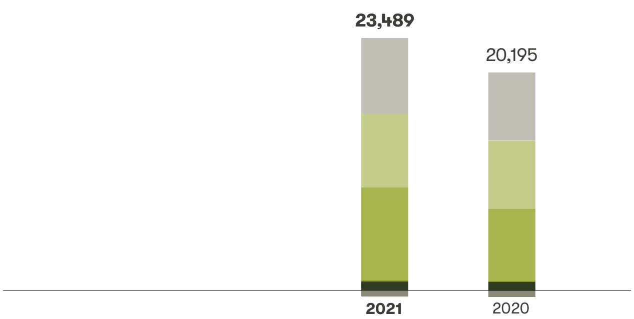


Uses of capital
(S$million)



	2021	2020
Fixed capital	9,538	8,310
Right-of-use	783	712
Working capital	8,116	7,456
Cash	4,317	3,116
Others	735	601

Sources of capital
(S$million)



	2021	2020
Equity and Reserves[2]	7,210	6,425
Non-controlling interests	7	74
Short-term debt	6,938	6,466
Long-term debt	8,795	6,781
Short-term lease liabilities	138	97
Long-term lease liabilities	840	815
Fair value reserve	(439)	(463)

1. Total assets are net of trade payables and accruals, derivative financial instruments (current liabilities), provision for taxation, other current liabilities and non-current liabilities, and deferred tax liabilities.
2. Equity and Reserves are before fair value adjustment reserve.

Compared with 2020, while net debt grew by S$1.3 billion to finance acquisitions and organic Capex as well as increases in working capital due to higher commodity prices, equity also increased by S$785.1 million on higher retained earnings as well as the rights issue during 2021. As a result, net gearing remained unchanged at 1.72 times. Adjusting for readily marketable inventory and secured receivables, our net gearing for 2021 would be 0.75 times (2020: 0.63 times), reflecting the true indebtedness of our Group.

Free cash flow reflects strategic investments

Following a COVID-19 impacted year in 2020 during which working capital had increased significantly, our net operating cash flow for 2021 normalised and improved by S$761.7 million to S$1.3 billion. Gross Capex was however significantly higher at S$1.9 billion due to the strategic acquisitions completed during 2021, including the acquisition of Olde Thompson (2020: S$753.5 million). As net Capex after disposals and divestments amounted to S$1.7 billion in 2021 (2020: S$513.8 million), Free Cash Flow to Firm (FCFF) became negative at -S$602.8 million (2020: -S$155.2 million). Net of interest, FCFE ended negative at S$1.0 billion (2020: -S$592.2 million), reflecting the key strategic investments made during the year, in line with the growth priorities for our operating groups.

Liquidity and financing

We had ample liquidity to support our working capital and Capex requirements, with a total of S$22.5 billion in available liquidity, including unutilised bank lines of S$11.2 billion and a clear S$5.8 billion of headroom over and above our gross borrowings as at end of 2021.

During 2021, we continued to diversify our funding sources and explore innovative financing solutions, such as a unique two-tier AtSource linked sustainability financing facility aggregating US$1,450 million loans, and a US$150 million loan to support our purchase of sustainable cotton under the Better Cotton Initiative. We exercised our option to fully redeem and cancel the US$500.0 million perpetual securities issued in 2016, and completed the rights issue raising net proceeds of S$590.5 million. We also refinanced our borrowing facilities by securing revolving credit facilities (RCF), and bank loans, while issuing notes and perpetual securities not only to support our working capital and Capex requirements, but also to ensure that our facilities are supportive of the Group's sustainability objectives and can be allocated to the operating groups post the carve-out, separation, demerger and IPO of **ofi**:

- Benchmark S$250.0 million of subordinated perpetual securities which bears a distribution rate of 5.375% for 5.5 years, before it is reset and subject to a step-up margin at the end of this period and on each date falling every five years thereafter, with an option to redeem in whole on each distribution payment date. The Company further issued an additional S$100.0 million, S$50.0 million, S$125.0 million and S$25.0 million separately to form a single series, aggregating S$550.0 million of 2021 perpetuals.

S$ million	31 Dec 2021	31 Dec 2020	Change vs Dec 2020
Gross debt	**16,710.2**	14,159.4	2,550.8
Less: Cash	**4,317.5**	3,115.9	1,201.6
Net debt	**12,392.7**	11,043.5	1,349.2
Less: Readily marketable inventory (RMI)	**5,937.9**	5,849.6	88.3
Less: Secured receivables	**1,064.7**	1,138.5	(73.8)
Adjusted net debt	**5,390.1**	4,055.4	1,334.7
Equity (before FV adj reserves)	**7,210.5**	6,425.4	785.1
Net debt/Equity (Basic)	**1.72**	1.72	–
Net debt/Equity (Adjusted)	**0.75**	0.63	0.12

S$million	2021	2020	Change
Operating Cash Flow (before Interest and Tax)	**1,787.3**	1,697.3	90.0
Changes in working capital	**(489.2)**	(1,160.9)	671.7
Net Operating Cash Flow	**1,298.1**	**536.4**	**761.7**
Tax paid	**(179.9)**	(177.8)	(2.1)
Capex/Investments	**(1,721.0)**	(513.8)	(1,207.2)
Free cash flow to firm (FCFF)	**(602.8)**	**(155.2)**	**(447.6)**
Net interest paid	**(427.7)**	(437.0)	9.3
Free cash flow to equity (FCFE)	**(1,030.5)**	**(592.2)**	**(438.3)**

- Additional S$100.0 million 4.0% fixed rate senior notes due 2026 via a private placement on the existing consolidated S$500.0 million issued in August and September 2020.
- US$100.0 million five-year notes due 2026 via a private placement under Olam's US$5.0 billion Euro Medium Term Note Programme at a fixed coupon of 3.25% payable semi-annually in arrears.
- Unique two-tier AtSource linked sustainability financing facility aggregating US$1,450.0 million and consisting of a multi-year RCF of US$950 million and a three-year term loan facility of US$500.0 million. The RCF is further split into three tranches i) a one-year tranche of US$190.0 million, ii) a two-year tranche of US$380 million and iii) a three-year tranche of US$380.0 million. Proceeds from this Facility will be used to procure various agricultural raw materials under our proprietary AtSource digital sustainability platform.
- A two-year committed loan facility aggregating US$1.0 billion to finance the acquisition of Olde Thompson, which will be partially repaid with proceeds from the Rights Issue.
- Annual refinancing of its European RCF aggregating US$375.0 million by wholly owned subsidiary Olam Holdings.
- Three committed loan facilities aggregating US$5.2 billion which comprise a US$1.2 billion three-year term loan and two 18-month bridge loan facilities of US$2.0 billion each. The term loan facility will be used for general corporate purposes of the Group while the bridge loan facilities will be used to facilitate the Re-organisation. The terms of all the facility agreements include provisions that allow Olam to allocate the facilities to the three operating groups post the carve-out and separation.
- JPY 9 billion (approximately US$81.0 million) five-year notes due 2026 via a private placement at a fixed coupon of 1.61% payable semi-annually in arrears which will mature in September 2026.
- Second sustainability-linked fixed rate issuance of JPY 5.5 billion (approximately US$50.0 million) Medium Term Notes issued at a fixed coupon of 1.403% payable semi-annually in arrears, with a tiered, one-time step-down adjustment to the coupon rate linked to the achievement of agreed Sustainability Performance Targets.
- Medium-term samurai loan facility aggregating JPY 26.7 billion (approximately US$231.0 million) consisting of two tranches: (i) a three-year tranche of JPY 20.7 billion, and (ii) a five-year tranche of JPY 6.0 billion.
- A multi-tranche RCF aggregating US$1,250.0 million consisting of a multi-year term loan of US$1,025.0 million and a three-year term loan facility of US$225.0 million. The RCF is further split into three tranches i) a one-year tranche of US$205.0 million, ii) a two-year tranche of US$410.0 million and iii) a three-year tranche of US$410.0 million.
- A two-year US$150.0 million loan to support its purchase of sustainable cotton under the Better Cotton Initiative.
- A one-year club loan referencing the USD Secured Overnight Financing Rate (SOFR[1]) of US$150.0 million which also allows Olam to allocate the facilities to the three operating groups post the carve-out and separation.

1. SOFR has been identified by the Alternative Reference Rates Committee, a group of private market participants convened by the Federal Reserve Board and the New York Fed, as the recommended alternative to USD LIBOR.

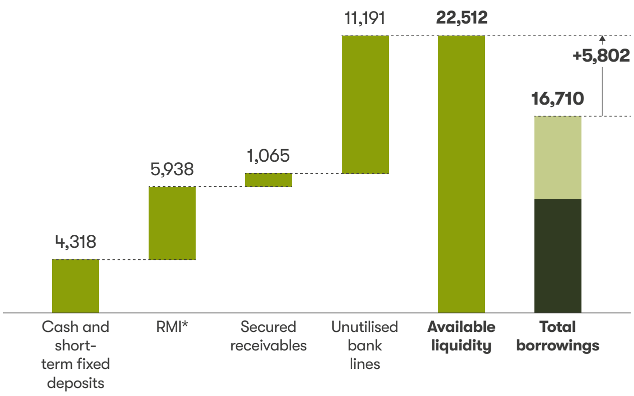
Post 2021, the Group priced a US$275.0 million fixed rate note via a private placement, which comprised US$200.0 million of five-year fixed rate notes at a coupon of 3.05% and US$75.0 million of seven-year fixed rate notes at a coupon of 3.25%. It also secured multiple bank facilities aggregating US$4.0 billion, as it continues to progress on its Re-organisation. The facilities comprise a US$1.5 billion committed facility with a flexible tenor of up to three years, a US$1.0 billion working capital facility and an US$1.5 billion total increase across the two bridge loan facilities described above and will be used to facilitate the allocation of existing debt to the operating groups.

On the allocation of debt across operating groups, relevant consents for material credit facilities to the new operating groups have been obtained. The relevant consents required from bondholders and perpetual securities holders have also been obtained.

Improved return on invested capital

Despite a 14.1% increase in invested capital due to our fixed capital investments and higher working capital on rising commodity prices, our EBIT on average invested capital or EBIT/IC improved from 6.6% to 8.0%, thanks to our strong EBIT growth in 2021.

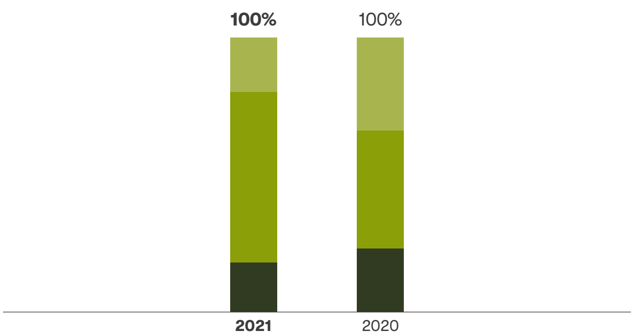
Total borrowings and available liquidity
(S$million as at 31 December 2021)



Short-term: 7,075
Long-term: 9,635

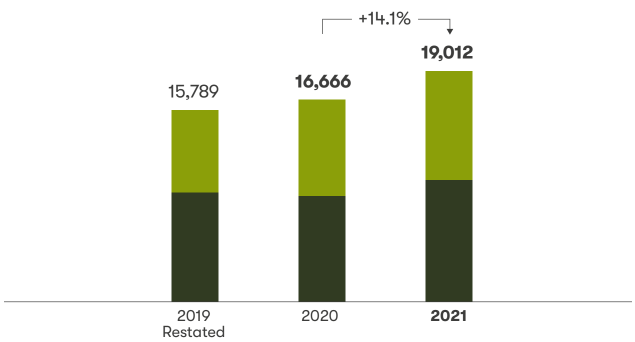
* RMI: readily marketable inventories that are liquid, hedged and/or sold forward.

Borrowing Mix¹
(%)



	2021	2020
Bilateral banking lines	**20**	34
Bank syndication	**62**	43
Debt capital markets	**18**	23

Invested Capital²
(S$million)



	2019 Restated	2020	**2021**
Working Capital	6,766	7,931	**8,976**
Fixed Capital	9,023	8,735	**10,036**
EBIT/IC	6.9%	6.6%	**8.0%**

1. Excludes capital securities.
2. Excludes:
   a. Gabon Fertliser Project (2021: S$253.7 million; 2020: S$262.6 million); and
   b. Long-term Investment (2021: S$31.3 million; 202: S$24.3 million)

Performance by operating group

Segment	Sales Volume ('000 MT)		Revenue		EBIT		Invested Capital[2]		EBIT/IC (%)	
S$million	**2021**	2020 Restated	**2021**	2020 Restated	**2021**	2020 Restated	**2021**	2020 Restated	**2021**	2020 Restated
ofi	**4,132.6**	3,647.0	**14,606.2**	12,290.4	**875.3**	749.5	**11,191.8**	9,312.1	**8.5**	8.2
Global Sourcing	**3,451.6**	3,417.1	**10,044.9**	9,804.3	**454.7**	367.5	**5,094.9**	5,490.6	**8.6**	6.7
Ingredients & Solutions	**1,252.0**	993.1	**6,633.6**	5,254.2	**420.6**	382.0	**6,096.9**	3,821.5	**8.5**	10.6
Inter-segmental sales	**(571.0)**	(763.2)	**(2,072.3)**	(2,768.1)	**–**	–	**–**	–	**–**	–
Olam Agri	**40,607.1**	**39,925.5**	**31,276.9**	**22,407.9**	**752.9**	**497.0**	**5,242.0**	**4,210.7**	**15.9**	**13.4**
Food & Feed - Origination & Merchandising	**33,878.1**	33,617.8	**21,952.6**	15,267.5	**266.9**	187.0	**851.1**	813.2	**32.1**	34.7
Food & Feed - Processing & Value-added	**4,500.2**	4,294.9	**4,124.3**	3,166.5	**275.1**	250.9	**2,074.0**	1,859.1	**14.0**	13.3
Fibre, Agri-Industrials & Ag Services	**2,228.8**	2,012.8	**5,200.0**	3,973.9	**210.9**	59.1	**2,316.9**	1,538.4	**10.9**	4.6
Remaining Olam Group	**685.6**	**837.2**	**1,118.9**	**1,121.7**	**(205.6)**	**(177.0)**	**2,578.3**	**3,142.9**	**(7.2)**	**(5.2)**
De-prioritised/ Exiting Assets	**195.7**	473.1	**322.4**	535.5	**(26.5)**	(34.7)	**563.9**	923.2	**(3.6)**	(3.2)
Gestating Businesses	**442.5**	351.8	**773.6**	581.6	**(102.1)**	(86.5)	**2,000.2**	2,219.2	**(4.8)**	(3.7)
Incubating Businesses (including corporate adjustments)	**47.4**	12.3	**22.9**	4.6	**(77.0)**	(55.8)	**14.2**	0.5	**n.m**	n.m
Total	**45,425.3**	**44,409.7**	**47,002.0**	**35,820.0**	**1,422.6**	**1,069.5**	**19,012.1**	**16,665.7**	**8.0**	**6.6**

A management discussion of the performance by operating group and segmental review and analysis is found on pages 26 to 37 for **ofi**, 38 to 47 for Olam Agri and 48 to 60 for Remaining Olam Group.

Strong operational and strategic performance in 2021

"I am proud of the strong growth and strategic progress we are delivering as we continue to accelerate our focus to provide natural and on-trend ingredients and solutions to our established and diverse customer base across the global food and beverages industry. The strength and breadth of our sustainable ingredients portfolio and the determination of our people have been key drivers of our performance in 2021 and helped in our resilient recovery from the COVID-19 impact in 2020."

A Shekhar
CEO, **ofi**

2021 was an important year for **ofi**. We made substantial investments in expanding the portfolio as well as in developing our talent pool and capabilities to support our future growth ambitions.

Q. As you look back, how do you reflect on **ofi**'s business performance in 2021?

A. Our strong performance in 2021 clearly demonstrates the rationale and strength of the **ofi** portfolio following its creation in January 2020. Our global Ingredients & Solutions business with its range of on-trend and natural ingredients sits at the forefront of enduring consumer trends in the food and beverage industry. Supported by our ability to deliver products that are both sustainable and traceable, we have continued to leverage the benefits of our highly diversified yet complementary portfolio as we continue to pivot towards a more solutions-led and customer-centric organisation.

2021 saw continued trajectory of strong growth in **ofi**, which had already started recovering in H2 2020 from the initial adverse impact of the pandemic in H1 2020. Market conditions remained volatile through 2021, as different cycles of COVID-19 impacted different parts of the world at different points of time during the year, compounded by supply chain and logistics related disruptions, and overall inflationary conditions impacting most markets around the world. I am particularly pleased with the strong performance against the above backdrop in the markets, which proves the strength and resilience of our business and the committed organisation behind it.

We have continued to invest in our organisational capabilities to embrace the significant opportunities that arise from our highly complementary product portfolio. Developing greater customer insights and a targeted and unified customer service model has enabled our sales organisation to drive integration and synergies across the portfolio, allowing us to grow by serving common customers via multiple channels across large and attractive end-use categories.

Our global innovation infrastructure continues to grow, and we are building capabilities across the organisation to embrace common technology platforms and competencies to deliver innovative solutions at scale, and in a cost-effective way. We added new locations and capabilities to our network of Customer Solutions Centers in the USA, Europe and Asia to better demonstrate the power of our portfolio to our customers. We use these facilities to showcase and leverage our complementary and differentiated product portfolio, and to co-create solutions that anticipate and meet changing consumer preferences as demand increases for food that is traceable and sustainable.

In our Ingredient Excellence Centers, our ongoing focus on producing ingredients of the highest quality and yield continues to deliver innovative practices to support our customers while sustainability programmes support our farmer networks.

All of this progress has been delivered by a talented team of 24,500+ employees, who bring global experience and local context to manage our large and diverse business. The strong entrepreneurial spirit in **ofi** is shared by both long tenured and more recently acquired high calibre talent, both of which are going to be critical for the next stage of **ofi**'s evolution.

Q. How is the business developing strategically?

A. We made a number of disciplined and strategic investments in 2021 to expand our on-trend product portfolio and our channel and category capabilities.

We continued to invest in two substantial new greenfield developments. In New Zealand we are developing a dairy processing facility where we will produce high-quality dairy ingredients in one of the largest dairy producing countries and exporters in the world, operations for which are expected to commence in 2023. In Brazil, the largest coffee-producing country in the world, a new greenfield soluble coffee manufacturing facility is under construction. Our focus on technical superiority, product development and innovation in the soluble coffee business will give us the capabilities for significant future growth. The plant is expected to commence operations in 2023 and, once live, will complement our existing assets in Vietnam and Spain thereby enabling us to service our soluble coffee customers across the globe.

In May, we completed the transformative acquisition of Olde Thompson, a leading USA private label spices and seasonings manufacturer with expertise in blending and product formulation. The integration of Olde Thompson is underway, thereby driving the expansion of our private label channel capabilities across **ofi** in North America. Other acquisitions completed during the year include the purchase of Mizkan America's USA green chilli pepper business, and the purchase of the Dehydrated Ingredients Division of Cascade Specialties, the third largest USA-based processor of dried onions.

Collectively, these investments and acquisitions demonstrate the ongoing focus and disciplined investments in the value-added areas of our business as we continue to execute on our growth strategy.

Q. How are your plans progressing for demerger and IPO?

A. We made significant progress in 2021 towards the carve-out of **ofi** from the Olam Group and for the proposed initial public offering (IPO) and concurrent demerger. Our teams have worked tirelessly to prepare for this Re-organisation whilst ensuring our business operations continue seamlessly.

Highlights

Volume

4.1 m MT

+13.3%

EBIT

S$875.3 m

+16.8%

Invested Capital

S$11.2 bn

+20.1%

EBIT/IC

8.5%

+30 basis points

An integrated value-added ingredients business

Diversified offering across cocoa, coffee, nuts, spices and dairy

Global Sourcing

Farming, origination and sourcing

Global footprint and presence in all key origins

Direct and indirect network of farmers globally

Sustainability and traceability at the heart of business with social, environmental and economic impact

Deep market research and risk management expertise

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

ofi make it real

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

Ingredients & Solutions

Value-added processing, innovation and co-creation

Global manufacturing presence in both origin and destination markets

Strong innovation capabilities across the value chain from plant science to customer solutions

Ecosystem partnerships and co-creation with customers

Categories and channels expertise

One-stop, vertically integrated and value-added solutions with global footprint and strong innovation capabilities serving customers globally

In October we launched a new brand identity which reflects **ofi**'s ability to drive innovation in all areas of its business to deliver growth and impact for customers. The brand underlines **ofi**'s thrust and focus as it shakes up the market with fresh thinking and ingredients that help food and beverage companies meet the growing consumer demand for natural, healthy, and sustainably sourced cocoa, coffee, dairy, nuts, and spices products. The new **ofi** brand carries the strong origination and supply chain heritage of Olam, but equally signals our exciting aspirations for the future. It conveys the distinct and accelerated changes being made in the business to continuously improve and deliver a differentiated customer value proposition.

We also started to build the inaugural Board of Directors for **ofi**. Chaired by Niall FitzGerald, the Board welcomed three Non-Executive Directors during the year (Penny Hughes, Brian May and Belinda Richards), with a further two Non-Executive Directors appointed in early 2022 (Patrick Coveney and Amanda Sourry). Each Director brings extensive experience and complementary skills gained from distinguished executive and board careers. This skilled and diverse board intends to meet best practice corporate governance standards and will provide the necessary stewardship for delivering sustainable and profitable growth for all stakeholders. Rishi Kalra, the **ofi** CFO, and I also sit on the Board of Directors.

ofi's separation from Olam was substantially completed by 31 December 2021 and on 18 February 2022 the scheme of arrangement to create the Olam group structure to allow for **ofi**'s concurrent demerger and IPO was approved by the shareholders of Olam. The scheme of arrangement became effective on 15 March 2022 which was a significant milestone in **ofi**'s journey towards the proposed IPO and concurrent demerger.

Q. Does the proposed Re-organisation change your focus on sustainability?

A. Sitting behind **ofi**'s Global Sourcing and Ingredients & Solutions segments are five product platforms – cocoa, coffee, dairy, nuts and spices. Sustainability is central to these businesses, and with growing consumer demand for sustainable and traceable solutions in the end-use categories that we serve, the need for sustainability is now even greater.

During the year, our employees created **ofi**'s new Purpose, which reinforces and reiterates that sustainability is at the core of our business. The new purpose clearly articulates and empowers our people, customers, suppliers and consumers to 'Be the change for good food and a healthy future'. We have developed a comprehensive sustainability framework which focuses on 'Farmers and Communities', the 'Living World' and 'Naturally Good Food', with very specific visions, goals and measurable targets so that, together with our customers, industry participations, NGOs, governments and civil society, we can aim to deliver measurable impact and 'Make it real' across our portfolio.

We expanded our sustainability reporting framework in 2021 with the launch of three new dedicated product sustainability strategies - Cashew Trail, Hazelnut Trail and Milk Matters. Each programme has specific goals and targets to tackle the biggest challenges in their respective global supply chains. In addition, we achieved our 2020 milestones and published our first impact report for Cocoa Compass, and we also published our interim progress for our Coffee LENS programme.

We continue to drive sustainable impact through collaboration with our customers and other partners including a new collaboration in Indonesia to create a sustainable commercial cocoa farm with Mondelēz International, Inc., and in the Democratic Republic of Congo with the United States Agency for International Development's (USAID's) Gorilla Coffee Alliance with Nespresso among other partners.

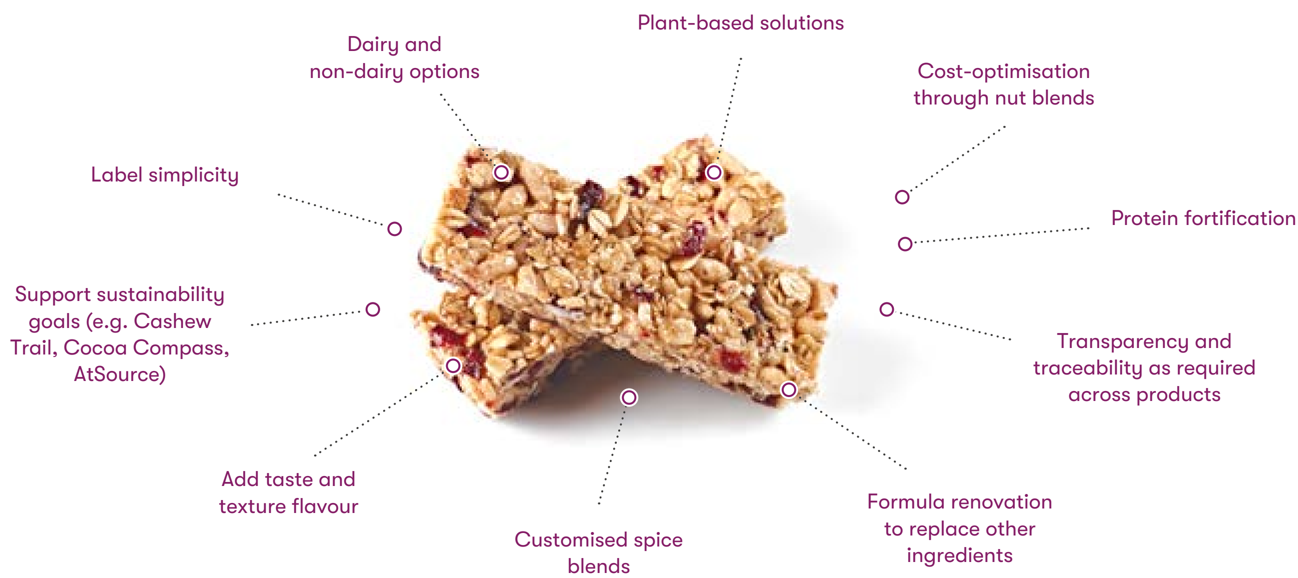
With our unique insights platform AtSource, we support our customers' own sustainability journeys with a comprehensive suite of data and metrics to report on the social and environmental impacts across the entire value chain. The scope of AtSource continues to grow, with the platform now offering over 350 metrics across 32 origins, 36 products and 400,000+ farmers.

Q. What is in store for 2022?

A. We have an exciting growth journey ahead. Our strong performance in 2021 demonstrates the strength of our business model and the rationale for our highly diversified, yet complementary product portfolio with which we can deliver differentiated ingredients and solutions to our diverse and established customer base.

We remain confident about our future growth prospects arising from our compelling new purpose and growth strategy, and our ability to leverage the portfolio to deliver sustainable value creation for all stakeholders. We believe that the proposed IPO and demerger has the potential to generate significant value both for existing Olam Group shareholders and for new long-term investors who join **ofi** in the journey forward.

ofi Innovation – Infinite possibilities in one little bar



Making it real: a taste of ofi

Innovation across our business

Farm level

Confectionery

Collaborating to create a sustainable commercial cocoa farm

In April, **ofi** and Mondelēz International, Inc. announced a new collaboration in Indonesia to create a sustainable cocoa farm in Indonesia. The model builds on Mondelēz International's experience with the company's signature sustainable sourcing programme, Cocoa Life, and **ofi**'s ambition for sustainable cocoa, Cocoa Compass, to test a scalable approach for the future of commercial cocoa farming.

From sensors in fields to irrigation systems, the project will use advanced climate smart and plant science technology – rarely used to grow cocoa at this scale – as innovations included in this 2,000-hectare cocoa farm on Seram Island. The model tests a modernised and professional blueprint for best practice cocoa farming, optimal land usage and farming community planning which will be explored as a potential model for replication across the region.

Demand for cocoa is growing across Asia and Indonesia is a key cocoa-producing country, but farmers have struggled with rising temperatures, low yields, and crop disease. Combining expertise in cocoa growing research and development, sustainable cocoa farm management, and good agricultural practices, Mondelēz International and **ofi** will aim to tackle these problems by improving the livelihoods of partner cocoa farmers, empowering communities, and restoring the environmental productivity of a previously deforested landscape.

The partnership aims to deliver:

- 700 jobs for local people (almost 50% for women).
- 2,000 ha of previously deforested brown field land will be planted with cocoa, shade trees, forest and fruit trees to promote biodiversity and carbon capture. More than 1,000 ha have already been planted across the total plantation area of 3,380 ha.
- An area of 47 ha protected as High Conservation Value forest.
- A seedling nursery which can grow up to 1 million high-yielding cocoa seedlings each year.
- Access to healthcare and education for all employees and their families, as well as housing, electricity, water, and day care for the 200 families who live on site.

Primary processing

Beverages

Elevating coffee's sensory attributes and quality

Coffee's taste and aroma remain the highest drivers of cup quality. 'Project Capture' uses processing methods as a driver to elevate commercial coffees to specialty grade.

- We used different processing methods during the transformation of our coffee cherries into green beans to develop quality and sensory attributes. 'Project Capture' combined various processing methods, time periods and temperatures, and introduced specific starter cultures. Through multiple field experiments, we were able to develop combinations which led to bold differentiation.
- The average 'cupping' score of Huatusco region Arabica coffee was boosted by three points, with the highest score achieved being an impressive 86, versus typical scores of 81 or 82 for coffees of the same variety processed through the traditional wet method. These higher scores elevate these coffees from commercial to specialty grade.
- Collaboration between smallholder farmers, **ofi**'s innovation team, Coffee Quality Institute-qualified cuppers and third-party independent analytical data were vital to the project's success, ensuring that this innovative process could be replicated on a larger scale across different coffee origins. By applying a specific combination of processing variables on a larger scale, coffee premiums can be increased from 10-15% to 25-30%, creating greater value for smallholder farmers, producers, and coffee companies.
- Since the launch of 'Project Capture' in 2021, **ofi** has been undertaking several large-scale trial runs with major beverage customers.

Ingredient innovation

Culinary/Snacking

Creating authentic spice blends for regional cuisine

At a time when 50% of USA consumers are looking to try new, exciting flavours, in October **ofi** launched 17 ready-to-use dry blends inspired by some of America's most popular cuisines – modern Mexico, the Caribbean and the USA Southwest.

- The blends give manufacturers, foodservice companies, and retailers a simple, clean-label solution for creating consistent and authentic flavours all year round in dishes such as grilled meat, fish and vegetables, traditional stews, sauces, and snacks.
- Given the **ofi** spices sourcing network, blends are authentic to dishes with individual ingredients grown in their true provenance, including chillies from the Hatch Valley in New Mexico, and cinnamon powder from the Yen Bai province of Vietnam.
- Co-creation opportunities with the **ofi** portfolio include cocoa and coffee for the Chocomole and Cuppa Ancho Rancho blends respectively.

Product application

Beverages/Culinary

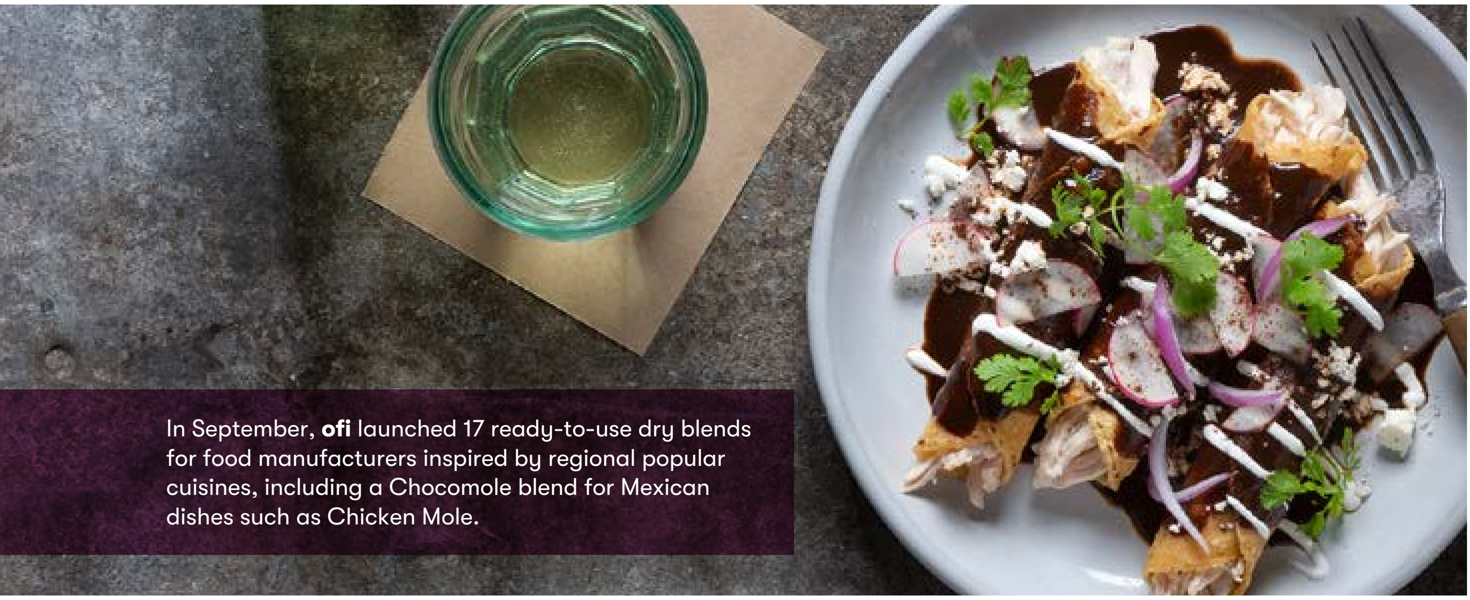
Combining the whole portfolio for cloud kitchen frappés

With the advance of 'cloud kitchens' – commercial facilities purpose-built to produce food specifically for delivery – the **ofi** End User Marketing team identified new beverage opportunities for a cloud kitchen operator based in Southeast Asia.

Armed with research from conducting an on-site study of the customer's cloud kitchen and trend insights from a data-driven AI platform, **ofi** supported the customer with the launch of a new beverage menu featuring flavoursome frappé premix drinks that can be quickly produced in a cloud kitchen.

Collaboration between **ofi**'s food service and innovation teams, as well as the dairy, cocoa, coffee, nuts and spices platforms, was integral to the development of the flavoured frappé blends.

This project has created further opportunities for **ofi** to extend its relationship with the cloud kitchen customer.



In September, **ofi** launched 17 ready-to-use dry blends for food manufacturers inspired by regional popular cuisines, including a Chocomole blend for Mexican dishes such as Chicken Mole.

Being the change for good food and a healthy future

Delivering our growth agenda

"**ofi** has delivered strong growth in 2021 as we continue our journey to focus on the higher value-added areas within our complementary product portfolio. This performance has reaffirmed the strength of our differentiated business model that has proven itself to be robust and repeatable following our recovery from the COVID-19 impacts of 2020. Alongside a very disciplined approach to strategic investments, we will continue to leverage our significant scale from Global Sourcing and Ingredients & Solutions activities to execute on our future growth agenda."

Rishi Kalra
CFO, **ofi**

Q. What have been the key drivers of financial performance in 2021?

A. Sales volume growth of 13.3% in 2021 contributed to an 18.8% increase in revenue which grew to S$14.6 billion, and this growth was driven by the Ingredients & Solutions segment. EBIT grew strongly at 16.8% to S$875.3 million, demonstrating the robust recovery from the impact that COVID-19 had on some of **ofi**'s businesses in 2020, with growth coming from both the Global Sourcing and Ingredients & Solutions segments.

Invested capital increased by 20.1% or S$1.9 billion reflecting the significant strategic investments made in the Ingredients & Solutions segment during the year, and in particular the acquisition of Olde Thompson. Higher input prices for some raw materials also led to increased working capital.

Even with substantially higher invested capital, EBIT over invested capital (EBIT/IC) for the year increased from 8.2% in 2020 to 8.5% in 2021 driven by the strong growth in EBIT.

Q. Talk me through your segment performance in 2021

A. ofi operates two valuable and inextricably linked segments, Global Sourcing and Ingredients & Solutions (Global Sourcing was previously named Ingredient Sourcing & Supply chain, Ingredients & Solutions was previously named Value-added Ingredients & Solutions). Whilst we report on performance for each segment separately, they are two strong pillars of one integrated and valuable business.

Global Sourcing

Global Sourcing reported a 0.8% increase in sales volume in 2021 with an increase in dairy production and strong demand for some nut products being offset by reduced cocoa volumes. Revenues grew 2.1%, slightly higher than volume growth, due to higher prices for some products like coffee and dairy. The segment reported strong EBIT growth of 23.7% to S$454.7 million, reflecting a bounce-back from the impact of COVID-19 in the prior year, particularly in the coffee, cocoa, dairy and nuts platforms. The nuts upstream (almonds) business on the other hand performed below plan due to lower selling prices.

Invested capital decreased by 7.2% or S$395.7 million during 2021 driven principally by improvements in operational cycle times which were partly offset by increased input prices for some products. EBIT/IC for the year increased from 6.7% in 2020 to 8.6% in 2021 driven by a combination of strong growth in EBIT as well as a lower invested capital base.

Ingredients & Solutions

The Ingredients & Solutions segment reported a strong 26.9% growth in both volumes and revenues in 2021, driven by capacity expansion, product extensions and acquisitions. EBIT increased by 10.1% to S$420.6 million in 2021. The segment saw improved performance from the cocoa, coffee, dairy and nuts ingredients and solutions platforms. The margins in the spices business especially in the USA were impacted by lower farming and manufacturing yields, increasing costs and supply chain disruptions, which were partially offset by contribution from the new acquisitions.

Invested capital increased significantly by 59.4% or S$2.3 billion on higher fixed and working capital. Fixed capital grew with the acquisitions in the USA, as well as organic growth initiatives, such as the greenfield projects in soluble coffee and dairy processing in Brazil and New Zealand respectively, and capacity expansion in cocoa processing and co-manufacturing facilities in Côte d'Ivoire and Vietnam respectively. Working capital also grew on acquisitions as well as increased inventory carrying value, mainly due to higher input prices. Despite EBIT growth, EBIT/IC for the year reduced from 10.6% in 2020 to 8.5% in 2021, principally reflecting the substantial organic and inorganic growth investments made during the year, for which the related earnings have either yet to commence or were only recognised for part of the year.

Q. You made a number of acquisitions in 2021 - will this be part of your future strategy too?

A. **ofi**'s growth strategy does not rely only on acquisitions. Wherever strategic growth opportunities are identified, we will explore opportunities to build or buy, and will make sure that any investments are made in a disciplined manner to enhance earnings growth and returns. Strategic investments will therefore be made on both an organic and an inorganic basis.

On 17 May 2021, **ofi** completed the acquisition of Olde Thompson, a leading USA private label spices and seasonings manufacturer, for an enterprise value of US$950 million. This acquisition reinforced **ofi**'s growth strategy, enabling it to expand its offering of private label solutions as well as its spices offering, which is one of the most attractive and growing categories, especially in the USA. This acquisition was considered transformative for the spices product platform, which is an attractive and growing part of **ofi**'s overall portfolio, and strategically important for the Ingredients & Solutions segment and its capabilities in the private label channel.

The acquisition contributed to the increase in revenue in 2021. The impact will continue into 2022, when Olde Thompson will be consolidated for the full year, and begins to start extracting planned synergies. The Group is targeting full-year EBITDA synergies ranging from US$25 million to US$30 million in the medium-term.

Integration of the Olde Thompson acquisition continues to proceed well, and the business has been able to identify additional synergies from the transaction. However, in 2021, labour cost inflation and supply chain disruptions in the USA had an adverse impact on margins, which are expected to return to normal levels in 2022. We also expanded our spices products range with the acquisition of the green chilli pepper business from Mizkan and the dried onion ingredients business in the USA.

On an organic basis, we have continued to invest in new manufacturing and processing facilities to support our future growth in higher value areas in our business. New facilities in Brazil and New Zealand are expected to commence operations in 2023 and contribute to growth in the Ingredients & Solutions segment.

Q. What are your priorities for 2022?

A. We are excited by the opportunities ahead and are well positioned with a robust and resilient business model to navigate the ongoing market uncertainties. Our focus will continue to be on driving growth in the higher value-added areas within our Ingredients & Solutions portfolio, on product extensions, category solutions and channel expansion. In addition, we will serve our customers' growing needs for value-added ingredients by selling more, cross-selling and upselling both within and across our product platforms.

For recently completed acquisitions we expect to realise the annualised impact of earnings and to build momentum and deliver synergies as we continue to integrate the businesses into **ofi**.

We hope to successfully transition **ofi** into the public markets with the planned IPO and demerger, and, with the support of new long-term investors, to continue and execute on our future growth journey.

The ofi investment proposition

A leading on-trend ingredients portfolio:

Serving large, attractive and growing end-use categories

Delivering global, innovative and integrated solutions

Offering end-to-end traceability and sustainability impact

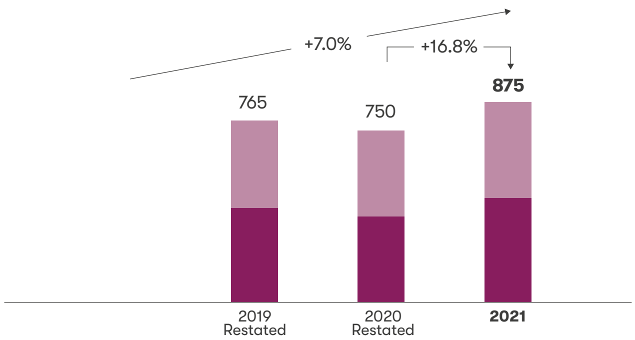
By being a trusted partner to a diversified customer base

Delivered by an experienced, global, and inspired talent pool

With a proven and repeatable growth model

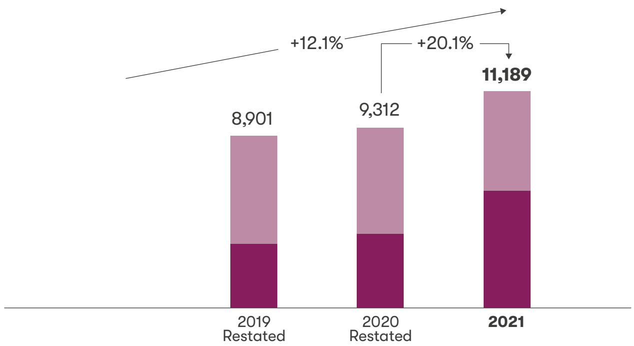
Highlights in 2021

EBIT
(S$million)



	2019 Restated	2020 Restated	2021
Global Sourcing	50%	49%	**52%**
Ingredients & Solutions	50%	51%	**48%**
EBIT Margin	6.5%	6.1%	**6.0%**

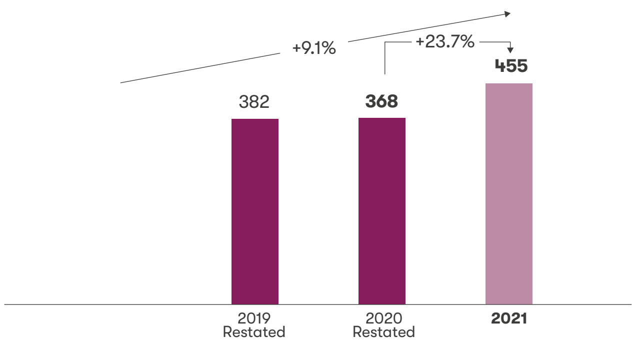
Invested Capital
(S$million)



	2019 Restated	2020 Restated	2021
Global Sourcing	62%	59%	**46%**
Ingredients & Solutions	38%	41%	**54%**
EBIT/IC	8.8%	8.2%	**8.5%**

Global Sourcing

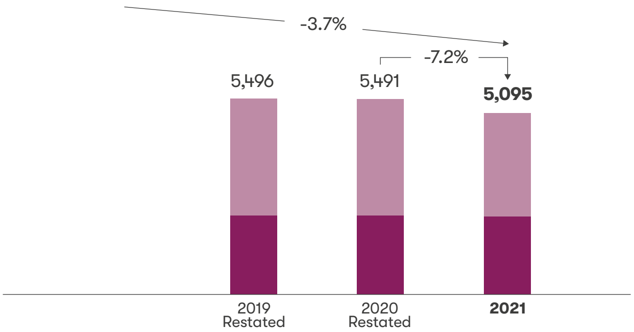
EBIT
(S$million)



	2019 Restated	2020 Restated	2021
EBIT Margin	4.1%	3.7%	**4.5%**

Global Sourcing

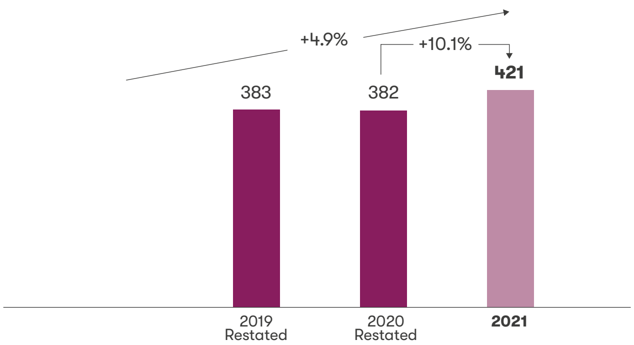
Invested Capital
(S$million)



	2019 Restated	2020 Restated	**2021**
Working capital	3,278	3,279	**2,907**
Fixed capital	2,218	2,212	**2,188**
EBIT/IC	7.3%	6.7%	**8.6%**

Ingredients & Solutions

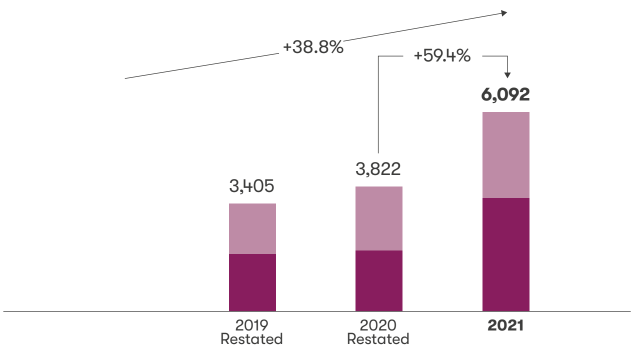
EBIT
(S$million)



	2019 Restated	2020 Restated	**2021**
EBIT Margin	7.9%	7.3%	**6.3%**

Ingredients & Solutions

Invested Capital
(S$million)



	2019 Restated	2020 Restated	**2021**
Working capital	1,662	1,967	**2,633**
Fixed capital	1,743	1,855	**3,459**
EBIT/IC	11.2%	10.6%	**8.5%**

In numbers

11,000+
customers

24,500+
employees

22,500+
secondary workforce

428,000+
farmers receiving sustainability support

113*
manufacturing and processing assets across 34 countries

15
innovation centres

12
R&D chefs

130+
food scientists

* Including recent acquisitions and two greenfield plants under construction.

Helping customers meet increasing demand for traceable and sustainable ingredients

With deep-rooted presence in origin countries, **ofi** can influence how products are made. We are closer to farmers, enabling better quality, and more reliable, traceable supply. We aim to reduce risk and deliver positive impact and value for farmers, customers, and partners by:

Constantly improving data and insights to offer transparency across the supply chain:

2021 highlights include:

- By the end of 2021, over 428,000 farmers receiving sustainability support with 22% women (uplift of 2% and 29% respectively).
- Over 6,300 **ofi** supply chains and approximately one million hectares mapped under AtSource (cumulative total; uplift of 23% and 17% respectively).
- Over 109,000 farmers registered on the Olam Direct app, versus 84,900+ in 2020 (cumulative total; uplift of 29%).
- AtSource Entry Verified[1] and AtSource+ added as new sustainable sourcing schemes to the Global Coffee Platform's programme: Reporting on Sustainable Coffee Purchases[1].

Building collaborative partnerships to deliver sustainability impact at scale:

2021 highlights include:

- The ALDI SOUTH Group announced it is partnering with **ofi** on a four-year project in Honduras, which aims to narrow the living income gap for coffee farmers by improving market access and quality.
- In October, USAID's Gorilla Coffee Alliance was launched with the United States Agency for International Development (USAID); Nespresso; **ofi**; international nonprofits, TechnoServe and the Wildlife Conservation Society; and Congolese social enterprise, Asili. See page 88 for more detail.
- Together with Mondelēz International, Partnerships for Forests, and The Nature Conservancy, **ofi**'s cocoa team announced the scaling up of efforts to halt deforestation and restore degraded land in Pará, Brazil, helping to bring 48,000 hectares of land under sustainable management by 2023. The project is an expansion of a successful first phase which won Nature-Based Project of the Year at the Business Green Leaders Awards 2021.

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

2021 highlights include:

- Consulted with product teams and sustainability leads on customer and other stakeholder priorities for new sustainability framework and 2030 targets; framework launched in 2022.
- First full-year impact report for the Cocoa Compass sustainability strategy, with all 2020 milestones achieved: 100% deforestation monitoring across the direct global supply chain, covering almost 12,000 suppliers; 100% traceability across the direct global supply chain, and child labour monitoring established across all managed sustainability programmes, covering 183,000 households in nine countries.
- Interim report of Coffee LENS published in November highlighting lessons learned. Progress against targets up to the end of 2021 includes:
  - ~105,000 farmers getting more value from their crop thanks to training, other field interventions and certification premiums. Nearly 67,000 farmers have been trained on agricultural or business skills.
  - Approximately two million non-coffee trees planted since 2020 to help restore degraded land and help farmers diversify their incomes. The full impact report will be published in 2022.
- Launch of Milk Matters – the first goals for the Rusmolco dairy business in Russia, including carbon net zero dairy by 2050.
- The first publicly stated goals for the nuts portfolio with the launch of Cashew Trail in June and Hazelnut Trail in December, addressing farmer poverty, human rights, water scarcity and climate change. Almond Trail will launch in 2022.
- A similar sustainability report for Spices will be launched in 2022.

+ For more information on **ofi**'s sustainability performance, refer to the Capitals and Material Areas section of this report (pages 66 to 109).

1. Especially created for **ofi**'s coffee customers in line with industry sustainability standards

AtSource sustainability insights platform, delivering a differentiated customer proposition

AtSource offers different levels of data through the insights platform, and with different requirements in terms of sustainability management system:

AtSource ∞

Bespoke programmes for transformational net positive impact

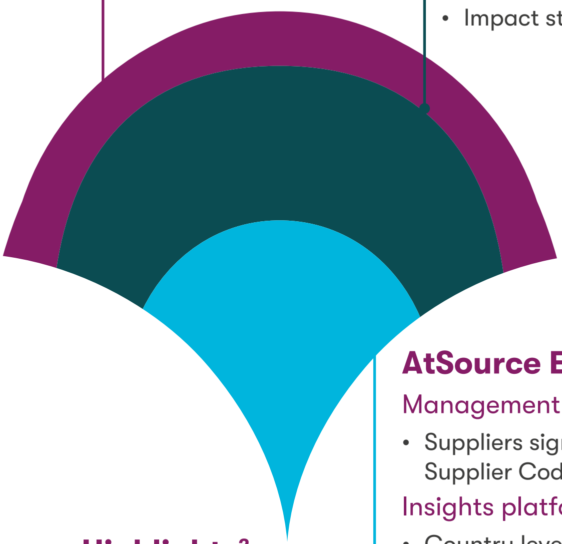
AtSource +

Management System:

- Social and environmental requirements
- Traceability system

Insights Platform:

- Metrics
- Environmental Footprinting
- Impact stories



AtSource Entry

Management system:

- Suppliers sign Supplier Code

Insights platform:

- Country level environmental footprinting
- Country level third-party risk screening

Highlights[2]

36 products
on the platform
(vs. 11 in 2019)

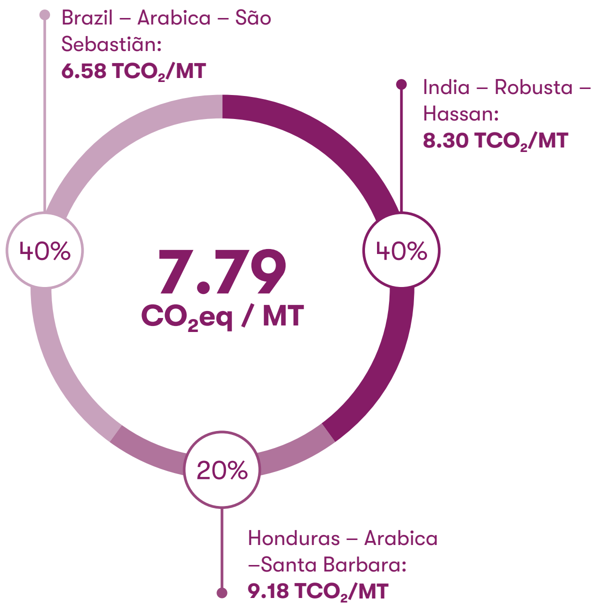
32 origins
(vs. 21 in 2019)

400,000+ farmers
(vs. 120,000+ in 2019)

>350 metrics
(vs.150 in 2019)

Enabling customers to understand and act on their carbon footprint

In this example we can help a coffee roaster calculate the overall GHG emissions for specific blends of coffee. The blend is made of Brazil Natural Arabica, Honduras washed Arabica and Indian Robusta. With the footprinting calculator, the customer can see the carbon emissions from each of our three AtSource+ supply chains, including agriculture, processing and transport. This data allows the roaster to calculate the overall carbon footprint. It also identifies where we can make the most impact according to the carbon reduction pathways we have developed. In this case, increase farm yields, reduce fertiliser use in the Brazil supply chain, and improve residue management practices in Honduras and India.



2. AtSource+ statistics are for Olam overall

Olam Agri, a market-leader in food, feed and fibre

Olam Agri brings together our food, feed, fibre, agri-industrials and ag services businesses. At the heart of global food and agri-trade flows, it has developed a global origination footprint, processing capabilities and deep market understanding that create value for customers and enable farming communities to prosper sustainably.

Sunny Verghese
Executive Director, Co-Founder & Group CEO

KC Suresh
CEO, Food & Feed

Ashok Hegde
CEO, Fibre, Agri-Industrials & Ag Services

N Muthukumar
CEO, Operations

Q. How is Olam Agri distinct as a global agribusiness?

A. Olam Agri is a global agribusiness with a focus on high-growth emerging markets and proven market-leadership across food, feed, and fibre. Our global origination footprint, processing capabilities and deep market understanding has allowed us to carve a distinct competitive edge that have enabled us to deliver superior growth and returns. Our differentiated asset-light model offers agility and cost efficiency and our unique position as an independent trader allows us to trade with both local players and global majors in origin and destination markets, giving us a strong cost advantage and offering us flexibility to respond to shifting trade flows. Alongside our world-class trading team and best-in-class risk management, we are well placed to respond to changing markets and to meet customers' needs.

Our global sourcing capabilities – through our own growing operations and partnerships with both large- and small-scale producers – allow us to reliably source and deliver high-quality products to customers around the world. Our world-class processing operations and our expertise in supply chain management across food and agricultural value chains – from cotton to rice, and from animal feed to specialty grains and seeds – means we can unlock value for farmers and customers.

Q. How is Olam Agri positioned for the future following the Re-organisation?

A. Olam Agri's demonstrated capacity to deliver consistent and strong results rests on its ability to take advantage of key secular trends underpinning the food and agricultural sector. These trends, together with a differentiated business model, leading sustainability credentials, strong trading and risk management capabilities and operational capabilities in processing and logistics, will drive Olam Agri's continued profitable growth.

We have a clear focus on high-growth emerging markets and Olam Agri is well placed to meet the growing demand for living essentials across high-growth markets and the opportunities shaping global food and agriculture; namely food security, rising protein consumption, emerging market growth, increasing adoption of technology, and the focus on sustainability. Our extensive sourcing networks and deep experience in emerging markets offer unparalleled origination capabilities and the ability to manage operational risks and market disruptions and to respond quickly to changes in market behaviours. This is a highly repeatable model across adjacent products, adjacent value chain steps and new geographies.

Olam Group is exploring various strategic options to maximise the value of Olam Agri and find opportunities for further investment that would allow Olam Agri to profitably grow its business in areas where it has a proven track record. In connection with this, the options being

Highlights

Volume

40.6 m MT

+1.7%

Earnings Before Interest and Tax

S$752.9 m

+51.5%

Sales Revenue

S$31.3 bn

+39.6%

Invested Capital

S$5.2 bn

+24.5%

6,800+
customers

9,100+
employees

9,000+
secondary workforce

30+
countries

50+
Processing faciliities

Olam Agri Structure

Food & Feed

- Grains and oilseeds
- Edible oils
- Rice, specialty grains and seeds
- Integrated feed and protein

Fibre, Agri-Industrials & Ag Services

- Cotton
- Rubber
- Wood products
- Commodity financial services (CFS)

Origination & Merchandising

- Asset-light offering flexibility and delivering cost advantages
- Low overhead costs covered by fee income streams
- Independent traders providing liquidity and risk off-take
- World-class traders with risk management expertise

Processing & Value-Added

- B2B complemented by higher value B2C downstream products
- Unparalleled operational capabilities, efficiency, and scale in Africa
- Proven ability to execute and integrate pioneering projects and acquisitions

Fibre, Agri-Industrials & Ag Services

- Unique integrated ginning model delivering better returns; large grower and State board buying
- Customer relationships with leading textile mills in South and Southeast Asia
- FSC® certified natural forest concessions
- Strong risk management capabilities

explored include the potential introduction of strategic minority partner(s) by way of a secondary sale of shares by Olam Group for a significant minority stake in Olam Agri and/or the potential IPO and demerger of Olam Agri.

These strategic options would unlock significant value for Olam Group's shareholders, grant Olam Agri the potential to tap capital markets to accelerate its growth, bring in strategic partners to catalyse growth and gain access to key markets and raise proceeds for Olam Group to optimise its capital structure by de-gearing and right-sizing its balance sheet.

Q. With its broad business portfolio, where is Olam's Agri's focus for growth?

A. Our strategy for growth is focused on building on our operating capabilities in high-growth emerging markets by leveraging our deep market understanding and our global reach. We are at the heart of global food and agri-trade flows with leading market positions in key production and consumption markets across food, feed and fibre including #1 flour and pasta manufacturer in Africa; #2 largest global rice merchant; #2 global cotton merchant; and #1 integrated animal feed and supplier in Nigeria, alongside proven and fast-growing grain and oilseeds, edible oils, rice, specialty grains and seeds player.

Olam Agri's growth strategy is focused on four pillars:

- maximise returns from recent strategic investments: this includes operational improvements in our wheat milling and pasta manufacturing operation, maintaining leading positions in Nigerian poultry and aqua feed market and improving cotton out-grower yields in our integrated ginning business
- expand our geographic footprint into new, high-growth markets: such as the Middle East, North Africa and Southeast Asia, focusing on growing our animal feed business in emerging markets with increasing protein consumption, as well as exploring new markets for branded rice distribution
- enhance the contribution from the Processing and Value-added businesses: investing in processing capacity and capabilities including wheat milling and pasta, rice milling, sesame hulling and ingredients manufacturing, pulses processing and superfoods

manufacturing, increasing our processing capacity in our rubber business and fully leveraging our sustainable forestry concessions
- explore expansion in adjacent businesses: through complementary capabilities such as oilseed processing, expanding our food and feed trading, increasing our third-party freight volumes, growing our portfolio of our commodity financial services business and risk management solution business.

Q. How did Olam Agri perform in 2021?

A. Olam Agri is a global, market leading food, feed, fibre and agri-industrials agribusiness, focused on high growth emerging markets. Given the nature of our participation and our asset-light model, it delivers significantly higher returns than the industry. There are two broad platforms under which Olam Agri is organised: Food & Feed platform; Fibre, Agri-Industrials & Ag Services platform. Within Food & Feed, there are two subsegments – Origination & Merchandising and Processing & Value-Added.

Olam Agri had strong growth between 2019 and 2021, with EBIT rising from S$383.6 million to S$752.9 million, representing an annual growth rate of 40.1%. We are also trending north in terms of EBIT per tonne – a key measure of our margins for Olam Agri – and growing the capital efficiency parameter EBIT/IC from 13.4% to 15.9% between 2019 and 2021. Invested capital has grown by S$1.0 billion, largely from the Fibre, Agri-Industrials & Ag Services segment.

2020 saw one of our best performances in recent years and we are pleased to see that Olam Agri established yet another record in 2021 as it continued to deliver on a strong growth trajectory across all three segments.

Revenues grew by 39.6% year-on-year to S$31.3 billion on higher prices in food staples and industrial products, particularly in grains, rice, cotton, edible oils and rubber, even as sales volume grew at a moderated pace of 1.7% in 2021. All three segments contributed to the growth in volumes and revenues. Olam Agri recorded a strong EBIT growth rate of 51.5% at S$752.9 million with per tonne margin rising from S$12 in 2020 to S$19 in 2021.

In the Food & Feed platform, grains, integrated feed and proteins had an exceptional year in 2021. The rice business reported an all-round, strong performance across its farming, milling, origination and merchandising, and distribution activities, which continued to benefit from our sourcing capabilities, strong demand, market share gains from the exit of certain market participants and the resulting market consolidation in Africa since the second half of 2020. Edible oils experienced a recovery amid strong market demand growth in key markets.

Fibre, Agri-Industrials & Ag Services platform showed a sharp turnaround from the prior year as it bounced back strongly from the adverse impacts of COVID-19 in 2020, with strong growth in cotton, rubber and wood products.

Leadership positions

Food & Feed

No.1
- Wheat miller in Africa
- Branded rice distributor in select African markets
- Edible oils merchant in South Africa
- Animal feed supplier in Nigeria
- Soybean shipper from Brazil to China

No.2
Rice merchant globally

Fibre, Agri-Industrials & Ag Services

No.1
Integrated cotton ginner in Africa

No.2
Cotton merchant globally

Leading
FSC®[1] certified natural hardwood concession

1. Refer to the certificates on olamgroup.com/content/dam/olamgroup/products-and-services/oil/wood-products/wood-products-pdfs/olam-wood-license-numbers-mar2021.pdf

Innovation to serve smallholder catfish farmers

Nigeria's aquaculture sector has grown by over 20% CAGR in the last four years and our world-class aqua feed plant has nearly doubled the country's feed milling capacity, helped reduce the reliance on imported feed, and made quality affordable feed available to many farmers.

To meet local farmers' needs, we have harnessed our expertise to create an innovative high protein pelleted feed for Nigeria's earthen pond farmers.

Due to budget and a belief that it engenders better weight gain, sinking pelleted feed has remained popular amongst a section of earthen pond farmers despite its variable quality, high wastage, and tendency to pollute. In 2021, when raw material scarcity and high pricing threatened this market segment, our nutrition and engineering teams created a high protein pelleted feed offering maximum feed consumption, low wastage, and negligible water pollution.

Our resulting Alpha pelleted fish feed provides balanced nutrition and high-water stability – four times more than other products – at a price farmers can afford. Using a flour by-product from our Crown Flour Mills pasta line and a special pellet dye, it harnesses the best of innovation and cross-business unit collaboration to benefit farmers. Within three months of launch, sales crossed the 1,000 MT mark and today it has established a strong market share as a fast-growing branded aqua feed.

Invested capital increased by 24.5% or S$1.0 billion in 2021 primarily due to the significant rise in the Fibre, Agri-Industrials & Ag Services segment, which was largely caused by the decade-high cotton prices. Despite higher invested capital, overall EBIT/IC grew from 13.4% in 2020 to 15.9% in 2021 on the strong improvement in earnings.

Food & Feed - Origination & Merchandising

The Food & Feed - Origination & Merchandising segment of Olam Agri posted a revenue growth of 43.8% as a result of higher grains, rice and edible oils prices. Sales volumes were up marginally in 2021. Volume growth is expected to stabilise going forward in existing markets.

EBIT was up by 42.7% at S$266.9 million, raising margin per tonne from S$6 in 2020 to S$8 in 2021. Our grains origination and merchandising volumes in corn and wheat from Brazil and the Black Sea into Asia and Middle East, combined with strong customer relationships, disciplined risk management and good freight management, led to its improved performance in both top line and EBIT compared with the prior year.

The surge in rice exports from India amid the supply squeeze in the key producing countries in Asia in 2020 positioned us well for entering new markets, including North Africa and the Middle East during 2021 where there was a strong pick up in demand. Overall, our margins for rice were up, contributing to the significant improvement in EBIT for the segment.

Edible oils trading also contributed to the growth in EBIT as out-of-home consumption of edible oils largely resumed in Asia and Africa at pre-COVID-19 levels. The Indian ban on refined palm olein imports was also lifted in June 2021, boosting its results.

The increase in invested capital for the segment was a modest 4.7% or S$37.9 million in 2021 due to the recognition of right-of-use assets on freight vessels. The segment ended the year with an EBIT/IC of 32.1% against 34.7% in 2020.

Food & Feed – Processing & Value-added

The Food & Feed - Processing & Value-Added segment recorded a 4.8% increase in sales volume as we gained higher market share for grains, wheat milling and pasta, animal feed and proteins, edible oils processing, rice milling and distribution in 2021. Revenues surged by 30.2% primarily due to higher selling prices and market share growth.

EBIT rose by 9.6% to S$275.1 million in 2021 and margin per tonne increased from S$58 in 2020 to S$61 in 2021. Wheat milling and pasta manufacturing and the animal feed business performed well during the year as capacity utilisation across these operations and margins for poultry and fish feed manufacturing improved. Our branded and premium rice distribution business continued to enjoy all-round performance across markets in Africa, particularly in Ghana, Cameroon and Mozambique where we have built our own distribution networks along with a strong brand franchise. Amid growing local demand, our integrated rice farming and milling in Nigeria also fared better than 2020. Despite the ban on the import of crude palm oil (CPO) into Nigeria, our edible oil processing business was able to source CPO locally for processing and distribution to meet the increase in local consumption.

The good performance was however partly offset by the underperformance of the sesame business. The sesame business has since been restructured to focus on trading from selected origins and value-added processing in Nigeria.

Invested capital increased by 11.6% or S$214.9 million in 2021 as we expanded our rice inventory in Africa to ensure we could meet anticipated demand in the face of COVID-19 and supply chain disruptions. We also procured additional paddy at competitive prices to ensure certainty of feedstock availability for our expanded milling capacity in 2022. Overall, returns for the segment improved as EBIT/IC grew from 13.3% in 2020 to 14.0% in 2021.

Fibre, Agri-Industrials & Ag Services

Sales volume in the Fibre, Agri-Industrials & Ag Services platform grew by 10.7% in 2021 on higher cotton volumes while revenues went up by 30.9% on both volume growth and higher prices across most products.

EBIT more than trebled during the year to reach S$210.9 million. Strong recovery in cotton demand and the significant improvement in capacity utilisation of textile mills in the major textile producing centres, such as China, the Indian sub-continent, Vietnam and Indonesia, supported the recovery and growth of our cotton business. Australia's cotton production, which was affected by the drought in 2020, also normalised during the year, leading to higher ginning income compared with 2020. Its results were further enhanced by the integrated ginning operations with a strong full year contribution from Nouvelle Société Cotonnère du Togo (NSCT) in 2021.

The rubber processing business in Côte d'Ivoire benefited from improved volumes and margins as prices rebounded during the year. Our sustainable forestry concessions and saw milling operations in the Republic of Congo fared better than the year before as the demand for sustainable forestry products in developed markets improved with higher government spending for the construction sector, particularly in Europe. Commodity Financial Services had a steady performance in 2021.

As a result of the above, EBIT per tonne jumped from S$29 in 2020 to S$95 in 2021. Invested capital was significantly higher, rising by 50.6% or S$778.6 million during 2021. This was mainly due to working capital rising as a result of the decade-high cotton prices in Q4 2021 as well as the prepayment for cotton purchases to secure the contracts. Despite the increase in invested capital, EBIT/IC recovered strongly from a low of 4.6% in 2020 to deliver 10.9% in 2021.

Strengthening our responsible forestry capacity

Our wood products business has opened its third timber processing unit, a huge step forward in modernising our capabilities in the Republic of Congo. The new processing unit at our subsidiary Congolaise Industrielle des Bois (CIB) is one of the most advanced manufacturing operations in West Africa. It will process 2,500 m^3 of finished products per month, increasing our capacity to meet rising demand for sustainably certified wood products. Additionally, we have invested to upgrade and expand our storage, air drying, and workshops as well as constructing 75 houses for employees with a further 50 to be built in the coming years.

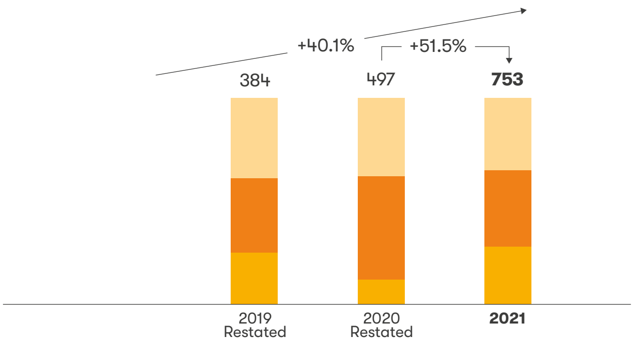
Sustainability is fundamental to our business, and CIB has maintained its FSC®[1] certification across all its natural forest concessions – in Pokola, Loundoungou, Enyelle and Kabo – a demonstrable commitment to responsible and sustainable forestry.

In 2021, CIB renewed its partnership agreement with the Ministry of Forest Economy (MEF) and the Wildlife Conservation Society (WCS) to protect the wildlife around the Nouabalé-Ndoki National Park in northern Congo. The National Park is a UNESCO World Heritage site, recognised for the importance of its animal and plant biodiversity. Since first signing in 1999, this agreement has created a crucial buffer zone, utilising ecoguards, biomonitoring, and community collaboration to protect the park's wildlife population – including critically endangered forest elephants, chimpanzees, and western lowland gorillas – and local biodiversity.

1. Refer to the certificates on olamgroup.com/content/dam/olamgroup/products-and-services/oil/wood-products/wood-products-pdfs/olam-wood-license-numbers-mar2021.pdf

Highlights in 2021

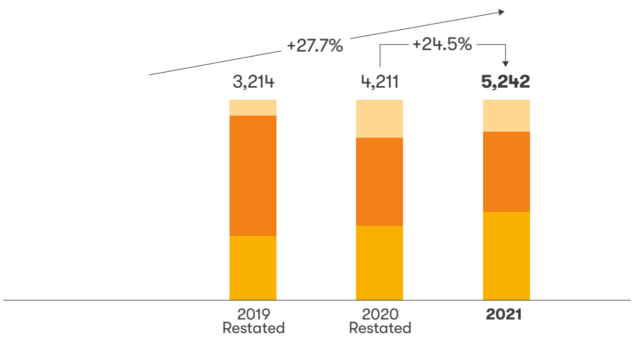
EBIT
(S$million)



	2019 Restated	2020 Restated	2021
Food & Feed – Origination & Merchandising	39%	38%	**35%**
Food & Feed – Processing & Value-Added	36%	50%	**37%**
Fibre, Agri-Industrials & Ag Services	25%	12%	**28%**
EBIT/MT (S$)	11	12	**19**

+48.9%

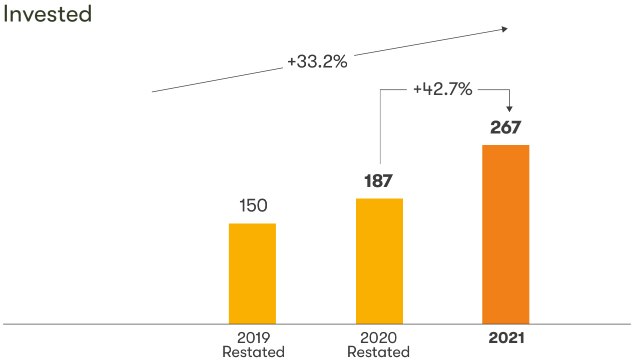
Invested Capital
(S$million)



	2019 Restated	2020 Restated	2021
Food & Feed – Origination & Merchandising	8%	19%	**16%**
Food & Feed – Processing & Value-Added	60%	44%	**40%**
Fibre, Agri-Industrials & Ag Services	32%	37%	**44%**
EBIT/IC	13.2%	13.4%	**15.9%**

Food & Feed – Origination & Merchandising

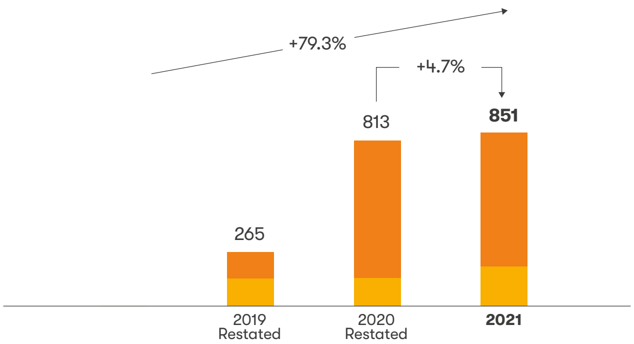
EBIT
(S$million)
Invested



	2019 Restated	2020 Restated	2021
EBIT/MT (S$)	5	6	**8**

+41.6%

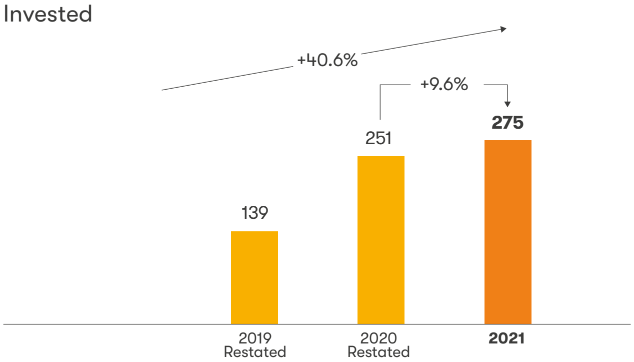
Invested Capital
(S$million)



	2019 Restated	2020 Restated	2021
Working capital	131	677	**657**
Fixed capital	134	136	**194**
EBIT/IC	42.1%	34.7%	**32.1%**

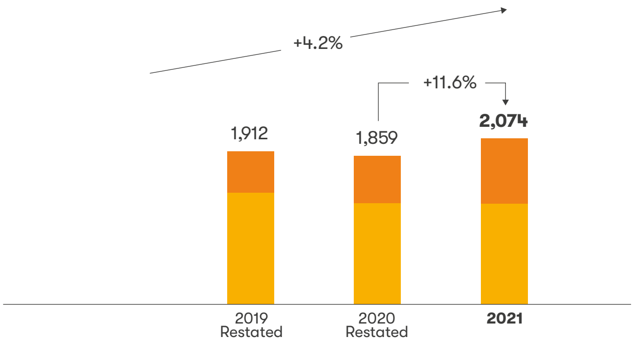
Food & Feed – Processing & Value-Added

EBIT
(S$million)
Invested



	2019 Restated	2020 Restated	2021
EBIT/MT (S$)	42	58	**61**
		+4.6%	

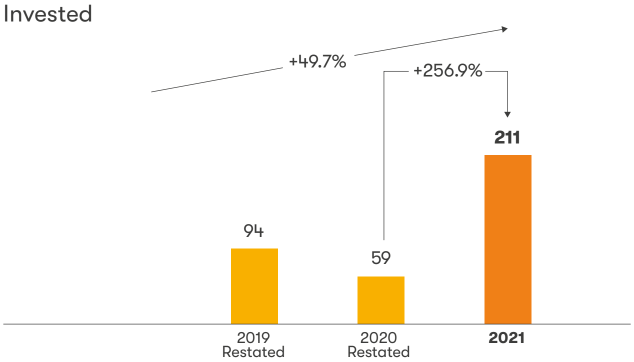
Invested Capital
(S$million)



	2019 Restated	2020 Restated	2021
Working capital	514	591	**816**
Fixed capital	1,398	1,268	**1,258**
EBIT/IC	8.6%	13.3%	**14.0%**

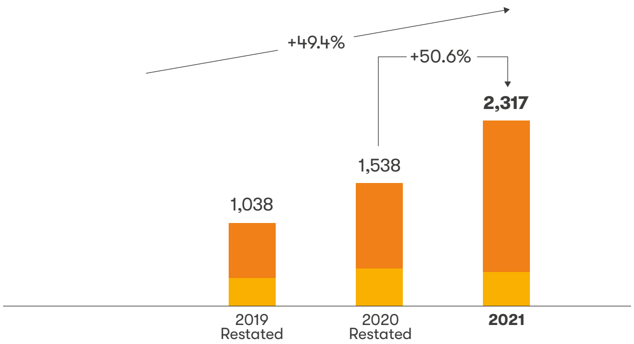
Fibre, Agri-Industrials & Ag Services

EBIT
(S$million)
Invested



	2019 Restated	2020 Restated	2021
EBIT/MT (S$)	47	29	**95**
		+222.3%	

Invested Capital
(S$million)



	2019 Restated	2020 Restated	2021
Working capital	689	1,073	**1,894**
Fixed capital	349	465	**423**
EBIT/IC	10.2%	4.6%	**10.9%**

Improving the lives of rice farmers in Thailand

Over 90% of rice in the world is consumed and produced in Asia. In Thailand (the third largest exporter of rice) 3.7 million farmers depend on rice cultivation to live. Despite its importance, most of these farmers live below the poverty line.

Since 2016, we have been actively involved in the Better Rice Initiative Asia to help farmers to improve their livelihoods. Training is provided by the Thai Rice Department, GIZ, and Olam and focuses on trusted quality standards and sustainable farming practices that include Good Agricultural Practices (GAP), Integrated Pest Management (IPM), and Sustainable Rice Platform (SRP). In addition, the project brings farmers together into cooperatives to give them more leverage to access services, share knowledge, and undertake joint marketing activities. The project also helps to reduce water use and lower carbon emissions.

Starting with 77 farmers in 2016, the project has helped more than 18,000 Thai rice smallholder farmers. They have lowered their production costs by 15% to 25% thanks to improved labour productivity, management of water, soil and nutrients, and more effective pest management. On average, these farmers have increased their income by 10% while reducing GHG emissions by 40%.

The project has given us renewed confidence in working closely with farming communities and governments to help them improve their cultivation practices so that they can live better lives. As Khampha Bunchansee, a Thai rice farmer who was interviewed about her experience in the trial phase said, "It was very easy to learn. I will use the extra money to invest in a tractor. If I can do it, anyone can. Everyone can come and learn."

Q. Where do you see opportunities with the Food & Feed platform?

A. In the Origination & Merchandising segment, we continue to strengthen our core capabilities. We are identifying fast-growing production origins to source directly from local exporters and using our asset-light model to leverage third-parties' storage and elevation capacity, as well as focusing on fast-growing trade corridors where we have competitive edge in origination and procurement, freight management and risk management. We have strengthened and expanded our ocean freight business, which has delivered an increase in volumes of almost 50% for our internal and third-party business combined over the past year. Our asset-light strategy allows us to be nimble, agile, cost efficient and responsive to market volatilities and supply disruptions when meeting market demands, without compromising on our ability to deliver on our commitments to our customers.

In the Processing & Value-Added segment, we are focused on food staples and products in Africa, Middle East, and Asia, where consumption is fast shifting from caloric to protein-based diets as urbanisation continues and disposable incomes increase. We are looking to drive more vertical integration in our branded rice business, expand our animal feed milling capabilities, strengthen wheat milling and pasta production and expand our product portfolio. In December 2021, we acquired a 10% stake with operational responsibility for a flour milling company privatised by the National Centre for Privatization and the Saudi Grains Organization. We are established as the leading miller in Africa and this acquisition supports our strategy to expand our wheat milling footprint in key markets across Africa and the Middle East.

Q. How are you positioned within the Fibre, Agri-industrials & Ag services platform?

A. The Fibre, Agri-Industrials & Ag Services platform, especially our cotton business, faced the worst impacts of COVID-19 in 2020 but there has been a sharp turnaround as most of the economies globally have begun their recovery, and we can look optimistically at the opportunities for growth.

We participate in selected upstream farming operations in Brazil, Australia and Africa, where we practice and promote sustainable agriculture to make a positive impact on production yields and smallholder livelihoods, thereby benefiting the farming, forestry and supplier communities.

We are firmly placed as one of the leading global cotton merchants and ginners and we believe there are opportunities to expand our integrated ginning model, which we are successfully implementing in Côte d'Ivoire, Togo and Chad, to new markets across Africa. Since we entered into partnership with the government in Chad in 2018, the cotton sector there has undergone a substantial revival with over 250,000 farmers planting cotton on 250,000 hectares. We believe there are significant opportunities for growth in other African markets that can deliver benefits to farming communities, as well as support agricultural and economic development.

In Australia, our Queensland Cotton business celebrated its 100-year anniversary in 2021 and we are sharing the learnings of our industry-leading cotton operations to provide custom product offerings, advice, and support to cotton farming communities in growing markets in Africa.

Rubber demand has been growing in 2021 and our operations in Côte d'Ivoire have been able to capitalise on greater demand from customers and secure larger contracts. With a stronger outlook, we are investing to double our factory capacity by 2023, as well as implementing 'Ocean insights' to provide greater supply chain visibility to customers. Similarly, we are seeing increasing demand in our wood products business, and we have increased capacity with the opening of our third manufacturing unit. One of the most modern processing units in West Africa, it will produce around 2,500 m^3 of Forest Stewardship Council (FSC®) certified finished products per month, to meet the growing demand for sustainable, certified wood products.

Our risk management services continue to strengthen with the introduction of new product solutions and expansion to establish a direct presence in China and the Central American and Andean (CA&A) regions. We have built the capability to provide hedging solutions referenced to onshore Chinese exchanges and are working on obtaining an OTC license to be able to provide our services directly to mainland clients in China.

A sustainable supplier of choice for quinoa and chia

Our specialty grains and seed business has invested to expand our capabilities and capacity to meet the growing demand for quinoa and chia seeds.

We have installed a crop dryer and automated retail packaging with an annual capacity of 5,000 MT at our BRC AA certified facility in Peru, where we supply customers with both bulk and retail packs. The packaging machine enhances our commitment to food safety as it requires no manual intervention, which is enabling us to serve more private label retail customers.

Over the last year, we added 18 new customers and are now supplying private label products to retailers, brands and packaging companies across North America, Latin America and Europe. Our high food quality and safety, along with our transparent, traceable and sustainable product, differentiates our business. We work closely with our growing communities to make a positive impact, with 2,080+ quinoa and chia farmers AtSource+ certified, and our organic supply chain totalling over 2,100 farmers.

We are honoured that our business has been selected as a flagship project by the Food Action Alliance for our work with local nutritionists, female farmers and farming communities. With support from USAID, we are training smallholder quinoa farmers to build their sustainable organic capacity, enabling them to achieve better yield and organic and AtSource+ certification.

Remaining Businesses of Olam Group

"We believe each of these three entities under the Remaining Businesses of Olam Group, namely Olam Ventures, Olam Technology and Business Services (OTBS) and Olam Global Holdco (OGH), all have strong potential to grow and create significant value on a sustained basis."

Sunny Verghese
Executive Director, Co-Founder & Group CEO

Q. Which businesses are included in the Remaining Olam Group and what are their intended future?

A. The businesses are:

- **Olam Ventures** – an independent incubator for our Engine 2 businesses and start-up growth initiatives focusing on our leading edge digital and sustainability capabilities. Currently, this includes Jiva (farmer services platform), Adva (sustainable lifestyle platform), Terrascope (smart carbon management – previously GreenPass), Re~ (purpose brand business in food), and a co-created food and agri-industry digital sustainability platform, built on our proprietary AtSource solution.
- **Olam Technology and Business Services (OTBS)** – delivers digital and technology services to each operating group and will utilise its capabilities to offer services to third-parties in the future.
- **Olam Global Holdco (OGH)** - holds and develops our gestating assets with a view to partially and/or fully monetise these assets over time and oversee the responsible divestment of our de-prioritised businesses and assets.

We are exploring strategic options for maximising the value of the Remaining Businesses of Olam Group.

Q. As part of the Re-organisation, why have these separate entities been established within Olam Group?

A. In the initial iteration of the Re-organisation Plan, we had envisaged an equity carve-out of the two new operating entities, **ofi** and Olam Agri with the majority being held by Olam Group and not a full spin-off and demerger as independent stand-alone entities. However, after evaluating the potential of the holding company discount in an equity carve-out structure, we changed our plan to a full spin-off of the new entities via an IPO and concurrent demerger. As a result, **ofi** and Olam Agri are on a path to being listed and demerged sequentially over a period of time.

We believe all of these entities have strong potential to grow and create significant value on a sustained basis.

Q. How did the Remaining Businesses of Olam Group perform in 2021?

A. The results of the Remaining Businesses of Olam Group are reported across three segments De-prioritised/Exiting Assets, Gestating Businesses (which include OTBS) and Incubating Businesses (Olam Ventures).

We continued to see top line decline as sales volumes fell by 18.1% in 2021 post the divestments and closures of de-prioritised assets, including the shutdown of Olam Tomato Processors (OTP) and the restructuring of NZ Farming Systems Uruguay (NZFSU) in 2021, the exit from sugar refining in Indonesia and the disposal of one of our two sugar mills in India in 2020. However, revenues were down just slightly, helped by higher prices during 2021. It ended the year with EBIT losses of S$205.6 million (2020: -S$177.0 million) as it continued to invest in developing Gestating Assets to maturity and incubating the new Engine 2 initiatives.

Invested capital decreased by 18.0% or S$564.7 million primarily on divestments, closures and the related restructuring.

De-prioritised/Exiting Assets

The reduction in losses for the De-prioritised/Exiting Assets from S$34.7 million in 2020 to S$26.5 million in 2021 was primarily due to lower operating losses from NZFSU and the wood products business in South East Asia, and higher profits from edible oil processing in Mozambique.

Approximately S$359.3 million in invested capital was released during 2021. By end of 2021, we have fully exited most of the de-prioritised businesses and are expected to complete the divestment of the remaining seven assets by end of 2024.

Gestating Businesses

Gestating Assets reported higher losses at S$102.1 million (2020: -S$86.5 million) due to the rising period costs incurred by Olam Palm Gabon (OPG) as its plantations reached maturity levels, although some of these costs were offset by packaged foods business' better performance. Packaged foods reported higher volumes, revenues and margins. Most of its product categories improved their market shares across both Nigeria and Ghana.

Highlights

9,000+
employees

7,500+
secondary workforce

2,560+
customers

6
engine 2 initatives

Largest
fully RSPO-certified palm plantation in Africa

The ARISE infrastructure and logistics businesses, however, continued to be affected by the COVID-19 restrictions and the associated economic impact on the region's ports, logistics and industrial sectors. The ARISE group's airport, general cargo and mineral cargo operations had therefore been operating below capacity since the onset of the pandemic, resulting in an overall weaker performance by the segment. By mid-2022, we expect to complete our exit from the ARISE IIP and ARISE IS with our remaining stake in ARISE P&L targeted to be fully divested in 2022.

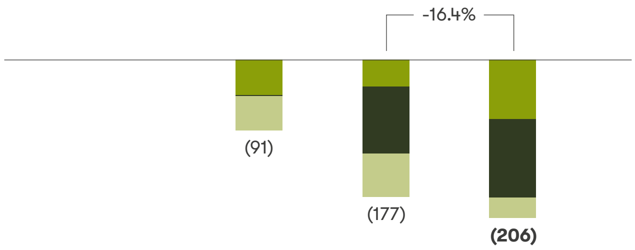
Invested capital in Gestating Businesses came down by 9.9% or S$219.0 million mainly on depreciation and currency translation impact.

Incubating Businesses

We continued to invest and make good progress in incubating the six Engine 2 growth initiatives through Olam Ventures, including a digital farmer services platform Jiva, a B2C sustainability lifestyle platform Adva, a B2B smart carbon management platform Terrascope (previously and provisionally GreenPass), a carbon trading and sustainable landscapes investment platform, the Re~, B2C purpose brands business, and a food and agri-sector digital and sustainability platform, built on our proprietary AtSource solution.

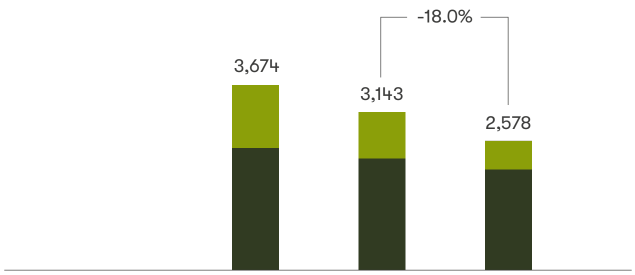
Highlights in 2021

EBIT
(S$million)



	2019 Restated	2020 Restated	**2021**
De-prioritised/Exiting Assets	(46)	(35)	**(27)**
Gestating Businesses	(1)	(87)	**(102)**
Incubating Businesses (including corporate adjustments)	(45)	(56)	**(77)**

Invested Capital
(S$million)



	2019 Restated	2020 Restated	**2021**
De-prioritised/Exiting Assets	1,251	923	**564**
Gestating Businesses	2,423	2,219	**2,000**
Incubating Businesses (including corporate adjustments)	0	0.5	**14.2**
EBIT/IC	(2.4%)	(5.2%)	**(7.2%)**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1. Foto Petani
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Olam Ventures, an independent incubator for start-up initiatives

Olam Ventures brings together our Engine 2 businesses, and acts as an independent incubator for start-up growth initiatives focusing on twin engines of digital and sustainability.

Suresh Sundararajan
CEO, Olam Ventures, &
Olam Technology Business Services

Ramanarayanan Mahadevan
CEO, Jiva

Siddharth Satpute
Senior Vice President, Digital & New Ventures

Rahul Verghese
President, Purpose Brands

Q. What is Olam Ventures focused on?

A. Olam Ventures is focused on identifying, nurturing and growing exciting, next-generation growth opportunities – or what we term as Engine 2 businesses - as part of the Olam Group's Strategic Plan. It is Purpose-led, leveraging Olam's assets and capabilities, and has the potential of being successful independent businesses.

These ideas were born out of Olam's digital transformation journey that began in 2017. The past five years have seen us develop a suite of supply chain solutions – both farmer and customer-related - and some of them have become truly industry-leading. These include AtSource, Olam Direct and the Olam Farmer Information System, which have matured well and have become widely embedded into Olam's businesses. Olam Ventures is set up to pursue some of the ideas from this journey as separate business ventures – building them into something broader and unconstrained by Olam's current portfolio of businesses. Olam Ventures brings together our leadership in sustainability, successful experiments with technology and our attitude of being an insurgent.

Currently, Olam Ventures is focused on Jiva, Re~, Terrascope, Adva, and a co-created sustainability platform, built on our proprietary AtSource solution.

Q. What is your approach and criteria to assessing an idea?

A. The primary concept behind Olam Ventures is to explore ideas and innovations intersecting within the golden triangle of agriculture, sustainability and technology. We are always asking ourselves: "What do we have that others don't?" How can we leverage these to create impact for profit?

We focus on the agribusiness space to see how we can expand an idea or provide the breakthrough needed to transcend supply chain challenges. Not everything has to be 'new' – there are some fundamental needs for our sector to tackle and improve on at scale: such as digitisation of the supply chain, engaging directly with farmers, solving first-mile logistics, and ensuring crop resilience.

While we have developed many of our own opportunities over the last few years, we are open to exploring opportunities with partners. We have cultivated deep relationships with many Venture Capital firms, start-ups and incubators and we are optimistic that we can further develop these relationships to collaborate and develop new ideas together as we chart a new path forward.

Q. How do you compete with other start-up ventures to attract talent?

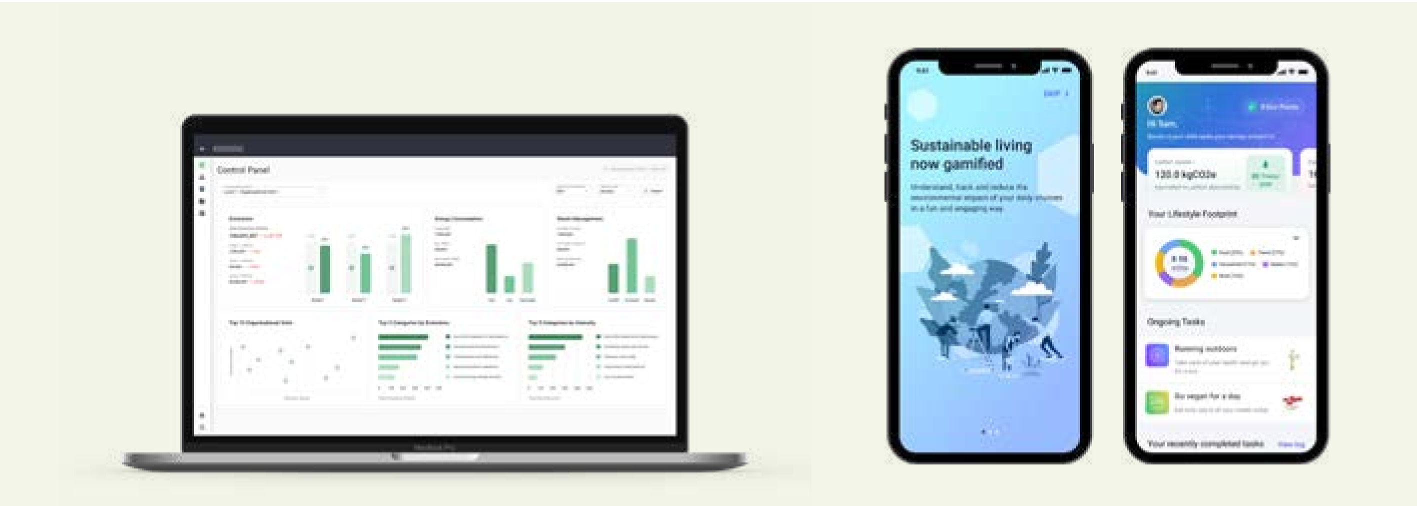
A. Fortunately, we have been able to attract high-calibre talent for our ventures, whether it is Jiva, Re~, Adva or Terrascope, and see strong responses to the positions available because of the power of our ideas and ambitions and the purpose of these ventures; they reflect that we can attract talent with the skills and passion to develop businesses and tackle key issues in the agriculture and sustainability sectors.

One major source of continuing talent for us as Olam Ventures grows will be from our current ventures; we have been developing our people and we believe we have a strong talent pipeline that will be able to assume bigger challenges and further responsibilities within the organisation.

Q. What have you achieved in the last 12 months and what is in the pipeline?

A. Each of our ventures is at a different phase of their journey and has made progress over the past 12 months. While we have ambitious goals for them, they are all still relatively early in their growth journey and their progress should be seen from a longer-term perspective.

- Jiva - we are pleased to have been able to ramp up our operations significantly in India, and Indonesia, and have completed two seasons successfully. Moving ahead, we are targeting strong top line growth, increasing the number of participating farmers and exploring adjacent commodities, expanding a suite of services and new markets.
- Terrascope - the opportunity is clear in that increasingly companies will want to measure and decarbonise their operations. We intend to move forward on three pilots with companies from different sectors in the year ahead. As we build up more capacity and bandwidth, we will consider further collaborations with more companies. Terrascope will demystify carbon measurement and management for companies providing a simple yet powerful tool to help them in this journey.
- Re~ - has launched a new set of food brands in Singapore initially, that are Purpose-led and sustainable.
- Adva - we are determining the optimal path ahead. The key to encouraging individuals to take action on their carbon footprint is to make the science less daunting, and incentivise users to take positive action to reduce their carbon footprint through mini climate-positive missions.
- We continue to explore opportunities and collaborations to develop an externalised digital sustainability platform built on our successful proprietary AtSource platform.



Helping companies and individuals accelerate their decarbonisation journey

Terrascope

We have utilised our deep, first-hand experience of the challenges faced by companies in their decarbonisation journey to provide a digital platform to enable companies to measure, monitor, manage and verify the impact of their climate action strategies.

Developed internally, Terrascope builds on the sustainability work we have been engaged in over the past two decades and leverages the digital tools we have developed, such as AtSource. It stems from the Singapore Emerging Stronger Taskforce's (EST) Alliance for Action on Sustainability and our partnership with the Monetary Authority of Singapore's (MAS) Project Greenprint, which aims to enable a more open, trusted and efficient ecosystem to support the financial sector's sustainability agenda.

Many current carbon measurement approaches are not sufficiently comprehensive, particularly to meet companies' need to measure external emissions produced along their supply chains (Scope 3), which typically – and crucially – make up the bulk of their carbon footprint. Terrascope leverages Olam's existing carbon accounting expertise alongside internal and external databases to better measure, manage/abate, verify and collaborate on carbon emissions. It offers an easy-to-use, end-to-end emissions measurement tool that can apply across industries to help establish clear baselines and identify potential hotspots, as well as modelling a carbon reduction roadmap that can track progress.

Terrascope has successfully been implemented within Olam and has already impressively shown data measurements that are more comprehensive, accurate and less time consuming than previous approaches.

The platform allows companies to complete their entire greenhouse gas (GHG) emission footprint within an average of six weeks, which is five times faster than a typical exercise. We are in the process of piloting this platform with a number of other corporates as well.

The platform will help create greater transparency so companies and their stakeholders can be sure that they are making verifiable real impact. We believe that this will accelerate more comprehensive ESG data and help drive greater mobilisation of Green Finance.

Adva

Adva is a sustainable lifestyle app for consumers who want to live in an environmentally friendly manner and need some practical guidance. It is built around gamified experiences to promote and reinforce sustainable choices with rewards and contextual nudges, providing a clear action plan towards mitigating an individual's environmental impact. To date, the app has been launched in Singapore and India, and downloaded by circa 7,500 users.

In addition to consumers, we are working with a small selection of our customers to explore rolling out across their organisations. Our research shows HR, Communication and Sustainability teams view Adva as a differentiated engagement tool to raise awareness of sustainability topics among employees and reinforce the importance of personal actions. The footprint calculator also helps employers assess the employees' carbon impact on their corporate footprint and achieve some of their own sustainability targets.

Re~, celebrating sustainable behaviour one consumer at a time

A year since it started, Purpose-driven start-up Re~ continues its journey to offer consumers healthy, all-natural and minimally processed plant-based food that is good for farmers, communities and the planet.

Re~ offers a selection of premium products that include muesli, cashew butter and a variety of nuts – whose major ingredients are sourced directly from Olam's sustainable supply chains and can be traced back to their origins, connecting the consumer to the farmer. All products are free from preservatives, artificial flavours, GMO, peanuts, lactose, gluten, soy and cane sugar.

Focused on Singapore consumers, Re~ is responding to many health-conscious, sustainability-aware consumers who want to understand more about the food they eat and where it comes from.

This growing group of consumers is driven by a need to protect the planet, which in essence emboldens Re~ to make sustainable behaviour the new normal. In addition to keeping its food all-natural, the start-up avoids plastic packaging and uses 100% recyclable pouches for all products[1]. Re~ works closely with farmers and their communities to help them grow and live happier lives.

1. Re~ is the only mass brand in Singapore to have a 100% recyclable pouch in the nuts category. We are aiming to have all our products in 100% recyclable packaging and in the future to evolve to compostable packaging.

Jiva, a digital platform for smallholders

Leveraging Olam's smallholder supply chain capabilities and expertise in innovative Ag-tech, we have accelerated the roll-out of our digital smallholder farmer platform, Jiva.

Jiva is designed to solve critical challenges facing smallholders by offering key services to farmers: digital loans, app-based ecommerce for farm supplies, personalised agronomic advice and the opportunity to sell crops at harvest. In the global pandemic, Jiva's ability to offer critical services at the farmgate reduced farmers' need to travel and minimised virus exposure during movement restrictions.

In Indonesia, Jiva surpassed 60,000 registered farmers across South Sulawesi and expanded to East Java with 47,000 metric tonnes of crops purchased and more than US$1.4 million in financing to more than 5,000 farmers.

This increase has spurred 180 new hires in Singapore, India, and Indonesia and over 1,100 new on-the-ground agents aiming to transact with 1 million farmers in Indonesia by 2025.

The technology is evolving, and the team is working on building technologies to diagnose pests and diseases and plan maturity through image recognition. The platform is continuing to improve supply chain efficiencies at scale and drive simpler and more intuitive interface for farmers and agents.

Olam Technology Business Services

Drawing on our many years of understanding, building and supporting the Olam Group, Olam Technology and Business Services (OTBS) has a unique portfolio of offerings for clients in the food and ag space. Its expertise spans core areas of Technology services, Cybersecurity, Digital and Global Business Services covering the entire spectrum of operations from farm to fork.

Suresh Sundararajan
CEO, Olam Ventures, &
Olam Technology Business Services

Siddharth Satpute
Senior Vice President, Digital & New Ventures

Thiagaraja Manikandan
President & Group CIO

G Venkataramanan
Head of Olam Global Business Services

Venkatesh Subramaniam
Group CISO & Privacy Head

Q. What is the vision behind creating OTBS as a separate business?

A. When considering structure and needs as part of the Re-organisation, the decision was taken not to embed the capabilities under OTBS within each of the operating groups. This would have been more expensive, time-consuming and complex. Instead, we recognised the opportunity to create a separate entity that would provide structure and support to each of the operating groups and allow us to develop a new business that would draw on our accumulated expertise in the agri sector.

We see OTBS as a vibrant organisation where we can be different, focused and proud of what we do. We're not going to be like any other large IT company; our experience of, and focus on, the agri sector provides a clear purpose to our offering.

There's an imperative to bind employees together in terms of what they're doing – and by bringing their accumulated expertise to focus exclusively on the agri sector, they can continue to help work towards improving the lives of farmers and communities and global food security.

Many people within and outside of OTBS are excited by the prospects and scope we have to design our future as an independent entity.

Q. How will OTBS address the challenge of winning and servicing third-party clients going forward?

A. We can understand that some companies might initially be hesitant, but the separation as part of the Re-organisation is establishing OTBS as an independent entity. We believe that as we continue on our Re-organisation, companies will appreciate that we are independent but are able to apply some of the best learnings and expertise gained from our experience with Olam.

Our Digital vertical offers one prime example. We have developed a suite of digital solutions that have been implemented by Olam - Olam Direct, Olam Farmer Information System, and Olam Markets. All the experience that went into these tools can be leveraged for other companies. Any company that wants to buy from a farmer – whether apples, tomatoes, oranges, cocoa, or coffee - can look at the success of these tools and see the potential value offered by adapting them for their own requirements.

We recognise that global business services is a competitive sector. There are many competitors, but we have developed some unique capabilities in financial reporting and management and if we can create strategic partnerships with other companies that can bring in complementary strengths, we will create new business opportunities.

Major IT services companies' strengths lie in their deep experience across project management, implementation, support maintenance, and continuous business implementation initiatives. We have developed our strengths across our core areas, because over the years, we have not outsourced much of our work, which means we have accrued and kept our experience and expertise internally within OTBS.

Even for Cybersecurity, we have developed first-hand experience of creating the security function at Olam from the ground up, developing a strategic roadmap. We have developed a team with expertise that can consult and support small or large organisations on how to start the cybersecurity journey; about how to create governance, and how to protect their critical assets.

Q. What will be the biggest challenges for the team and the management going forward?

A. One important factor is talent acquisition and retention; that's vital to any organisation at any time but more so when we are transitioning in the way that we are. This is a highly competitive market but with highly attractive prospects. We need people to be excited about the purpose of OTBS and the future we are creating together.

Another focus area is to strengthen processes and governance. Our people are used to working with counterparts as their colleagues and peers, but now we will have to learn to work together as a third-party. So, we have been emphasising building and maintaining relationships to underpin our brand equity – after all, if you drop the ball and do not deliver, there are ramifications. So far, we've been doing well but if there are project overruns, project delays in the future, we will be held directly accountable.

One other thing we are aware of is that we must address our capability gaps. We are still a young organisation, and we need to establish and build on various business functions, for example in sales and marketing and business development. These are essential for any IT services organisation to grow, and we have identified what we need to do to create these capabilities and a plan to make it happen.

Olam Global Holdco

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

Darshan Raiyani
President & Global Head, Gabon Plantations

Mukul Mathur
President & CEO, Caraway,
& Regional Controller, Nigeria

Gagan Gupta
Managing Director & CEO, Infrastructure & Logistics, & Regional Head Central Africa

ARISE, Supporting infrastructure and economic development in Africa

ARISE has established itself as a major industrial ecosystem developer and operator of large-scale infrastructure projects in Africa. Through impactful partnerships with governments and both local and global investors, ARISE has transformed local infrastructure to unlock value and create new industries across the continent.

Since the launching of the GSEZ Nkok Industrial Zone near Libreville in Gabon in 2010, ARISE has leveraged its expertise to support the official launch of PIA in Togo in June 2021, which is expected to be operational in 2022, while the construction of GDIZ in Benin was kickstarted in February 2021. An agreement has also been reached to open a second industrial zone, GSEZ Ikolo, near Lambarene in Gabon.

Backed by shareholders Africa Finance Corporation and Olam, ARISE manages special economic zones which are rapidly expanding across a variety of African countries. The ARISE group operates under three distinct verticals – ARISE Integrated Industrial Platforms (ARISE IIP), ARISE Infrastructure Services (ARISE IS), and ARISE Ports & Logistics (ARISE P&L).

In February 2022, we announced definitive agreements with the Africa Transformation and Industrialization Fund, a management-led buy-out group, for the sale of our remaining equity stakes in ARISE IIP and ARISE IS. Subject to customary closing conditions, the transaction is expected to close in Q2 of 2022. Our remaining investment is a minority 32.4% stake in ARISE P&L.

Olam Palm Gabon, Setting a benchmark for sustainable palm production in Africa

Olam Palm Gabon (OPG) – a joint venture with the government of Gabon – achieved the milestone recommendation for certification for all its palm plantations this year, becoming the largest fully certified RSPO player in Africa. It underlines its sustainable and responsible approach to production and to conserving the unique ecosystems, including equatorial forests.

In 2021 the business delivered 34% year-on-year growth in yields. Net volumes of crude palm oil (CPO) were close to 100,000 tonnes including 22,000 tonnes of refined palm oil. The business strengthened its customer relationships and retained its preferred supplier status for customers in Europe and Cameroon. A third palm oil mill has been commissioned, which will increase processing capacity to meet the future increase in yields. Supply chain facilities are being enhanced to offer fully segregated as well as identity preserved palm products.

The business also initiated a two-year project to implement sub-surface drip irrigation for 23,089 ha of planted area to improve yields. This is the largest irrigation project in palm plantations in the world. The introduction of mechanical spraying improved productivity eight-fold. One third of the plantation was included in 2021, to be extended to half the plantation in 2022. Productivity and efficiency are being enhanced by the construction and repair of 1,700 km of roads for efficient crop transportation.

Over 97% of the circa 4,000 workforce is Gabonese and the focus on developing local talent to assume supervisory and managerial roles is delivering positive results. In 2021, the number of Gabonese nationals in estate manager positions increased to 58% with a further 32% of critical positions held by local talent.

Caraway, winning with consumers in West Africa

Our packaged foods business, Caraway, operates in the Culinary and Snacks categories. Our aspiration is to 'Surprise and delight the West African consumer through loved brands that offer tasty and nourishing food!'.

We have market leading positions in the countries where we participate, and a focused portfolio and strong Master Brands. Over the past year the business has performed well, delivering robust growth and increased market share across its product categories.

The continued growth of our Master Brands in 2021 can be attributed to:

- **Deep consumer insights** translated into relevant communication, unique experiential activations and enticing packaging.
- **Added value to existing brands** such as fortifying FreshYo drinking yoghurt, reducing sugar in biscuits while maintaining the taste and improving product performance, for example Tasty Tom Jollof Mix in Ghana.
- **Premiumisation** of the portfolio with launches such as Perk Shortbread in 2021.
- **Enhanced value for consumers** by re-engineering products to make them more affordable without compromising on product performance, which became increasingly important during this challenging economic period for consumers. Caraway has introduced portion packs during the year to drive penetration for premium offerings like Pure Bliss Wafers.
- **Go-to-market structure changed from category-based, to geogrpahy-based**. We have started the journey of moving from category wholesalers as distributors, to key distributors. We have implemented new digital systems to drive secondary sales, improve productivity and our capability for in-outlet execution.
- **Improved quality and stability of our supply**, by strengthening our sales and operations planning, and procurement processes to ensure continuity of production and the agility to respond to changes in demand in the wake of global supply chain issues.

Other significant activities in 2021 included:

- We commenced tomato farming and a farmer outgrower programme in North Nigeria to reduce our reliance on imports for our tomato paste range. We will start sourcing from our own farms and 1,500 farmers from 2022.
- We had our first full year of operation in Côte d'Ivoire where we established our biscuits portfolio.
- Our Culinary Application Centre was opened in Lagos, Nigeria, working along with our Innovation Centre in Bangalore, India to develop new products.
- Our manufacturing team continued to focus on ensuring our practices are world class, addressing key areas of food safety, quality, productivity, and cost control.
- We continued to support our employees and focus on their health and well-being. In addition, we intensified our capability building efforts across functions.

Risk management

Olam's Risk Office monitors and controls the key risks (trading risks such as price and basis risk, credit risk, counterparty risk and transactional currency risk) across the businesses.

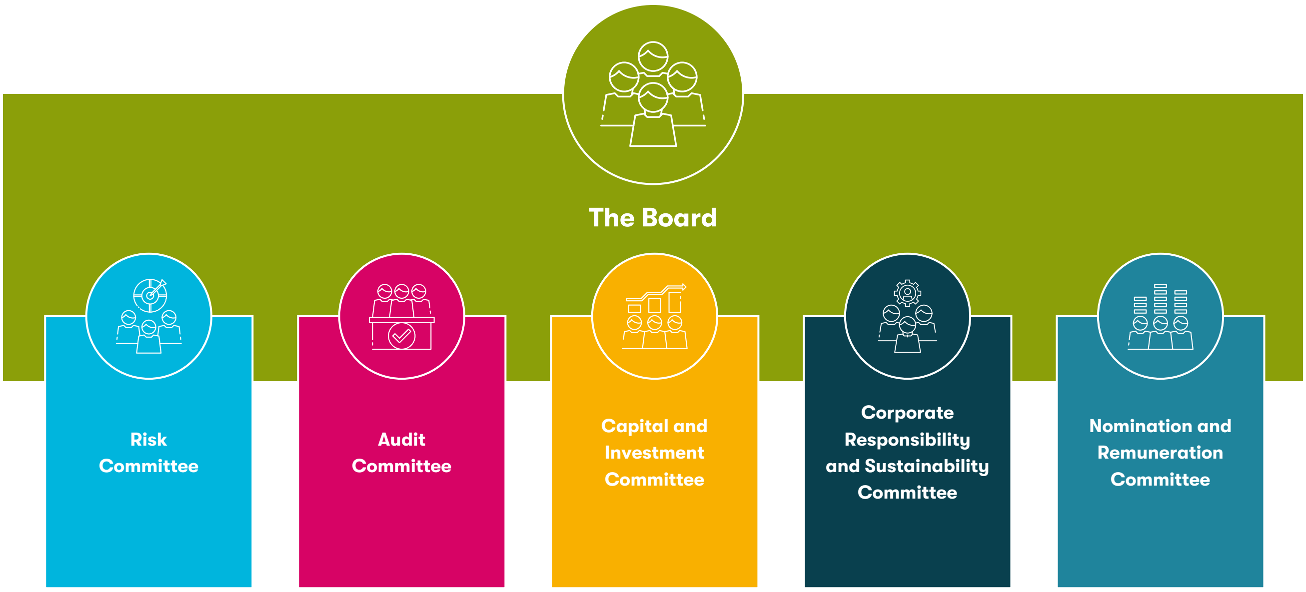
The Group tracks 52 risks across 11 categories. Of these, strategic risk is monitored and overseen by the Board. Each of the other 51 risks is monitored by a specific function and overseen by a specific Board Committee, and assessed on the likelihood of occurrence and potential impact on three-point scales (high/medium/low). Additionally, potential impacts on earnings are estimated for 16 of the 52 risks which are considered as quantitative.

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

The Risk Office monitors and controls trading risks, credit risk, counterparty risk and transactional currency risk. Value-at-Risk (VaR) is measured for trading risks and transactional currency risk. The table on the following page provides an overview of how the Group mitigates each risk and whether it has stayed stable, increased, or decreased over the year.

The Group's Chief Risk and Compliance Officer is a member of the Company's Executive Committee and reports to both the CEO and the Chair of the Risk Committee. As part of the Re-organisation of the Group, Chief Risk Officer roles have been established for both **ofi** and Olam Agri.

Five Board Committees oversee risk management



Principal risks and ownership matrix

Risk type	Ownership and sub-risks	Mitigation	Developments in 2021	Risk status
Trading Risks	Risk Committee • Price Risk • Basis Risk • Structure Risk • Arbitrage Risk • Liquidity Risk	The Board sets Group-level risk envelopes (including market risk VaR) as part of the annual risk budgeting exercise. The Risk Office allocates risk limits across businesses and tracks exposures for adherence to set limits. The Group hedges price risk on various futures exchanges across the world.	Demand for agri-commodities was robust through the year. This drove a general increase in prices, with coffee and cotton the largest gainers. The strong demand supported basis levels in the futures-traded commodities. Freight rates increased sharply due to supply issues and other constraints caused by the pandemic.	Stable
Operational Risks	Risk Committee • Credit Risk • Counterparty Risk • Transactional Currency Risk	The Board sets Group-level risk envelopes (including nominal credit and counterparty risk limits) as part of the annual risk budgeting exercise. The Risk Office allocates limits across businesses, and on individual parties, set in accordance with defined approval hierarchies. The Risk Office tracks exposures. Credit insurance, bank guarantees, post-dated cheques and cash advances are employed as risk mitigants.	Supplier and customer performance was strong, driven by high prices and robust downstream demand.	Stable
	Audit Committee • Stock Risk • Quality Risk • Fraud Risk • Systems and Controls Failure Risk	Documented procedures and audit programmes are in place to ensure physical inventory verification in terms of quantity and quality, grade, age, shelf-life and liquidity; that procedures for payments, receipts and confirmations are properly implemented and governed to ensure fraud risk is mitigated.	We continued remote working for several locations, increasing some vulnerabilities to fraud risk and supply chain disruptions. The Group was able to implement control measures and leverage its digital/IT capabilities to enhance remote oversight, coverage and continuity.	Stable
	Capital & Investment Committee • Project Execution Risk • Asset Utilisation Risk	A thorough analysis of the project economics is undertaken to stress and evaluate potential impacts to project returns; documented procedures exist to ensure functional buy-in from all relevant stakeholders; asset utilisation risk is mitigated through procedures and protocols which govern operational excellence.	The Global Pandemic continued with different regions imposing limitations to the movement of people and goods. Most of the processing assets were able to obtain exemptions from local lockdowns and/or remained operational throughout the year. Investments in facilities and equipment continued as far as possible.	Stable
Currency Risks	Risk Committee • Transactional Currency Risk Capital & Investment Committee • Translational Currency Risk	The Group's functional currency is the USA Dollar, which is also the dominant transactional currency. The Board sets Group-level risk envelopes (including transactional currency risk VaR) as part of the annual risk budgeting exercise. The Risk Office allocates risk limits for transactional non-USD exposures across businesses, and tracks exposures for adherence to set limits. The Group accesses spot and forward FX markets as well as local currency borrowings to hedge transactional currency risk.	Currency markets were generally less volatile during 2021.	Stable
Agricultural Risks	Corporate Responsibility & Sustainability Committee • Weather Risk • Pests and Diseases Risk • Agronomy/GAP (Good Agricultural Practices) Risk	To mitigate risks, such as weather, disease, yields, which can impact agricultural production and development, we work in our managed concession and farms and with producers on mitigation and adaptation measures, such as good agricultural practices to optimise resources and we are exploring climate smart agricultural practices. We seek to improve wider understanding of issues in the agri-complex amongst stakeholders.	COVID-19 restrictions continued to create disruptions to the work required on some of our upstream assets. We overcame these through appropriate social-distancing, safety, health and hygiene protocols. We continue to work with producers to promote good agricultural practices to optimise resources and yields, and to adopt climate smart agricultural practices.	Stable
Political and Sovereign Risks	Risk Committee • Duty, Tariff and Export/Import Ban • Asset Nationalisation Risk • Selective Discrimination Risk • Forced Abandonment Risk • Terrorism/Kidnapping Risk	The Group has a deep-seated presence in many of the countries in which it operates, built over many years, and has consequently gained substantial knowledge of local practices. The Group maintains global political risk and terrorism risk insurance.	The COVID-19 crisis has led to a number of countries suffering in some cases severe financial stress due to political weakness, high debt burden, chronic economic stagnation and banking crises. We are very closely monitoring the situation regarding the short-term impacts and potential longer-term implications as a result of the Russia-Ukraine conflict.	Increased
Capital Structure and Financing Risks	Capital and Investment Committee • Interest Rate Risk • Funding Liquidity/Margin all Risk • Credit Metrics Risk • Activist Investor Risk • Short Seller Attack Risk	The Group has a strong base of long-term shareholders. The Company maintains strong banking relationships, providing committed banking lines, thereby assuring good liquidity.	The Group continued to access diversified pools of capital in 2021 across Singapore, USA, Japan and Europe. It also secured an AtSource-linked financing facility as well as the Group's first SOFR-linked club loan. In addition, the Group put in place substantial financing facilities to facilitate the overall Re-organisation plan.	Decreased

Risk type	Ownership and sub-risks	Mitigation	Developments in 2021	Risk status
Reputational Risks	Corporate Responsibility & Sustainability Committee • Social Risk – Economic Opportunity • Social Risk – Safe and Decent Work • Social Risk – Safety and Health Risk • Social Risk – Food Safety and Product Recall Risk • Environmental Risk – Climate Action • Environmental Risk – Healthy Ecosystems • Environmental Risk – Water • Environmental Risk – Healthy Soils • Environmental Risk – Waste	Our brand and reputation are vital to maintaining trust and engagement with our stakeholders, such as employees, customers, investment community, suppliers, partners. To strengthen our ethical and compliance standards, and to meet environmental and social standards, which may impact our reputational risk, the Group has a suite of policies, codes and standards which include the Olam Code of Conduct; the Olam Crisis Escalation Procedure; the Olam Fair Employment Policy; the Anti-Bribery and Corruption Policy; the Whistle-blowing Policy; the Olam Living Landscapes Policy; the Olam Plantations, Concessions and Farms Code; and the Olam Supplier Code. The Group is a signatory to the Task Force on Climate-related Financial Disclosures (TCFD). Read more on page 64.	We proactively maintained ongoing engagement with our stakeholders, and awareness and application of our policies and procedures. COVID-19 and the social disruptions engendered by the pandemic raised some further interest about the impact on smallholder farmers and suppliers, in particular lower income and higher risks on food security, and child-labour risks in specific origins. We have continued to engage with stakeholders, and monitor these issues, sharing updates on actions we are undertaking.	Stable
Regulatory and Compliance Risks	Risk Committee • Market Compliance	The Group's Market Compliance Office is a global function whose role is to ensure that the Group is fully compliant with regulations as they apply on the world's listed derivative exchanges.	The new USA administration continues to fill vacant executive federal agency leadership positions such as the CFTC and SEC. Previously revised CFTC futures position limit and hedge exemption rules were implemented in 2021 and Olam continued to operate within the new requirements in these markets. We anticipate the USA regulatory regimes, as well as other global markets in which Olam participates, will continue to maintain their status quos.	Stable
	Audit Committee • Bribery/Corruption Risk • Other Regulatory Risk • Transfer Pricing Risk • Taxation Risk	Olam has in place a comprehensive Ethical Business Programme (EBP) which includes policies relating to Bribery and Corruption, Conflicts of Interest and Sanctions together with global training to ensure implementation and enforcement. These serve as a primary mitigant/deterrent against such risks. Regarding Transfer Pricing, most geographies have detailed policies in place to guide them on arm's length pricing, ensuring compliance with all applicable tax laws.	We have continued to make appropriate improvements to the programme in line with best-in-class standards.	Stable
Natural Perils	Risk Committee • Pandemic Risk • Fire Risk • Flood Risk • Earthquake Risk • Hurricane/Typhoon/ Storm Risk	The Group maintains insurance cover against risk of natural disasters, such as flood, fire, earthquakes and storms.	We continued to monitor risks and maintain localised business continuity plans and drills where relevant. The CMC continued to operate and was responsible for ensuring business continuity in relation to the pandemic through the management of policies and protocols to promote increased safety and health awareness, rotational working and to ensure the Group's operations were able to continue.	Stable
Other Risks	Audit Committee • Cybersecurity Risk • IT Risk	The Group employs IT security experts, as well as having in place IT cybersecurity infrastructure to mitigate against electronic viruses, ensure currency of software deployed throughout the Group and employing data leakage prevention controls.	As many of the Group's employees worked from home for significant proportions of time, the Group's IT and digital capabilities were leveraged to ensure that the sharp increase in online working could be properly monitored such that cybersecurity risks were minimised.	Increased
	Nomination and Remuneration Committee • Key Persons Risks	Succession plans are in place to provide a second line of leadership from within the Group's Operating Committee and Management Committee.	New organisational structures for operating groups have been developed to support the Re-organised group including a second line of leadership with a balanced representation across the various businesses, regions and functions.	Stable
Strategic Risks	All strategic risks are overseen by the offices of the GCEO and CEO, and by the Executive Committee.			

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

As a leading agribusiness committed to ensuring transparency and action around climate-related risks and opportunities, we support the voluntary recommendations of the Financial Stability Board TCFD. The identification, assessment and management of climate-related risks and opportunities are fully embedded in our risk management process, and subject to continuous improvement.

Olam, along with fellow members from the World Business Council for Sustainable Development – Stora Enso, Nestlé, Unilever, Syngenta, Mondi, and PwC – produced a TCFD guidance document for the agribusiness sector, the 'Food, Agriculture and Forest Products TCFD Preparer Forum'. The report "aims to advance the implementation of the recommendations of the TCFD by providing commentary on members' individual experiences, supported by examples of effective practices". Implementing the recommendations of the TCFD will enable not just Olam but our wider stakeholders and peers to better understand, assess and act on climate-related risks.

One of the TCFD recommendations is to consider scenario analysis. In 2021 we completed Phase I of our comprehensive Climate Change Scenario Analysis project, covering the upstream orchards, plantations and farms we own and/or operate.

The objectives of this ongoing project are three-fold:

- To assess climate change-related risks and opportunities to Olam at least to 2050 in three climate scenarios, a 'Business as Usual' (BAU) leading to a 4°C increase, and two 1.5°C 'Transition' scenarios driven by policy changes and technology improvements respectively.
- To drive climate change resilience across Olam by forecasting the potential financial implications to businesses across different commodities, geographies and business units.
- To support future disclosures in line with the recommendations of the TCFD.

Supported by Vivid Economics we modelled the impact of physical risks (e.g. chronic climatic shifts and acute weather events), and of transition risks (e.g. impacts of the regulatory, tax and consumer diet shifts, land prices, market conditions, technologies) on the yield, productivity and profitability of our upstream assets.

Based on these findings, we will focus on areas of high value at risk and develop a set of strategic recommendations for Olam to mitigate identified risks; adapt to physical impacts; and capitalise on emerging opportunities. We will be supported by our tools such as AtSource and the Olam Integrated Impact Statement (IIS), as well as the multiple collaborative partnerships we have on the ground. Refer to the Natural Capital section of this report for more information. In the table below we map where the recommended TCFD disclosures can be found in our mainstream reports. We will continue to enhance our disclosures in future reporting cycles.

Governance	Strategy	Risk management	Metrics and targets
Disclose the organisation's governance around climate-related risks and opportunities	**Disclose the impacts of climate risks and opportunities on your business, strategy and financial planning**	**Disclose how your organisation identifies, assesses and manages climate risks**	**Disclose the metrics and targets used to assess and manage climate risks and opportunities**
Board oversight Governance Report	**Risks and opportunities** Page 65	**CO_2 risk identification and integration** Pages 61 - 65	**Reporting CO_2 metrics and targets** Page 84
Management's role CDP[1] GRI and SASB Index[2] Pages 80 - 91	**Scenario planning** Page 65	**CO_2 risk management** CDP[1] Pages 61 - 65	**Details of Scope 1, 2 and 3** GRI and SASB Index[2] CDP[1] Pages 84 - 91

1. cdp.net/en
2. olamgroup.com/investors/investor-library.html

The climate transition: examples of risks and opportunities for Olam

Risk type[1]	Risk	Opportunity
Policy/ Legal Risk	Increased pricing of greenhouse gas emissions and other costs to comply with regulation (e.g. taxes on waste) leads to increase in operating costs, capital investment etc.	• Diverse landscapes in Olam farming, supply chain and forestry operations offer business opportunities for low-carbon/carbon neutral products and climate insetting (new engine for growth).
	Requirements to provide detailed environmental information at product level (e.g. Scope 3 emissions or sequestered carbon) in different jurisdictions.	• Integrated Impact Statement (IIS) enables Olam to identify Natural Capital stocks and flows (pages 110 - 116). • AtSource enables Olam to provide customers with Scope 3 emissions, which leads to preferred supplier status.
	Regulations that promote biomass-based energy production and green building materials. Regulations to drive reforestation and afforestation of degraded areas.	• Processing facilities using husks and other biomass waste, which reduces emissions and energy costs. Olam Palm Gabon enabling government to partially replace fossil fuels through biofuel. • Reforestation supports ecosystem services which benefit pollination etc. – improved crop quality, and reduction of bought-in services.
Physical Risk	Increased incidence and severity of extreme weather events, such as cyclones and floods, impact crop volume and quality as well as assets e.g. warehousing.	• Local, national and sector initiatives open up new partnerships to share/increase resources and develop new tools e.g. partnerships to deliver sustainability programmes; supporting the development of Terrascope and a Climate Action Playbook participating in the Sustainable Rice Landscapes Initiative.
	Failure of farmers to adapt to climate change and build physical resilience to extreme weather events exacerbates poverty cycle and future ability to grow required volumes for Olam and a growing population.	• Training and support for farmers secures volumes and quality, increases loyalty versus competitors. • Focus on economic inclusion even for those farmers beyond our physical reach through Olam Direct, Jiva and other digital apps and plaforms.
	Rising mean temperatures and changes in precipitation patterns causing water scarcity, which in turn impacts crop quality and operational costs e.g. irrigation.	• AtSource enables Olam's customers to track their water, as well as carbon footprint.
Product Risk	Consumer preference towards products that are better for the environment – risk that customers de-list suppliers who cannot supply traceable and sustainable volumes.	• Strategies and value propositions of **ofi**, Olam Agri and the Remaining Businesses of Olam Group are built on responsible and sustainable sourcing. • AtSource developed to support customers; individual product sustainability strategies e.g. Cocoa Compass, Coffee LENS and Cashew Trail; Re~ Purpose brand; and Adva footprinting app for consumers. • Up-cycling of waste into desired new products, as well as reducing energy costs through turning waste into biomass.
Reputational Risk	Increased stakeholder concern or negative/positive stakeholder feedback if a company is perceived not to be living up to customer or societal expectations on climate action – loss of customers and higher cost of capital. Companies face reputational risks and a threat to their licence to operate if they take strategic decisions to ensure business resilience that neglect to account for the resilience of communities in which they operate and depend upon.	• Reduced cost of capital and partnerships with Development Finance Institutions and others e.g. foundations. • Implementation of policies including Olam Living Landscapes Policy; Plantations, Concessions and Farms Code; Olam Supplier Code, coupled with proactive action to support communities under AtSource+ and AtSource∞ as well as support for industry standards e.g. Sustainable Rice Platform.

Enhancing non-financial Capitals

Non-financial Capitals

In addition to the creation of Financial Capital, we recognise a broader set of non-financial Capitals are fundamental to our continued business performance and profitability, and our relationships with our stakeholders. Our management of these non-financial Capitals can enhance or erode value, as well as strengthen or erode trust with stakeholders.

While each of these Capitals are distinct in their own right, they are interconnected as the challenges of addressing climate change, deforestation and conserving natural resources cannot be dissociated from improving farmer livelihoods, strengthening food security and greater transparency across supply chains. The following section sets out progress and examples of our activity to enhance our non-financial Capitals.

Defining materiality

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

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

To make progress in each of our Material Areas we have set challenging goals to prioritise actions and resources to deliver impact across the Group and with individual businesses. Olam's sustainability legacy will continue to remain central to both **ofi** and Olam Agri as they develop their sustainability frameworks, goals and targets to support their respective business strategies.

For this year, we have continued to report against our existing goals; the Global Reporting Initiative (GRI); and against Sustainability Accounting Standards Board (SASB).

Sustainability framework

Our sustainability framework translates our Purpose into actionable areas and helps us to identify relevant activities which support us in achieving our Purpose and the three sustainability outcomes:

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

It also helps partners and interested parties understand our priorities and see where we align and can work together or support each other's goals and values.

Sustainability framework

Our Purpose	Re-imagining global agriculture and food systems
Our Vision	To be the most differentiated and valuable global food and agribusiness by 2040
Governing Objective	To maximise long-term intrinsic value for our continuing shareholders

Relevant Capitals

Financial Capital

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

Manufactured Capital + See pages 104-107

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

Intellectual Capital + See pages 92-93

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

Intangible Capital + See pages 108-109

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

Human Capital + See pages 70-79

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

Social Capital + See pages 94-103

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

Natural Capital + See pages 80-91

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

Purpose Outcomes	Prosperous Farmers and Food Systems		Thriving Communities			Re-generation of the Living World				
Material Areas	Economic Opportunity	Safe and Decent Work	Education and Skills	Nutrition and Health	Diversity and Inclusion	Climate Action	Healthy Ecosystems	Healthy Soils	Water	Reduced Waste
UN SDGs	1 No Poverty; 2 Zero Hunger	8 Decent Work and Economic Growth; 5 Gender Equality	4 Quality Education	3 Good Health and Well-Being; 2 Zero Hunger	5 Gender Equality; 10 Reduced Inequalities	13 Climate Action; 7 Affordable and Clean Energy	15 Life on Land; 13 Climate Action	15 Life on Land; 2 Zero Hunger	6 Clean Water and Sanitation	12 Responsible Consumption and Production; 6 Clean Water and Sanitation

UN SDG Enablers: 16 Peace, Justice and Strong Institutions; 17 Partnerships for the Goals

Partnering for greater scale and impact across our value chain

We must collaborate at a sector level if we are to achieve the UN Sustainable Development Goals by 2030. We share knowledge and learn from others. Working in partnership also gives greater access to financial and non-financial resources.

The diagram below shows where the majority of our material impacts occur. For those products on AtSource – our revolutionary insights platform – we can generate very specific social and environmental footprints with corresponding improvement programmes for each step of the product's journey up to customer delivery.

Also indicated below are examples of sector collaborations mapped to UN SDGs, that are supporting our work. Given the inter-connected nature of our Material Areas, most initiatives positively impact beyond the area where they are listed, particularly with regard to improving farmer livelihoods and reducing climate change impacts.

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

Level of impact

H High M Medium L Low

Issues important to our stakeholders and potential impact

Impact	Level of stakeholder interest	Potential impact on business/ reputation	Relevant SDG indicators	Read more
Economic opportunity				
Living income	High	High	1.2, 1.4	Page 99
Farmers' productivity	High	High	1.2, 1.4, 2.3, 2.4, 2.a, 8.2	Pages 44, 94 - 101
Land rights	Medium	Medium	1.4	Page 99
Resilience to external shocks including COVID-19 and climate	High	High	1.5, 2.4, 3.3, 13.1 13.3	Pages 44, 98, 99
Safe and decent work				
Health and safety	Medium	High	8.8	Page 74
Living wage	Medium	High	1.2, 1.4	Pages 96, 99
Collective bargaining and freedom of association/labour relations	Medium	Medium	8.8	Page 76
Grievance mechanisms	High	Medium	8.8	Page 100
Human rights	High	High	8.5, 8.7, 8.8, 10.2, 16.2	Pages 76, 96, 100
Child labour	High	High	8.7, 16.2	Pages 36, 93, 96, 98, 100
Forced, bonded labour	Medium	High	8.7, 16.2	Page 76
Education and skills				
Supporting access to schools	Medium	Medium	4.1, 4.2	Pages 98, 100, 103
Literacy and numeracy	Low	Medium	4.6	Page 100
Youth and next-generation skills	Medium	High	4.3, 4.4	Pages 90, 99
Nutrition and health				
Product safety	Medium	High	2.1	Pages 43, 60, 106, 107
Disease	High	High	3.3	Pages 101, 103
Food and nutrition security	High	High	2.1, 2.2	Pages 73, 76, 88, 95, 101
Consumer access to nutritious/fortified food	Medium	High	2.1	Pages 98, 101, 107
Water, Sanitation and Hygiene (WASH) provision	Medium	Medium	6.1, 6.2, 6.a, 6.b	Pages 73, 76
Diversity and inclusion				
Women in senior roles in the workplace	Medium	High	5.5, 10.2	Pages 71, 76, 77
Female farmer empowerment	Medium	High	5.5, 10.2, 5.a, 5.b	Pages 72, 103
Discrimination/racism in the workplace	Medium	High	10.2	Pages 77
Climate action				
Science Based Target (SBTi)	High	High	2.4, 13.2	Pages 64, 83,86,97
GHG emissions	High	High	9.4, 13.2	Pages 37, 44, 54, 83-117
% renewable energy	Medium	High	7.2	Pages 84, 106
NO2 and SO2 emissions	Low	Medium	3.9, 13.2	Pages 83 - 117
Packaging (renewable, recyclable etc.)	Low	Low	12.5	Pages 55, 60, 106
Healthy ecosystems				
Deforestation	High	High	11.4, 15.1, 15.2	Pages 36, 81-83, 88, 91
Biodiversity	High	Medium	15.5, 15.7	Pages 81, 88
Healthy landscapes	Medium	High	15.1, 15.2, 15.3, 15.b	Page 88
Healthy soils				
Soil degradation	Medium	High	15.3	Pages 44, 81, 91, 95
Pesticides/herbicides	Medium	Medium	15.3	Page 106
Fertiliser access/overuse	Medium	High	15.3	Pages 37, 89, 91, 116
Water				
Water stress/scarcity	Medium	High	6.4	Pages 85, 86,89
Protection of water courses	Medium	Medium	6.3, 6.6	GRI and SASB Index
Effluent/wastewater	Low	Medium	6.3	GRI and SASB Index
Food loss and waste				
Post-harvest losses	Medium	Medium	12.3	Pages 90, 101
Consumer food waste	Low	Low	12.3	Not material
How we work				
Anti-bribery and corruption	Medium	High	16.5	Governance
Ethics and compliance	High	High	16.5	Governance
Transparency	High	Medium	16.6	Page 109

Human Capital

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

"Our people are our greatest asset. We recognise the importance of an inclusive and safe working environment which supports diversity and protects the health and well-being of our employees."

Joydeep Bose
Managing Director & Global Head of Human Resources

COVID-19 has created a sense of uncertainty and insecurity across businesses globally. We have tried to ensure that our employees have a secure, safe, and flexible working environment, and access to channels for support. We are conscious that individuals deal with change differently and have tried to avoid additional anxiety which a Re-organisation may naturally cause by being open and transparent, sharing regular communications and providing training to help managers support team members.

Q. How have working practices and employee policies adapted to meet the continuing challenges of COVID-19?

A. There has been a shift from 'COVID-19 as a crisis' to 'COVID-19 as a way of life' – we're not in a fully endemic state but we have accepted that we will continue to feel its impacts for some time to come. We continue to monitor the changes brought about by the pandemic, and address challenges as they arise. Our priority continues to be the physical and mental health of our employees. We created six building blocks to keep our colleagues safe and engaged during this challenging period:

- **Listen actively**
  Our online survey Hello@Olam was distributed approximately every quarter during COVID-19, to gauge how colleagues were feeling, and identify areas of concern. It created opportunities to address issues in real-time and localise solutions-based responses.
- **Focus on mental well-being**
  The survey revealed how much COVID-19 and the associated changes have impacted our employees' lives both inside and outside of work, and the resultant effect on mental well-being. We promoted our Employee Assistance Programme more widely, and made it accessible to more employees.

  We trained managers to identify early signs of stress and how to sensitively approach colleagues with support. We want to create an environment where people feel safe opening up to managers without fear of repercussions or judgement so they gain access to the right support, which will have a legacy long after COVID-19 measures are reduced.

  We made mindfulness programmes available to employees via an online platform, allowing colleagues to remain anonymous if they wish, and self-serve at a time and in a place which best suits them. Individuals can use these systems to assess their own resilience and are given recommendations of how to manage anxiety levels accordingly. We hope the multiple channels and approach to supporting mental well-being offers something for all those who may need it and help to create a more supportive environment for all.

- **Revising the scope of the COVID-19 Management Committee (CMC)**
  The CMC was established in 2020 to guide the organisation as the COVID-19 pandemic evolved and to ensure effective protocols were adopted across our business. Through 2021, the Committee turned its focus towards more proactive planning, pre-empting short- and long-term issues and developing scenario plans. As we move into 2022, the CMC will be disbanded and the activities will transfer back to the Human Resources function, including monitoring any effects of long-COVID on our employees.
- **Changing our working format**
  During 2020 we revised our working policies to protect the safety of our employees by reflecting the local circumstances in each country. During 2021, we launched a new policy facilitating working from home for non-factory-based employees where the risks are still high, and hybrid working arrangements where free movement is advised in places such as the USA and some of Europe. The hybrid model allows employees the flexibility of working from home for up to 40% of their time, whilst still recognising the importance of social interactions and the need for belonging with the remaining 60% in their work environment. We believe that one of the factors that drives innovation is people co-working and brainstorming so continuing a culture of connectedness and integration remains imperative. In addition to new hot desks, we have changed the set-up of some of our offices to allow more collaboration spaces to reflect this.

  Whether driven by COVID-19 or an existing desire for more flexibility, expectations of employees have changed towards more flexible working. This move has not only supported our safety agenda but helped to engage and inspire teams. For some skills which are in high demand and where supply is limited, we have agreed a ‘work from anywhere’ policy, especially for technology-based roles where it does not impact risk levels or disadvantage other employees who may be reliant on them. We are however cognisant of potential inequities for frontline staff who make up 35% of the workforce as their roles require them to be in a more formal working environment. Our existing buddy system continues to support new joiners to access and build networks in situations where they aren’t able to build them as quickly as their longer standing peers.
- **Delivering education programmes around vaccination**
  Through our surveys, we identified sizable groups who were unwilling to receive a vaccination even when it was available. We targeted these colleagues to educate them and ensure their decision was based on fact rather than misinformation. We have introduced policies and guidelines to encourage vaccination of our employees and implemented regular testing cycles where legally allowed. For some of our sites, we have restricted access to non-vaccinated employees within the parameters of the local law. There are some roles which we have identified where a vaccination is a prerequisite, for example customer facing roles and roles travelling regularly between sites. We have done this to protect the wider employee population, our suppliers and communities.
- **Implementing contact tracing in some of our facilities**
  We adopted a new technology from Singapore, giving colleagues a portable electronic token to carry around some of our plants such as Nigeria and Indonesia when COVID-19 cases increased in-country. This allowed us to trace contacts and mitigate the spread further.

Q. How do you benchmark your performance as an employer?

A. We use our employee survey to understand how our employees feel about working at Olam and what we can change to improve their environment and role. In addition, we benchmark our business against our peers on overall engagement, retention and attrition rates.

Another guide is through third-party awards. In 2021 Vietnam, China, Thailand and Indonesia all received an individual country-level Kincentric best employer award, and to reinforce this, the business received an overall best employer award for the APAC region. Our Africa region received an award for Top Employer 2021 (Africa). Côte d’Ivoire, Ghana, Nigeria and South Africa all won the award individually at a country-level. In the Americas, Olam was recognised as a Great Place to Work in the GATW Awards, specifically Brazil and USA.

Olam’s India and Vietnam businesses were recognised as inclusive places for women, collecting the UN Women WEP Award for a Gender-inclusive workplace, and recognised as a Best Workplace for Women by The Economic Times of India respectively.

We have received a great many awards through the year and regard all of them as valuable reassurance that we’re moving in the right direction. We continue to build a strong employer brand and make Olam and its respective operating groups engaging, rewarding and fair places to work.

Q. How have the challenges of the pandemic and the Re-organisation influenced engagement with employees?

A. It has been front of mind that our employees have been working through both enormous challenges and disruption as a result of the pandemic, as well as significant changes due to the Re-organisation. We focused on engagement for the initial part of the year, ensuring we addressed people's insecurities particularly in relation to health and safety, well-being and job security.

We have endeavoured to listen to our employees – being sensitised as an organisation, as individuals, as managers. Our employee surveys provided insight into those areas of concern amongst employees but also enabled us to be more targeted with our engagement with specific groups of employees. While the pandemic has proved challenging, employees have seen a lot of positives in the last 18 months and we would like to sustain and embed these in the organisation, such as the flexible working practices and more accessible digital learning. Becoming more sensitised to the mental health and well-being of employees has come to the forefront and we believe this can be a positive legacy that will allow us to continue to better engage and support our employees.

The Re-organisation has seen changes that have resulted in new leadership and management operating models, and organisational structures across businesses, regions and functions being put in place. In some cases, roles and responsibilities have increased, while others may have reduced, though fortunately no significant roles have had to be eliminated.

We have been careful in the way we have approached these changes throughout the process to ensure updates have been shared with all employees across the organisation, alongside country and business-specific updates where more detailed information has been shared. In instances where employees' roles have changed, we have addressed these directly through one-to-one conversations to explain, listen, identify concerns, and provide appropriate support for any transition.

Q. How will the new Operating Groups preserve and develop their cultures to support their success?

A. Over the past 32 years, Olam's distinctive culture and values have helped drive our growth and success by shaping how we work and setting the standard for what it means to be part of Olam. This strong unifying culture encourages people to be entrepreneurial, demonstrate a high level of stretch and ambition and take ownership of their work. This is inherent within Olam and will be an integral foundation as each of the operating groups carve out its own distinct future.

While certain core elements of Olam will provide building blocks, culture is strongly dependent on strategy. The Re-organisation provides an opportunity for both **ofi** and Olam Agri to define their own respective cultures aligned to their business focus and stakeholders. Both have developed their own brand identities to support their strategy, unite employees together and distinguish them in the market. It will allow each to build a culture that enables employees to achieve their potential and to build trust with stakeholders.

Goals dashboard

2020 goals have been retained and aligned for 2021 during the Re-organisation. Each operating group is developing relevant goals to ensure maximum impact.

Material Area: Safe and decent work

SDGs 3.6, 8.8

Timeframe	Goal	Status	Read more
By end of 2021	Reduce Lost Time Injury Frequency Rate (LTIFR) to 0.30 in Tier 1 processing and manufacturing facilities	**Ahead of target** 2021 Tier 1: 0.20	Pages 74 - 75
By end of 2021	Reduce LTIFR for Tier 2 operations (plantations, forest concessions, farms; processing; cotton gins and sawmills; infrastructure business and R&D centres)	**Ahead of target** 2020 baseline for Tier 2: 2.62. In 2021 our LTIFR for Tier 2 operations was 1.62. We continue to idenfity ways to reduce this futher.	Pages 74 - 75
Ongoing	All locations routinely report unsafe acts and unsafe conditions, and near misses	**Ongoing**	Pages 74 - 75
Ongoing	No moderate or severe breaches of compliance reported or observed in audits	**Ongoing**	Pages 74 - 75

Material Area: Diversity and inclusion

SDGs 5.5, 10.2

Timeframe	Goal	Status	Read more
Ongoing	Replace expat managers with national talent and improve gender diversity	**Ongoing** We have made progress in a number of regions and continue to improve gender diversity across the Group.	Page 77
By end of 2021	Support 100,000 women to access economic opportunities, including female farmers, processors, distributors, and workers supported or employed by Olam	**Achieved in 2020** We continue to support women to access economic opportunities. Read more in the Social Capital section of this report.	Pages 76 - 78, 102

Material Area: Nutrition and health

SDG 3.3

Timeframe	Goal	Status	Read more
By end of 2021	100% of Olam's direct operations are compliant with the Olam WASH Standard	**Behind target** Of 343 worksites with 4 or more employees present simultaneously, 97% fulfill all four requirements for WASH.	Page 76
By end of 2021	Olam Healthy Living Campaign reaches 250,000 people, including worker and community beneficiaries of health, water and sanitation infrastructure, health education campaigns, HIV testing, health check-ups, access to insurance initiatives, and similar services	**Achieved in 2020** We continue to use Olam Healthy Living Campaign to support workers and communities, and to raise awarehess of key health initiatives. In 2021 we reached over 955,000 employees, farmers and community members in over 30 countries.	Pages 76, 88, 101

Our Life Saving Rules

1. Take safety precautions when driving

Wear your seat belt (a helmet while on a motorbike), obey traffic rules and load limits.

2. Be a responsible driver

Only drive vehicles fit for the purpose, and ensure you are appropriately trained.

3. Protect yourself against a fall

Use the correct protective equipment when working at heights.

4. Beware of energised systems

Isolate electricity sources before working on them.

5. Be on guard in confined spaces

Only enter confined spaces when trained and authorised.

6. Secure a valid work permit

Obtain the correct work permit when required.

7. Check contractors' credentials

Complete due process as defined by the code of practice for all contractors before allowing them to work.

Safety

We operate in over 60 countries and across multiple products and parts of the value chain. Each presents different challenges. Our activities are broad, from working with farmers on smallholdings, to large mechanised operations, to driving in challenging environments, processing and packing in factories, managing inventories in warehouses, transporting goods to customers, and working in offices. Our core safety goal continues to be to embed a zero-harm culture across all our businesses, to protect our employees, contractors, and visitors.

Our safety programme – An Even Safer Olam – was launched in 2019 and continues today. It helps us deliver training and to identify and assess risks so we can eliminate them where possible or reduce them to an acceptable level where we cannot remove them altogether. We promote an open and honest culture and shared responsibility in reporting issues promptly that may cause harm.

We reviewed all serious incidents which occurred between 2016 and 2020 and identified activities that present the highest risk to employees. Using the data collected and reviewed from all of the incidents, in 2021 we introduced our 'Seven Life Saving Rules'. These have been developed to protect our colleagues, contractors, and visitors in the workplace, and serve as a valuable guide at home. We continue to raise the profile of these rules to improve adoption and reduce risks.

Reporting and remediation

We monitor safety across all facilities, of which there are circa 321. Facilities are categorised into four different tiers to group sites with similar characteristics, risks and requirements.

- Tier 1 relates to our large manufacturing plants
- Tier 2 is our primary processing plants and upstream operations
- Tier 3 is our warehouses
- Tier 4 is our offices

We have continued to make significant progress overall. The Lost Time Injury Frequency rate (LTIFR) for Olam Group (Tier 1, 2, 3 and 4) reduced to 0.95 in 2021 from 1.48 in 2020; however, for Tier 1 facilties it increased on last year (0.20 in 2021 vs 0.17 in 2020).

The Total Recordable Frequency Rate (TRFR) for Olam Group (Tier 1, 2, 3 and 4) reduced to 2.04 in 2021 from 3.45 in 2020, and the Leading Indicators Frequency Rate (LIFR) for Olam Group (Tier 1, 2, 3 and 4) also improved to 121 in 2021 from 72 in 2020.

Despite the overall progress and our best efforts, we could not prevent the loss of 14 precious lives in our business last year. The majority (11) of these incidents involved road accidents, and we are intensifying our focus on vehicle related safety as part of the implementation of our 7 Life Saving Rules as well as implementing key actions to help reduce risks. For every incident we have conducted a detailed investigation using ICAM (Incident Cause Analysis Methodology) to learn all possible lessons, to reduce the likelihood of future incidents occurring.

COVID-19

The pandemic presented challenges due to new ways of working with reduced supervision, minimal team building opportunities, knowledge sharing and culture building, leading to increased risk to mental and physical well-being. The reduced face-to-face interactions have also impacted training, auditing, and investigations, with all of them migrating to a virtual environment.

Two years on, we continue to have virtual interactions, a rotational work-from-home policy, travel restrictions and rules to minimise exposure. We have proactively helped our workers to stay safe by not only abiding by the local government regulations on precautionary measures but also promoting stricter controls and best practices at the workplaces. We have continued to raise awareness levels amongst employees and their families through ongoing education campaigns. In some operations, we also deployed technology such as Bluetooth-based personal trackers that made contact tracing very effective. In terms of emergency response, notable efforts included setting up COVID-19 isolation and treatment facilities and providing aid in the form of cash and medical supplies to local communities in geographies lacking in preparedness.

Olam Group

	Fatalities in 2021	LITFR in 2021
Africa	13	1.18
Americas	0	1.12
Asia Pacific	1	0.11
Europe	0	0.58
Total	**14**	**0.95**

Tier 1 facilities

	Fatalities in 2021	LITFR in 2021
Africa	1	0.08
Americas	0	0.74
Asia Pacific	0	0.12
Europe	0	1.48
Total	**1**	**0.20**

Employee and labour rights

We are committed to ensuring all our employees are treated with dignity and fairness. Through our Fair Employment Policy, we have set out a clear approach to providing a workplace where the rights of all our employees are respected.

The Policy reaffirms our commitment to adhering to national laws and to fully comply with the conventions of the International Labor Organization (ILO) and United Nations Global Compact's (UNGC) guiding principles on human rights and labour, to protect employee rights and provide a non-discriminatory workplace where diversity is valued. It covers key areas such as the prohibition of child and forced labour; workplace conditions; wages and benefits; diversity and inclusion; workplace health and nutrition; freedom of association and right to collective bargaining.

Our approach enables our operational sites to meet Policy requirements, while implementing further actions as they move through a maturity process. All our operational sites are required to meet and implement Level One of the Policy. Our aim is to audit locations with more than 100 employees on a two-year cycle; due to restrictions as a result of COVID-19 the planned 2021 was postponed and we will recommence as locations and access return to normal.

Our Internal Audit team carries out internal assessments across Olam-owned operations as to whether all policies are being implemented. During 2021, the team identified issues including non-compliance relating to over-time and minimum wage payment by a contractor, and an inconsistency in a local staff handbook which excluded reference to Olam's policy that it does not tolerate child or forced labour. Issues are addressed by the respective local teams.

To support our employees and workers, we have continued to provide training on employment laws, workplace rights and sessions for managers to build understanding and raise awareness of employment and labour rights. This includes:

- Almost 16,000 employees receiving sexual harassment training
- Over 12,600 employees trained on children's rights, women's rights and labour rights
- Almost 16,500 employees attending diversity and inclusion training
- Over 30,000 employees provided with health, hygiene and wellness training.

We are advancing on our commitments to improve access to good nutrition and nutrition education for employees across our workplaces, as part of our workforce nutrition goals. During the year we rolled out revised WASH (Water, Sanitation and Hygiene) standards for all our locations with over 97% of worksites with over 20 employees fulfilling all four minimum requirements relating to access to toilets, basins and fresh drinking water. See page 101 for more information.

Diversity, inclusion and equality

The diversity of our talent across our Company is fundamental to our continued success, yet we recognise the need to make progress to ensure inclusion, diversity and equality for every employee. To enhance our focus on diversity and inclusion, in 2020 we formed our IDEO – Inclusion, Diversity and Equality Council of Olam. The 14-strong Committee is tasked with embedding a culture of equality, openness and belonging by identifying and removing barriers to success for minority groups.

The IDEO has six key goals, to:

1. Create an inclusive and safe work environment that supports diversity
2. Encourage behaviours that reinforce an inclusive work environment
3. Ensure equality for all minority groups in Olam
4. Prioritise gender balance by;
   - Increasing women manager representation 20% by 2025 and 30% by 2030
   - Increasing senior women leader representation 15% by 2025 and 25% by 2030
5. Increase representation of ethnic and cultural minorities; and to
6. Drive nationalisation of managerial roles in countries with significant expat presence (Africa and Asia); 50% by 2025 and 60% by 2030.

More broadly, the IDEO will be measured on the successful creation of an environment where every employee feels welcome and a sense of belonging irrespective of their gender, ethnicity, sexual orientation, culture, age or religious beliefs. Each should feel they are afforded equal opportunities and fairness. Achieving all of this will help Olam become a more resilient, equitable organisation, one which attracts and retains a broad range of talent. We have set high targets to achieve by 2025 and higher still by 2030.

Voices for Change

To explore the representation of women across the organisation and any potential disengagement, we sought to gain a better understanding of current policies, practices and behaviours. In March 2021, 68 focus groups were conducted including almost 500 employees of mixed genders. The women surveyed collectively represented 60% of Olam's female managers. Participants shared their experience of working at Olam and identified barriers and concerns to their engagement and success.

The findings from the programme have been used to inform leaders and have helped the IDEO to address workplace practices, talent development and initiate a programme to review policies covering family benefits and health and wellness. These will be relaunched as progressive policies supported by country best practices.

GROW

Despite the name behind the acronym - Globally Reaching Olam Women – GROW is open to all individuals across our business, irrespective of how they identify. It is an annual programme which runs from March to December, matching mentors with mentees to deliver mutual benefits of personal and professional growth. Individuals are coached to develop career goals, to navigate current personal and professional challenges, and to build business knowledge. It has opened up broad opportunities to network and build greater reciprocal understanding of roles and areas of the business.

To complement our policy changes identified through 'Voices of Change', we have sought different ways of promoting the value of women across the Group. We leveraged our GROW network to run 15 seminars led by Olam women who were able to share their experiences of working in the organisation to help build a broad understanding of barriers and culture, as well as to share successes to inspire colleagues of all genders and levels in the organisation.

GLOW

GLOW – Globally Lifting Olam Women was launched in April 2021 and focuses on three chapters:

- Discover your potential
- Influence and collaborate
- Create impact

This programme complements GROW, offering women an on-demand learning programme with both internal and external resources to develop their career, including structured learning from some of the world's best business schools. Individuals can get involved in flagship initiatives across the Olam group and work closely with peer mentors. Over 150 women engaged in mentoring during the year.

Diversity in hiring

We ensure diversity in our hiring practices, and we are proactively filling 20% of management roles with women. The selection panels include diverse representatives to remove any gender and racial bias. This year we successfully recruited several senior females into positions in Africa. They were also nationals, which supported our localisation agenda to advance our focus on creating more opportunities for local talent. By 2025, our goal is that local talent should hold 50% of leadership roles in their own market.

Empowering women to start a career in the Republic of Congo

Construction and carpentry are jobs often associated with men and that was true at Congolaise Industrielle des Bois (CIB) until a year ago.

CIB wanted to challenge that gender stereotype. They started Project MaC - 'Ménagère à Constructrice' or 'Home Maker to Home Builder' in the village of Pokala to offer women more and new opportunities.

The three-month programme trains women to build wooden houses and craft furniture, after which they can secure roles with CIB. When they finish the course, each is assigned a specific project.

One critical step in operationalising the programme was shifting the mindsets of people – especially men – on gender issues, women's rights and sexual harassment to ensure the working environment was welcoming and inclusive.

Since the programme started in March last year 46 women have been enrolled, including 23 in 2021. The initiative has received strong support from the community and NGOs. Partners like The Wildlife Conservation Society, the Congo Conservation Company and the Fondation Nouabale Ndoki (FNN) have been inspired to either join the programme or start similar ones in other parts of the country.

+ Read more in our blog series on olamgroup.com

Providing support for working parents

Many of our employees strive to manage the balance between parenthood and work. We have progressed our policies and practices around parenthood to support employees' need to care for their families, to offer flexibility at different life stages and to look after employees' physical and mental well-being, especially in trying times.

All forms of parenthood and family structures mean that every family is unique. Guided by our focus on inclusion and diversity, we seek to support all employees to be better working parents. We have moved away from a maternity and paternity policy, and instead promote policies which support primary and secondary care givers. This is in line wiht the ILO and WHO norms.

We are introducing 8 weeks paid leave for primary and 4 weeks paid leave for secondary caregivers, with 14 weeks paid leave for a new biological mother. Alongside flexible work arrangements (work from home, flexi hours and job sharing), we offer assistance for parents including child care and nursing facilities, employee counselling, miscarriage support, special needs child support and guidance services for adoption, fertility and surrogacy.

Adopting family-friendly, inclusive workplaces allow us to be an employer of choice, retaining and attracting diverse talent, and enabling employees to have the opportunity to excel both as a parent and an employee and achieve a work life balance.

Employee engagement

Listening to our employees and providing a regular opportunity to gain feedback and assess engagement is critical. We invite feedback formally and anonymously through a pulse survey every two years, as well as informal monitoring and our Hello@Olam survey.

In 2021, 83% (8,255) of the employees who received the pulse survey responded. Despite COVID-19 and a significant global Re-organisation, we achieved an overall employee engagement score of 71%, an increase of 2% on 2020.

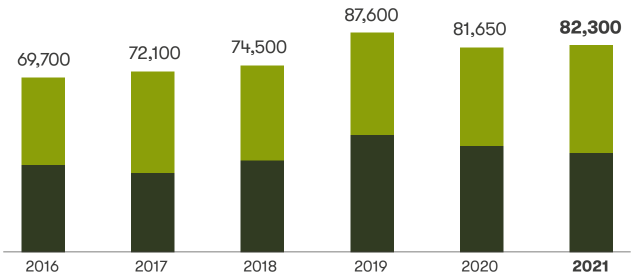
We have been able to use the information along with the responses from our Hello@Olam surveys to glean actionable insights and take quick and localised action, in addition to longer-term policy reviews and programmes.

Some of the changes we made during 2021 to maintain or improve engagement are:

- **Refining processes**
  We have digitised many of our HR processes, allowing colleagues access from any location 24/7. We have worked with front line employees to ensure we address grievances quickly through an effective employee feedback and resolution process.
- **Evolving managerial skills**
  We have improved the engagement culture through the milestone intervention of Leading Engaged Teams (LET). Based on the Manager Scorecard, the LET involved blended learning sprints over 6-9 months for managers of more than three direct reports. We focused on building skills around inclusivity, trust, mitigating bias, holding meaningful conversations and recognition. Circa 200 leaders participated, achieving a cascading impact on over 600 reports globally.
- **Changes to the workplace**
  With more individuals working from home, how we use our office space has changed. To support changes to our more flexible working policy, we've converted areas into hot desks which has allowed more collaboration spaces.
- **Scaled access to learning**
  iQuest - our first integrated Digital Learning Experience Platform - allows democratised learning globally. Each year we conduct over 30 iQUEST Insights webinars which reach over 5,000 colleagues. Topics include sustainability, customer centricity, operational excellence, digitalisation and AtSource. Strategic sessions are anchored by Olam leaders. External speakers have anchored themes of diversity, inclusion, resilience and personal leadership.
- **Recognition and performance management**
  Recognition and performance management continue to be key to maintaining an engaged and inspired workforce. In 2021 we expanded our Aspire platform to include frontline employees and below. We have also continued our local, national and global awards platforms and appreciation weeks.

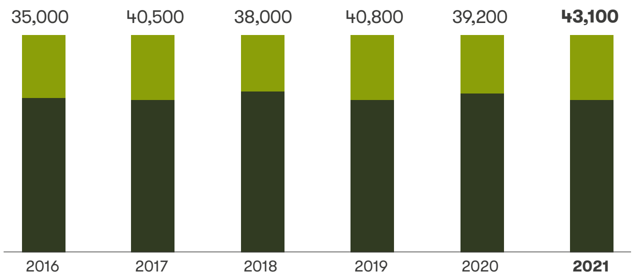
In numbers

Our workforce[1] (%)



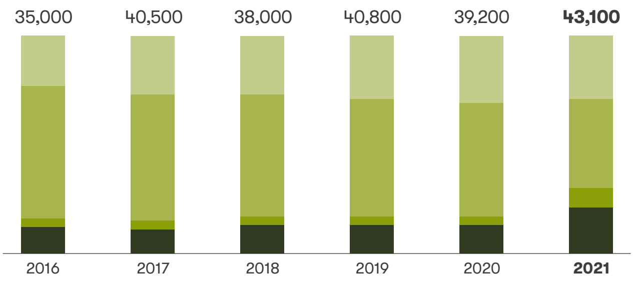
	2016	2017	2018	2019	2020	**2021**
Primary	50%	56%	51%	47%	48%	**52%**
Secondary	50%	44%	49%	53%	52%	**48%**

Primary workforce by gender



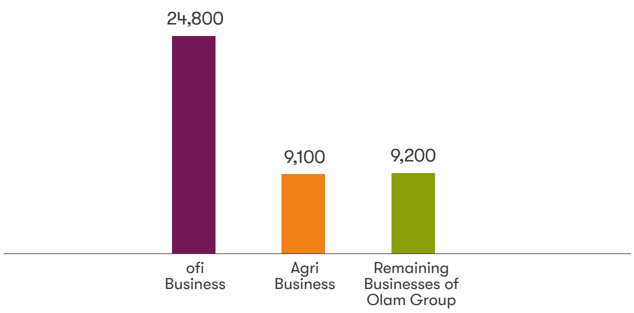
	2016	2017	2018	2019	2020	**2021**
Women	29%	30%	26%	30%	27%	**30%**
Men	71%	70%	74%	70%	73%	**70%**

Primary workforce by region



	2016	2017	2018	2019	2020	**2021**
Americas	12%	11%	13%	13%	13%	**21%**
Europe	4%	4%	4%	4%	4%	**9%**
Africa	61%	58%	56%	54%	52%	**41%**
Asia, Middle East and Australia	23%	27%	27%	29%	31%	**29%**

Primary workforce by operating group (2021)



1. Secondary workforce includes seasonal, casual, temporary and contract employees.

Natural Capital

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

"The urgency for action to combat the climate crisis is clearer than ever and we are pleased we are delivering concrete steps towards our goals. Our focus has been on enabling each business to make tangible progress as well as working more closely with partners to reduce our value chain's greenhouse gas (GHG) emissions and increase transparency and sustainability of supply chains."

Dr Christopher Stewart
Global Head, Sustainability

Q. What progress has been made in the past 12 months to address the environmental impacts of your operations and supply chains?

A. In the year of Glasgow's COP26, we have focused on climate action, a major responsibility in a sector which is the planet's second biggest GHG emitter. This has included not just looking at what we can do better within our own organisation but also prioritising how to work better with partners and peers. We have been focused on the reduction of GHGs, including 'Scope 3 emissions', i.e. emissions from our third-party suppliers (such as farmers and farmer groups), as these are by far (>95%) the biggest part of our footprint, which requires us to work with and influence farmers and suppliers to implement climate-smart measures.

Our businesses and climate footprinting experts are collaborating on a Climate Action Playbook. It helps us to identify hotspots of GHG emissions from the primary data we collect at farmer group level, identify actions to reduce those emissions and estimate the potential overall reductions in a given farming system. It uses the digital footprint calculator that we developed for AtSource[1] and models the outcome of different interventions, which allows us to plan and cost climate actions. Ultimately, we want to create a suite of practical tools to help us forecast GHG reductions and link these with product profiles on our AtSource sustainability insights platform. We have been engaging with customers directly on testing this approach. This includes working with coffee, cocoa and nuts customers, so that we can provide verified GHG reductions for their supply chains with sustainability programmes in place.

With improved GHG data collection and reporting, we've worked with the consultancy South Pole on a Fast Track Climate Assessment, reviewing seven products[2] across 14 geographies in 27 different supply chains. We have concluded the potential for GHG reductions on-farm is on average around 31% and can be more – in rice for example, by using alternate wet and drying systems that eliminate methane, a potent greenhouse gas, reductions can exceed 50%. The big challenge is that decarbonisation requires both investment and behaviour change, and farmers will not readily adopt methods for GHG reductions that lower their yields or incomes.

Accurate data is the key to unlocking the potential for making further reductions and one tool we have developed – Terrascope[3] – will enable us and other businesses to address the frictions and data uncertainties around GHG emissions; it leverages Olam's existing carbon accounting expertise and both internal and external databases to create a product that enables companies to better measure, manage/abate, verify and collaborate on carbon emissions.

1. Visit AtSource.io for more information
2. Cashew, cocoa, coffee, cotton, hazelnut, palm and rubber
3. Read more about Terrascope, on page 54

We have worked with Vivid Economics on climate risk assessments – in line with Intergovernmental Panel on Climate Change (IPPC) scenarios – at our upstream farms, estates, and associated assets. The findings include transitional risks which are regulatory, market risks and other non-direct physical risks and potential financial impact. In 2022 we expect to complete a full risk assessment of all our Tier 1 processing plants.

Another significant assessment we have progressed in the past year is improved mapping of deforestation threats and issues, including working with Satelligence, a remote sensing specialist, to better understand satellite data and what it tells us about deforestation risks in our supply chains. In our own farms and plantations, we have direct oversight and control but understanding deforestation close to, or linked to, smallholder suppliers is a huge task. We are going beyond what we achieved with our Forest Loss Risk Index tool, which helped identify hotspots predominantly in cocoa and coffee supply chains, by mapping the actual land use change in individual farms over the last 20 years.

With Metabolic, a specialist consultancy, we have defined planetary boundaries for our pepper plantations in Vietnam and our coffee supply chains in Peru. We are looking at soil, water, and biodiversity findings to develop strategies for achieving a net positive impact on the environment, aiming to create programmes to achieve this from 2022 onwards.

Q. Why does Olam place such importance on the value of Natural Capital?

A. Natural Capital affects every industry and business model but in the agricultural sector we survive and thrive every day because nature provides direct services to our business. The value of these services is often taken for granted, but if it's threatened or depleted, the impact – on yields, communities and the entire value chain – becomes apparent very quickly.

When the Dasgupta Report on the economic value of biodiversity was published in early 2021, our Executive Director, Co-Founder and Group CEO Sunny Verghese highlighted how, now, more than ever, it is vital to recognise the interdependence of protecting our natural resources and improving social equality alongside economic growth. It is clear that measuring economic success has to be done in the context of how we protect and enhance the natural world.

We need to understand where Natural Capital costs are highest, so that we can act to reduce them efficiently. Earlier this year, our Cocoa Compass Impact Report set out Natural Capital costs. See the Climate Action section of this report on page 86.

Highlights

2.53 million ha

under Olam management[1] of which ~2m ha are forestry concessions in the Republic of Congo

28%

under conservation or social set asides (e.g. HCV, HCS)

~1.6 million ha

land area where farmers are given sustainability support

826,000

smallholders given sustainability support[2]

10.3 million ha

land area estimated for all non-supported third-party farmers

1. Includes almonds, cocoa, coffee, dairy, cotton, black pepper, palm, rice and rubber
2. Excludes poultry and fishfeed smallholders to whom the Animal Feed and Protein business provides economic opportunity support but does not buy their produce

The importance we place on the value of Natural Capital demonstrates that we understand that it is an essential response to the impacts of agriculture on the living world, where forest loss has occurred.

It is why we consider our Finance for Sustainability (F4S) team to be so critical to our multi-capital accounting model and our ability to address the most important supply chain sustainability issues. By reporting better on Natural Capital impact, we hope to catalyse action with programme partners, finance institutions and customers to focus investments efficiently on the key drivers of environmental impact. Read more about Finance for Sustainability (F4S) and our work on Integrated Impact Statements (IIS) on page 110.

Q. Olam has been an advocate for more transparent and sustainable supply chains. How have you demonstrated your commitment to these objectives?

A. In 2021, we published our first Cocoa Compass Impact Report, which provided a detailed perspective on many of our Natural Capital priorities and our progress during the previous year. We achieved our first milestone of 100% traceability in our direct supply chain – we can now track cocoa at every stage of its journey from the farm or community. This is the equivalent of 12% of the world's cocoa.

By 2030, we aim to reduce cocoa's Natural Capital costs by 30% across our global cocoa supply chain. We have moved closer to achieving that goal after introducing satellite technology to map tree cover across the entire direct cocoa supplier network.

With data about both large-scale land use change Forest Loss Risk Index (FLRI) and farm-level tree loss (farm-level mapping), we can better understand the responsibility of farmers and farmer groups who grow our products for land use change, as well as other actors, ask better questions, and take more effective action to eliminate deforestation in our supply chains. All of this means we can now better identify deforestation risk hotspots and take more targeted action. Combining better detection of deforestation with a better baseline helps ensure that the risks assigned to the farms are more accurate. This deepening of our monitoring methods allows us to refine our on-the-ground interventions to further combat deforestation, prevent biodiversity loss, and increase carbon stock, all of which takes us a step closer to achieving our 2030 goals.

In 2021, we launched our Cashew Trail strategy which aims to help the farmers who supply us with cashew, most of them smallholders in rural areas across Africa and Asia. The Cashew Trail sets 2030 targets across **ofi**'s cashew business – in line with the United Nation's Sustainable Development Goals (SDGs). These include increasing average yields by 50% and helping 250,000 cashew households to improve their livelihoods. We have also set goals on health, education, diversity and climate.

All these build on our previous successes. For example, 'Coffee LENS' - standing for 'Livelihoods, Education and Nature at Scale' – our coffee business' first formal sustainability targets for 2025 across its global, direct coffee supply chain. Also, our Sustainable Rice Platform programme in Thailand continues the strong partnership with the Thai government and the German development agency GIZ to reduce the GHG footprint while improving rice yields and farmer livelihoods.

Finally, our AtSource platform continues to deliver data to our customers on their sustainability programmes with us. This data means they know where action is required to fulfill the expectations of their consumers, as well as highlighting social and environmental benefits and impacts. We have now added animal welfare metrics and waste metrics. AtSource+ enables us to measure and communicate with customers on how we are doing with sustainability programmes.

Q. How is Olam engaging suppliers and farmers in its supply chains to persuade them to adopt more sustainable practices?

A. In the past year, individual businesses have been extremely active in delivering training and skills programmes. Some 352,000 farmers globally have received GAP training, including improving yield and quality, managing soil fertility, preventing pests and diseases and protecting the environment. Coffee closed in on a milestone figure of two million useful tree seedlings distributed since 2020.

Amongst our significant new projects, USAID's Gorilla Coffee Alliance in the Democratic Republic of the Congo stands out. This is a new partnership with USAID, Nespresso, TechnoServe, the Wildlife Conservation Society, and the Congolese social enterprise Asili to support sustainable agriculture and rural enterprise, and to reduce threats to the critically endangered Grauer's gorilla. Over five years, this initiative will partner with 8,500 farming households to improve their coffee production and sales and reduce poaching and deforestation around Kahuzi-Biega National Park in DRC's South Kivu province.

In 2020 we showed that our pilot programme with Wageningen University & Research to supply simple mechanisation for rice harvesting in Nigeria resulted in gains of US$200 per hectare, and a reduction in GHG of 1.7 tonnes CO_2 equivalent per tonne; we're now scaling up to reach a target of 32,000 farmers by 2025.

Q. How are governmental and industry-wide regulations and voluntary requirements driving action by Olam?

A. There are increasing expectations around industry action and transparency on climate change, and we are signatories of the Business Ambition for 1.5°C coordinated by the Science Based Targets (SBTi) initiative and follow the guidance of The Task Force on Climate-Related Financial Disclosures.

At COP26, we were one of 12 of the largest global agricultural trading and processing companies that pledged a shared roadmap for enhanced supply chain action consistent with a 1.5°C pathway in time for COP27.

Many of our customers are increasingly aware of the need to act on GHG emissions in their supply chain and some have set their own SBTs. Thanks to the granular data we collect at farm and farmer group level, and the industry-leading climate calculator embedded in AtSource, we are exploring pathways to low-carbon raw materials and ingredients that meet our customers' needs and ambitions.

We support regulations such as the European Green Deal, which covers cocoa and other deforestation risk commodities, that are likely to require mandatory due diligence for companies to carry out checks on supply chains to prevent human rights abuses and environmental damage, particularly deforestation, as well as UK regulation on forest risk commodities. Olam has signed up to a multi-stakeholder initiative asking the UK and EU to put together a mix of measures including better regulation to create a level playing field in importing countries, and incentives for producing countries to tackle deforestation.

Q. How will Olam continue to maintain its focus and actions across its operations and supply chains following the Company's Re-organisation?

A. The Re-organisation will allow each business to thrive in the most efficient manner – it will mean we can be even more focused on what works best and where, but the commitment to sustainability remains integral to Olam's new operating groups. Different farming systems and origins pose different challenges, and it is vital that each operating group has a sustainability strategy that matches their configuration of assets, origins, customers, and stakeholders, focusing on what is material.

We will carry forward some goals – for instance our Climate-Commitment, and will be setting these out in 2022. AtSource will continue to provide information and insights which support new partnerships, and we will continue to build on our metrics and methodologies to monitor our operations and supply chains.

Engaging with stakeholders

Across our businesses and geographies, we collaborate, engage and listen to our customers, NGOs, certification bodies and communities. Through multi-stakeholder forums including as Co-Chair of Champions 12.3 on food loss and waste; as a founding member of the Sustainable Rice Platform (SRP); member of the Cocoa & Forests Initiative; and the Roundtable on Sustainable Palm Oil (RSPO).

We are partnering to develop and implement projects to deliver tangible impacts, such as with the Wildlife Conservation Society in the Congo Basin to protect wildlife, improve habitats and support communities (see page 88) and with the Rainforest Alliance to promote sustainable practices and protect landscapes amongst cocoa and coffee farmers.

We also continue to engage through sector scorecards:

- SPOTT Sustainable Palm Oil – ranked 20th out of 100 companies; score declined 3.0% points
- SPOTT Timber and Pulp – ranked 4th out of 100 companies; score increased 1.7% points
- VOICE Network Cocoa Barometer and Hivos/NGO Coffee Barometer

In relation to grievances, we continue to publicly report and publish grievances related to our palm supply chain. In April 2020, we voluntarily commenced a process with the Forest Stewardship Council (FSC®) on a complaint by Mighty Earth that the development of our palm plantations in Gabon contravened FSC's Policy of Association. The process slowed due to the challenges of organising field visits as a result of COVID-19, but we remain committed to an open and transparent process with FSC®.

During the year, we received some minor environment-related fines from local authorities related to handling of solid waste, subsoil use and construction issues.

+ Read more in the GRI and SASB Index on olamgroup.com/investors/investor-library.html

Goals dashboard

2020 goals have been retained and aligned for 2021 during the Re-organisation. Each operating group is developing relevant goals to ensure maximum impact.

Material Area: Climate action

SDGs 2.4; 7.2; 13.1; 13.2

Timeframe	Goal	Status	Read more
By end of 2021	All Olam farms, plantations and Tier 1 facilities to have implemented their 2020 GHG Reduction Plans 1. Operational efficiency 2. Avoid High-Carbon Stocks for land development 3. Climate-smart agricultural practices	**Achieved**	Pages 80, 86
By end of 2021	36% of renewable energy and biomass sources at Olam's Tier 1 facilities (from 2015 baseline of 15%)	**Achieved** In 2021, 26% of Olam's total energy use for (Scope 1 and 2) was covered by renewable energy and biomass sources in comparison to 22.3% in 2020. The improvement was driven in the most part by an increase in energy use efficiency in cocoa, edible oils, rice and coffee platforms in Tier 1 processing facilities.	Page 106
By end of 2021	Implement the Olam 2020 climate-smart Agriculture (CSA) programme	**On track** Completed study of the emissions reductions pathways for 27 supply chains and started development of a Climate Action Playbook with AtSource.	Pages 80, 86
By 2030	Reduce GHG emissions by 50% both in own operations and Olam-managed farmer programmes	For Scope 1 and 2 in relation to our own processing operations, we have continued to increase our GHG efficiency from 0.13 in 2020, to 0.12 MT CO_2 e/MT of product in 2021. This is driven by increased processing efficiencies in our cocoa, grains and spices platforms. For Scope 1 and 2 emissions in our plantations, concessions and farms, we have improved our emissions to 1.72 MT CO_2e/MT of product, driven in the most part by improvements in our palm, dairy, rice and coffee production. Our Scope 3 (supply chain) emissions account for nearly 97% of total GHG. In 2021 we are reporting a significant increase in the total emissions to 87.5 MMT CO_2e, against 72.3 MMT reported in 2020. This increase is as a result of a greater accuracy in the way we apply emissions factors for our grains platform, which make up 56% of our Scope 3 (procured goods) emissions, rather than changes in the overall mix of products and volumes. However, the other major contributor to Scope 3 emissions is cocoa which has reduced significantly both in overall emissions and in GHG intensity per metric tonne of product.	Pages 54, 80, 86, 87, GRI report on olamgroup.com

Material Area: Healthy ecosystems

SDGs 11.4; 15.1; 15.2; 15.3; 15.5; 15.7

Timeframe	Goal	Status	Read more
By end of 2021	100% of Olam-managed plantations, concessions and farms to have implemented their Land Management Plan	**Achieved**	olamgroup.com
By end of 2021	100% of direct suppliers are covered by the Supplier Code based on a prioritised product approach. Priority products: cashew, cocoa, coffee, cotton, hazelnut, palm and rubber	**Largely achieved** In 2021, 92% of the directly originated volumes in the priority supply chains were sourced through suppliers we engaged on the Olam Supplier Code. Another 3% of the total volume can be added through addition of the CMIA Cotton sourced responsibly, bringing the total to 95%.	Pages 37, 96, 100
By end of 2021	Implement the relevant Living Landscapes Policy commitments	**Achieved** The timebound targets of the Policy were achieved in 2020 and are being maintained. In addition, in 2021 we brought on new landscape programmes including the renewal of the Ghana Cocoa Landscape Partnership, and the Gorilla Coffee Alliance in DRC.	Page 88

Material Area: Water

SDGs 6.1; 6.2; 6.4; 6.6

Timeframe	Goal	Status	Read more
Ongoing	Increased water use efficiency in Olam's direct operations	**On track** We have improved our plantations' water use efficiency by 9% against 2020 and have maintained our processing water use at 1.62 M^3/MT of product.	Page 89
By end of 2021	100% of priority supply chains to have water resource management plans	**Behind target**	Page 89

Material Area: Reduced waste

SDGs 12.2; 12.3

Timeframe	Goal	Status	Read more
By end of 2024	100% utilisation of by-products in own operations	**Behind target**	Page 41
By end of 2024	Zero waste to landfill in own operations	**Behind target**	Pages 41, 90
By 2030	Reduce post-harvest loss by 50% in own operations and Olam-managed farmer programmes	**On track**	Pages 90, 94, 101

Improving environmental impact and incomes of rice farmers in India

Our climate-smart sustainable rice cultivation project in Haryana state is reducing the environmental impact of producing Basmati rice while improving the livelihoods of farmers in the region. As a founding member of the Sustainable Rice Platform (SRP), we are partnering to create sustainable production of rice, a staple that feeds half of the planet.

The project, started in 2019 with fewer than 100 farmers, reached 700 in 2021 to improve the production of quality, sustainable, traceable, and safe Basmati rice across 4,000 ha – in line with the SRP Standard – while also improving farmers' livelihoods. We have introduced water-saving techniques including alternate wet and dry (AWD) drip irrigation and laser land-levelling. The successful implementation of AWD in 217 farms reduced the water withdrawal per kilo of rice produced from approximately 3,800 litres to 3,200 litres. So far, this has reduced total water withdrawal by about 300 million litres, with respect to rice purchased by Olam. We plan to scale up the AWD training programme to 1,000 farmers by 2023.

The project has delivered 20% reduction in costs, 12% yield increase and 30% net income increase for farmers by providing support to improve practices and an app to share information and demonstrations.

The project was recognised as a Finalist for the Reuters Responsible Business Awards (Partnership of the Year) and at The Federation of Indian Chambers of Commerce & Industry Sustainable Agriculture Awards in 2021.

We aim to harness technologies, digitalisation and health and safety initiatives to target GHG emission reductions of 50%, water savings of 10%, 80% increase in incomes and 100% traceability by 2025.

Climate action

A changing climate poses significant risks to agricultural supply chains, farms, businesses, and consumers that rely on them. We have worked on multiple aspects of GHG footprinting, climate change risk modelling, and GHG reductions and valorisation, to improve emissions measurement and reporting, identify priorities for mitigating risk, develop effective methods and strategies to reduce supply chain emissions, and understand how the necessary changes can be financed.

We significantly enhanced our confidence in our emissions reporting and our capacity to analyse, visualise and manage our emissions at many levels, from whole operating groups to individual businesses and regions, through the development of Terrascope, leveraging it to report our 2021 corporate emissions and taking it to others to improve the quality and usefulness of their emissions reporting.

On GHG footprinting for our operations and direct supply chains, we increased the number of farmers and farmer groups for which we have detailed emissions footprints, representing over 400,600 farmers across 31 countries and 32 products, and a land footprint of nearly 1.2 million ha. We can supply our AtSource+ customers with the GHG footprint of their raw materials and ingredients from farmer groups, across over 8,000 unique destination supply chains.

We have improved the models in the AtSource Digital Footprint Calculator by updating land use change emissions for farmer groups based on actual farm polygons recorded in the Olam Farmer Information System (OFIS), rather than a point and radius approach. Farm-level maps provide a more accurate GHG impact of the raw material produced; however, they are time and resource-intensive. We have updated farm polygons for over 250,000 individual farms on AtSource+. Other improvements include an update to our dairy products model to supply the GHG impact for fat and protein corrected milk, in line with industry standards, reducing the variance of milk's water content.

With the support of climate experts South Pole, we completed a Fast Track Assessment of GHG emissions hotspots and decarbonisation potential in cocoa, coffee, nuts, spices, palm oil, dairy and rice in 27 supply chains across 14 countries, representing around 2.93 MMT with a potential for 1.3 million tCO_2e carbon reduction. For example, changing from flooded rice to an alternate wet and dry irrigation system reduces methane emissions from anaerobic decomposition, with a potential reduction of 63% of GHG emissions, as well as significant livelihood benefits (see the adjacent case study). At the other end of the scale, it suggested potential reduction in onion and garlic farming for our USA operations is a much more modest 6%, which means we need to find other ways to reduce our footprint. The potential Science Based Target reductions across all products averaged 31% with technologies and practices available today.

Building on our learnings, and leveraging the data available in AtSource, we are developing a Climate Action Playbook to scale up our ability to pinpoint emissions hotspots in each farming system and supply chain, identify suitable measures to reduce or eliminate emissions, estimate the potential GHG reduction impact, and cost the intervention required. The ability to do this systematically as part of our normal way of business is key to meeting our SBTi targets. Identifying hotspots and estimating emissions means our customers can come with us on the journey to tackle emissions cost-effectively.

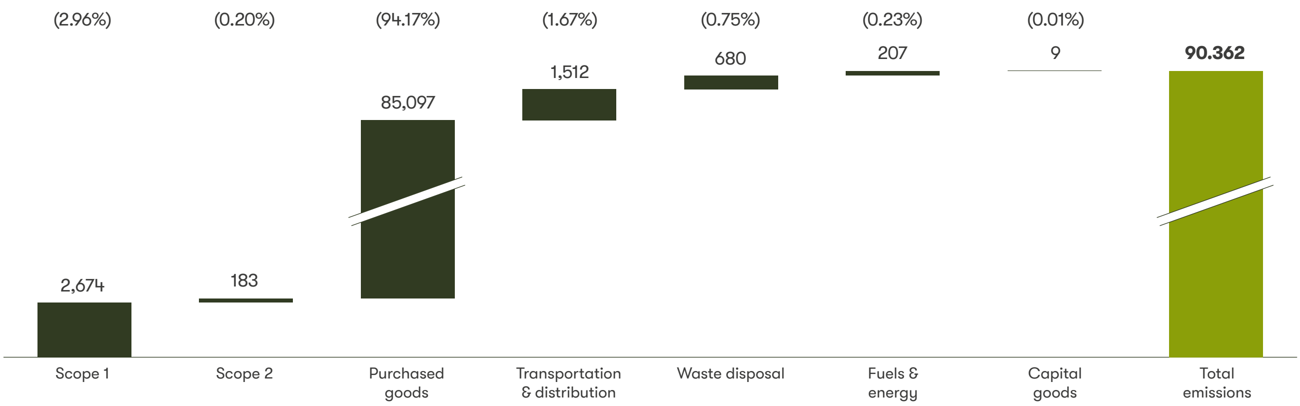
Reducing emissions requires investment, training, new skills, and behaviour change from farmers. We cannot persuade producers to adopt practices that will reduce their income or return on investment: this cost cannot be borne by farmers, especially smallholders who already struggle to earn a living income. Neither can we do this alone. Implementing a Net Zero pathway in agriculture requires a global realignment of regulations, technologies, finance, land use allocation and farming practices, and a willingness by customers and consumers to share the cost of decarbonising food, which has yet to be demonstrated at meaningful scale.

We, like others in our sector, are awaiting clarity on the rules which will govern GHG emissions accounting for SBTi (e.g. the publication of the SBT FLAG guidelines in 2022 and the GHG Protocol Land Sector and removals guidance, due in 2023) and will explain how food, fibre and forestry companies should account for emissions and removals from land use and land use change. Nature Based Solutions (locking up carbon in trees, soils and natural ecosystems) are a critical part of the Net Zero journey, and the accounting rulebooks need to be clear to unlock the necessary finance for farm-level removals, community or landscape level insetting and nature-based offsets further afield. Despite this, the second half of 2021 was marked by intensive discussions with leading customers on decarbonising coffee and cocoa in particular.

Another major advance was the first Natural Capital Valuation for the cocoa platform (Cocoa Compass Impact Report 2021). Cocoa has committed to a 30% Natural Capital cost reduction by 2030. The 2018 baseline agricultural Natural Capital cost of a tonne of cocoa beans from those farmer groups who are part of our managed sustainability programmes, was over US$1,402 per tonne, of which 85-90% came from GHG emissions primarily from land use change which we are addressing through the programmes to end deforestation. In 2020, the cost was reduced to US$1,283 per tonne.

We have made significant progress on Climate Risk assessment, working with climate experts Vivid Economics to complete assessments for 10 products where Olam owns and operates significant upstream farms, plantations and orchards. We examined three 2050 scenarios, including business as usual (BAU) where carbon pricing and regulations prove impotent to curb emissions (a 4°C increase), and two 1.5°C 'Transition' scenarios driven by policy changes and technology improvements respectively, and modelling the impact on upstream profitability of physical risks (chronic shifts in local climate as well as acute events such as extreme heat, flooding, fires etc.) and transition risks (regulatory changes, carbon pricing, consumer trends, technology shifts etc.). Our upstream businesses vary in their sensitivity to these risks but are expected to on average be 9-14% more profitable under the 'Transition' scenarios than under BAU. The models predict climate risks are immediate, with impacts felt this decade. A second phase is underway to cover all Olam's Tier 1 processing facilities and their supply chains, with results expected in 2022.

Olam's total emissions in 2021, collected through Terrascope



Revitalising livelihoods, landscapes, protecting Gorillas and some of the world's rarest coffees

Despite the world's most exclusive Arabica beans growing in the DRC, coffee production has not reached its potential due to years of civil conflict. ofi works with over 2,000 vulnerable smallholder farmers living between Lake Kivu and the Kahuzi-Biega National Park, to reach 8,500 smallholders by 2026, within USAID's Gorilla Coffee Alliance (GCA) Activity initiated through the USA Agency for International Development (USAID)'s HEARTH in partnership with Nestlé Nespresso (Nespresso), ofi, TechnoServe (TNS), Asili and the Wildlife Conservation Society (WCS) to develop a robust and inclusive cofeee sector in South Kivu.

Under GCA, a revitalised coffee industry in South Kivu will become a stabilising force in the region by improving human well-being through increased incomes and investment in critical services, generating economic benefits tied to the protection of the Kahuzi-Biega National Park (KBNP) and its biodiversity.

KBNP is a UNESCO World Heritage Site and one of the few remaining habitats of the critically endangered eastern lowland or Grauer's gorillas. The GCA is working to improve park–people relations by supporting local communities to organise activities around conservation issues and link the coffee produced in the landscape to KBNP. More than 8,100 smallholder farmers will adopt regenerative agronomy best practices to increase coffee yields and incomes while rejuvenating landscapes and protecting biodiversity. Additionally, 65,000 people will gain access to safely managed water services, as part of efforts to improve the health, nutrition, and resilience of households around the park.

Healthy ecosystems

Maintaining a positive, sustainable relationship between agriculture and nature is critical to conserving biodiversity while producing the crops needed for the world's population and protecting the livelihoods of farming families who depend on them. We believe farmers, communities and healthy ecosystems can not only co-exist but can prosper.

During the past year, we have continued to advance our approach to protect High Conservation Value (HCV) and High Carbon Stock (HCS) areas, as well as conserve species and biodiversity in line with our Living Landscapes Policy (LLP).

In the Republic of Congo, our wood business subsidiary, Congolaise Industrielle des Bois (CIB), renewed its agreement with the Wildlife Conservation Society (WCS) and the Ministry of Forest Economy (MEF) to protect wildlife around the Nouabalé-Ndoki National Park in northern Congo as part of an ecosystem protection project.

The national park is a UNESCO World Heritage site, recognised for the importance of its animal and plant biodiversity, and the agreement protects a crucial biodiversity corridor allowing endangered forest elephants, chimpanzees, and western lowland gorillas to move freely between the park and the Lac Télé Community Reserve. Supported by eco-guards and the local community, it is tackling poaching and protecting endangered animals. In 2021, 432 patrols were carried out, including joint patrols with the Lobéké National Park of Cameroon, leading to 166 arrests relating to the capture, trafficking and possession of African grey parrots, and killing of gorillas.

During the past year, our Olam Palm Gabon operation achieved its goal to become fully RSPO-certified by 2021. This milestone underlines its focus on being the leading certified producer of palm oil in Africa and its commitment to sustainable practices that are protecting 99,000 ha of HCV areas (50% of its overall oil palm concession). The elimination of former commercial hunting has led to routine sightings of endangered species such as gorillas, chimpanzees, forest elephants and even a hippopotamus (a species not seen by locals since the 1950s).

Transparency and traceability are at the heart of our approach to preventing forest loss and restoring existing cocoa landscapes. We are investing in GPS technology to monitor and map deforestation risk, plant forest trees to increase carbon capture and deliver the tools and training farmers need to grow more cocoa on less land. In 2021, we distributed 2.4 million trees for agroforestry and income diversification and trained 287,000 farmers on the importance of preserving forests.

Water

Water is the lifeblood of agriculture and food production and managing freshwater is fundamental to our operations and supply chains, as well as to the communities and environments in which we operate.

We use the WRI Aqueduct Tool to assess and inform our water risk management. At the last assessment in 2020, 30% of our upstream plantations, concessions, farms and Tier 1 processing plants were found to be in high or extremely high water stressed regions.

All processing, manufacturing, and farming operations have plans to reduce wastewater and improve water efficiency:

- In Indonesia we are developing – with Mondelēz – a sustainable commercial cocoa farm equipped with a drip irrigation system for 1,000 ha planted area. In addition, it allows tailored application of fertilisers adjusting to soil conditions and trees' production.
- Our coffee facility in Vietnam has installed a pH correction system to enable condensate water from evaporators to be reused. It has updated the reverse osmosis system to recover and reuse reject water, reducing water intensity.
- In our palm plantations in Gabon, work on the irrigation project delayed by COVID-19 restarted in Q1 2021; this will help irrigate 23,089 ha and support yields during extended dry periods in Gabon.

98.5% of our freshwater footprint is in our supply chain and, for our third-party supply chains. We engage with large-scale producers to improve efficiency, for example, we work with onion growers in Egypt to transform practices and increase water efficiency.

Sustainable drip irrigation in California, USA

In California's Central Valley, which can be vulnerable to droughts, we are working on approaches and technologies to improve yields for onions grown for dehydration and significantly reduce water usage and costs.

Onions are shallow-rooted and unless moisture supply is constant, they bulb early and may be small. Currently, onions are mostly grown using sprinklers; however, we are seeing increased yields using drip irrigation.

There are several challenges growing onions this way. One is the upfront expense to remove sprinkler pipes and install drip equipment. Once in place, the mechanical harvesting of onions means that drip tape needs to be shallow enough to be removed before the soil is dried out and harvest begins; the thickness of drip tape, depth, soil type, and number of lines is also critical in ensuring that water spreads evenly.

To address this, a system is being designed specifically for dehydrated onions. For growers, the results will be fewer inputs and reduced water use in drought-prone California; while Olam will benefit from strengthened partnerships, increased yields, and access to land near processing facilities. Critical to the success of the project is creating a method for removing and recycling drip tape at the end of the season that will not affect the quality of processing onions.

Our aim is to improve grower economics – including lower water costs, reduced fertiliser and fungicide application – and build relationships with growers.

Reducing post-harvest losses for Nigerian rice farmers

Food loss and waste initiatives are a key component in achieving Olam's 2030 sustainability goal of a 50% reduction in post-harvest loss in both our own operations and Olam-managed farmer programmes.

In 2018, a study conducted by Olam with Wageningen University & Research (WUR) found that Nigerian rice farmers were losing an average of 35% of their harvest because of inefficient harvesting practices; 12% of the problem arose from manual harvesting, 11% from manual threshing and the remainder from inefficiencies in winnowing, packing, transportation and others.

The findings led us to provide – in partnership with the Japanese Government's Grassroots Programme and Nasarawa Government – 20 mechanised reaper harvesters and 20 mechanised threshers for 700 farmers in our outgrower programme. In partnership with the German development agency GIZ, we also trained 40 youth as operators and engaged them to distribute the equipment across 700 hectares.

This first mechanisation pilot, completed in 2021, saw immediate results: an increase in paddy yields by 14% per hectare boosting farmers' net income by US$189 per hectare as well as significantly reducing greenhouse gas emissions by 1,696 kg CO_2-equivalent per hectare. Labour costs were halved because of the shift to mechanisation.

We are in discussions about scaling up the 2020-21 pilot to all of Olam's 32,000 smallholder rice farmers in Nigeria by 2025 through partnership with Heifer International, farmer cooperatives and Hello Tractor.

Food loss and waste

Crop losses have a significant impact not only on the livelihoods and welfare of farmers and their families, but also on global food security when nearly one in ten people worldwide are undernourished.

We have continued to advance work in our own supply chains to reduce post-harvest loss by 50% in both our own operations and Olam-managed farmer programmes by 2030, as well as maintaining our engagement on this topic with private and public sector stakeholders through our Executive Director, Co-Founder and Group CEO, Sunny Verghese's role as Co-Chair of Champions 12.3, our membership of the WBCSD task force on Post-Harvest Loss and co-leadership of the Sustainable Rice Platform (SRP) Food Loss and Waste task force.

Following our study, in partnership with Wageningen University & Research, on post-harvest losses amongst rice farmers in Nigeria, we have implemented a programme to increase mechanisation. Access to threshers and harvesters has delivered impacts with farmers' yields and incomes rising, labour costs halving and GHG emissions per tonne of rice falling. The programme is being scaled-up to 32,000 rice farmers in Nigeria, while learnings from the study are informing similar potential post-harvest loss interventions in cashew and sesame in Nigeria, quinoa in Peru, cocoa in Cameroon, and chilli and black pepper in Vietnam.

As the co-lead with Mars for the SRP Food Loss and Waste workstream, we have worked on a practice-based approach to loss and waste across smallholder rice value chains. This approach aims to reach 10,000 rice farmers across Vietnam, Thailand and India.

The winners of the 2021 Olam Food Prize for Innovation in Food Security are making an important contribution to reducing the impact of on-farm food loss during harvesting and storage. The prize was awarded to a research team led by Luwieke Bosma, from MetaMeta Research, Wageningen, in The Netherlands, and Dr Meheretu Jonas from Mekelle University in Ethiopia, that has developed a highly effective botanical rodenticide to help curb rats and reduce crop loss in Africa. They are poised to scale-up the roll-out of their innovation which could be a game-changer in tackling rodents, responsible for significant crop loss in the field and during storage in Africa.

"The often-forgotten rodent problem can cause up to 15% loss in food production and 10% in food storage. The Olam Food Prize bolsters our plans to expand the activities to more agricultural operations – both commercial and smallholder – and become the practical centre for integrated rodent management."

Letty Fajardo Vera,
MetaMe

Healthy soils

Land is the greatest asset for farmers, and it is founded on healthy soil. Our goal is to protect and restore degraded soil, which because of poor land management and farming practices has significant environmental and economic impacts.

Our primary efforts are focused on supporting and educating smallholder farmers, and over the year our businesses have delivered education and training to 268,000 farmers on best soil practices. Our coffee platform planted 1,053,984 trees in 2020 and a further 932,237 in 2021.

We are implementing programmes to tackle issues such as soil erosion and improving soil moisture, in order to help farmers to protect and rejuvenate soil.

Soil health is central to farmer livelihoods and climate action. In Côte d'Ivoire our team worked with cotton farmers on a practical soil health programme supported by Africa Cotton Foundation to support cotton yield and farmer income, involving erosion control, mulching, and composting; 530 ha of land was prepared with improved practices in the pilot phase and the programme aims to scale up to reach around 6,000 farmers in 2022. Since 2008, farmers in our cotton programmes have improved their yields to around 1,100 kg seedcotton per ha, a significant uplift. Land pressures force farmers to use the same land year after year, without being able to fallow, and continuous use of nitrogen fertilisers, without sufficient organic matter, acidifies the soil. SECO is working with farmers to increase Soil Organic Carbon (SOC) to improve soil quality through regular organic matter, such as farmyard manure, crop residue and kitchen waste compost. In 2021, SECO collected and tested over 4,300 soil samples to identify and map soil quality across the region.

Our cocoa business is participating in the CocoaSoils initiative alongside research centres, universities, and cocoa industry players to deliver improved cocoa plant nutrition and soil fertility management for cocoa farmers in Côte d'Ivoire, Ghana, Nigeria, and Cameroon. The five-year initiative aims to improve yields and avoid deforestation. Olam is supporting 170 farmer trials, out of a total 328 trials, in the four West African countries. The trials are focused on better understanding cocoa nutrient needs, and impact on productivity and on farmer income. The results are being used to develop recommendations for fertiliser use, assess the impact of composting on soil health, and develop tools for intensifying cocoa production sustainably to improve yields and reduce GHG impacts.

Implementing best practices for soil protection, Tchologo, Côte d'Ivoire

Soil is the key building block for food, feed, and fibre production. Yet degraded soil affects nearly one-third of the Earth's land, resulting in enormous costs to the environment, communities and the economy.

In 2021, our cotton subsidiary SECO undertook a major research project and introduced a four-part Soil Health Improvement Plan. The plan covers more than 90,000 ha in the Tchologo region of Côte d'Ivoire which are under cotton cultivation – alongside other cash crops – by more than 20,000 producers. The plan focuses on soil analysis, erosion control, composting, cover crops and green manure.

By linking soil health to yield and crop quality, the plan is teaching communities the importance of soil management. It has analysed 14 parameters and is compiling GPS data to roll out soil nutrient maps.

To prevent erosion and maintain nutrients in the fields it has landscaped 530 ha with gully treatment and stone walls for the 2021/22 season. Other preventive measures are being planned for the 2022/23 season including contour farming, grass strips and revegetation.

The plan is also educating farmers about a range of composting, including soil enrichment with organic matter, recycling of nutrients and reduction in chemical fertiliser usage. It developed two-week-ready compost and is exploring anaerobic compost, compost pits, vermicompost, and mulching.

To prevent topsoil erosion by harsh weather and enrich soil health 406 ha of cover crops have been sown, as well as introducing new varieties and different cropping systems.

Intellectual Capital

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

"COVID-19 disrupted and transformed our ways of working. While we were already advancing our digital capabilities, it has sparked rapid adoption of our digital technologies across our own organisation and the way we engage and transact with farmers, suppliers and customers."

Siddharth Satpute
Senior Vice President, Digital & New Ventures

Q. How has the pandemic impacted the adoption of digital technology in your company?

A. You will be hard-pressed to find multi-national companies which haven't put in place or expanded their virtual connectivity and productivity tools. We accelerated the adoption of virtual solutions for employees to interact with each other and with external parties safely and securely. Today, this seamless connectivity across our organisation has given our employees the freedom to work remotely while still having access to an office.

Q. What role is digital technology playing in your company's business strategy?

A. Digital technology is integral to the way we do business and is adopted across our entire value chain. It helps us to be a lean organisation and be able to quickly adapt to changing market demands to deliver our services to our customers more efficiently.

For example, CRM application has enabled our global teams to engage more deeply and collaboratively within our organisation and with customers. And thanks to advanced data analytics and using AI-powered predictive analytics we are able to analyse millions of data points to deliver more insightful and meaningful solutions to our customers.

We are using digital technology to make food value chains more environmentally and socially sustainable. Through mobile apps, we provide greater market access and value-added services to our farmers, suppliers and distributors which, in turn, facilitates more profitable business decisions. Our customers are able to track and trace the source of food products through a digital platform so that end consumers and customers know where their food is coming from.

Q. How is Olam advancing the adoption of digital technology in food supply chains?

A. In the food supply chains, we are pioneering the adoption of digital technology in emerging markets where we have a significant presence.

An example is the introduction of our Olam Markets mobile app to food distributors in West Africa. These distributors are crucial partners in connecting food manufacturers to retailers. Olam Markets transformed food distribution from a laborious manual process into a simplified digital one.

The app allows distributors to place and track orders, view their account balances and get recommendations on products based on their usage patterns. What used to take up to five days can now be done within minutes. The distributors can see the immediate and tangible improvement in operations.

In the past, we were limited to working with large distributors or wholesalers, who distribute to smaller businesses. Digital technologies allowed us to work directly with these small and medium sized businesses.

Launched in 2019, the app was a product of intensive research and close collaboration with distributors to cater to their specific needs, with new features being periodically added to enhance the user experience.

Olam Markets app is now live in Cameroon, Ghana, Nigeria and Senegal covering our snacks, culinary, rice, wheat flour, semolina and pasta businesses. Today, Olam Markets is used by more than 90% of our distributors in these markets including small and medium sized businesses. We have seen a major shift from offline to online transactions, with share of online growing from 17% in 2019 to more than 80% now. The adoption is such that monthly online sales have reached almost US$ 200 million.

In Brazil, we are helping to transform the lives of coffee farmers by digitally connecting them to the marketplace. Our multi-award winning Olam Direct mobile app allows them to view coffee prices on the market, set their own competitive prices and digitally review and sign all contract documents. Our goal is to have 100% of transactions done digitally on the platform by next year. This innovation is helping to transform how coffee is being traded in Brazil, and contributing to reshaping the industry.

Through digital technology, we are also helping to eradicate child labour in the cocoa industry. We were one of the first to introduce in West Africa a new digital solution that enables our employees and community leads to easily collect data to track children at high risk of child labour. The Child Labour Monitoring and Remediation Solution is transparent and integrates with AtSource, our digital platform which gives our customers much greater visibility of the supply chain of their products.

There is still a huge potential for disruption in farming in emerging markets thanks to digital technology. We will continue to collaborate closely with our partners, customers, distributors and farmers to make farming a sustainable profession.

Q. What are some of the opportunities and challenges you see in the future for the adoption of digital technology?

A. One big opportunity is to make food supply chains more sustainable. As we adopt more innovative climate-smart agriculture, such as tracking information on the quality of the soil, availability of water and changing crop patterns, we'll be better able to mitigate the impact of food production on the environment.

Making farming more profitable is another big opportunity. Using Olam's digital platforms, farmers get better access to markets and services and can make more informed decisions that improve their livelihoods. Digital technology is bridging the gap between the customer and the farmer and, as that happens, farmers are more able to set competitive prices and make better business decisions.

However, a challenge we face is to get farmers and suppliers more digitally-savvy. Digital technology allows them to improve their productivity and yields while reducing costs. As technology evolves, so will our ability to help the farmers. It is reassuring that the new generation of farmers does see the value in digital technology and is willing to work with us to digitise their operations where possible.

Social Capital

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

"We continue to stand with our farmers and their communities, delivering on our commitments towards a living income, promoting health and nutrition and leveraging trusted partnerships. We remain sharply focused on shared values that create our Social Capital and committed and confident about delivering on our pledges to create a social framework that allows our deeply valued relationships to thrive, and to build business resilience."

Julie Greene
Vice President, Corporate Responsibility & Sustainability

Q. Why is it so important that Olam ensures the broader prosperity and well-being of all its farming communities rather than just focusing on farmer output?

A. Naturally, there's a strong business case for wanting farmers and the communities behind them to be prosperous. If farmers see the financial and social benefits of working with Olam, then it gives them an incentive to continue to supply us and our stakeholders with high-quality produce; they will also be attracted by the finance, training, inputs and the reliable market access we offer to them year after year.

As a company we have to look beyond that aspect of our partnerships to our societal obligations to each other and to the planet; it's only in doing so that the value of our Social Capital can grow exponentially and have an impact well beyond Olam's immediate value chains.

For example, if we want to make more progress in areas like deforestation, then farmers need a certain level of income to allow them to make that commitment; they simply cannot see a reason to commit to environmentally sound practices – and eliminate cheaper but damaging or unacceptable practices – unless they are able to earn a good living. Every farmer, family and community will be stronger and more motivated partners if they can see the value beyond only a financial benefit to working with Olam.

Q. What programmes has Olam put in place to foster the prosperity of farmers?

A. Olam sources from a large network of farmers and supports 826,000 in sustainability programmes. We have developed a well-structured approach to equip farmers to improve their output, conserve and maximise the value of their crops and help them build their overall resilience.

Our first priority is to improve farmers' yields and the quality of their crops. This can include offering Good Agricultural Practices (GAP) training, essential farming tools, fertilisers and seeds, support services and tools such as for pruning and spraying and even the provision of tractors. Very often, we offer access to financial services and credit, including loans or entering into partnerships with banks.

We help farmers to avoid post-harvest losses to maximise earnings from their harvest. We do so by supplying post-harvest tools such as mechanised rice threshers and tarpaulins to stop crops landing on the ground, assisting with storage capacity like warehouses and quality bags. We make it easier and faster for farmers to access markets, with lower costs and less spoilage in transport or storage, by helping with improved infrastructure, pick up services and the ability to sell directly to us using our Olam Direct[1] platform.

1. Olam Direct is a smartphone app developed in-house that enables farmers to actuate sales contracts directly online.

We recognise we must help farmers to build resilience – and this has been especially important in the context of the challenges of the past two years. This includes crop diversification – enabling farmers to produce crops both for consumption and for sale – and investments in soil regeneration, erosion control and biodiversity. Building resilience in the field is critical to the ongoing development and appreciation of Social Capital. We are committed to positively impacting the livelihoods and well-being of farmers in our supply chain.

Q. What has been the impact of COVID-19 on farmers and communities; and is it a long-term problem?

A. COVID-19 has had a humanitarian and economic impact around the world, and we have seen setbacks in terms of progress towards the SDGs, particularly with respect to ending poverty and zero hunger.

Olam undertook a Farmer Barometer survey[2] in March 2021 and, unsurprisingly, we found widespread issues created by the pandemic. We spoke to over 3,400 Olam farmers in 19 countries and compared the results with our 2020 survey. Farmers indicated they had earned less during the prior six months, compared to the same period before COVID-19.

If there is an upside against this worrying backdrop it is that we were able to continue providing farmers and communities with the support, inputs and services that are part of our ongoing programmes and helped to minimise impact. Clearly, a fall in farmer income in one year means less available for re-investment in the following year; establishing a steady path to recovery will take time for the majority of smallholders and the scope of actions needed to improve farmers' outlook may need to be broader, deeper, and more sustained the longer the impacts of the pandemic are felt.

The need for partnerships will be more critical. Companies, governments, donors, civil society and communities will need to work together to deliver the essential support needed to safeguard investments, livelihoods, and to enable farmers to make a full and prosperous recovery.

Q. How do you demonstrate leadership and what third-party recognition have you had this year?

A. Our Code of Conduct commits us to 'do what is right' and we're constantly inspired to take action because every day we witness the benefits of building farmer relationships and the impact we can have on local communities.

Highlights

5.57 m

farmers getting digital agronomy advice[3]

826,000

farmers getting sustainability support

15%

of our farming network is female

5.9 m

crop seedlings distributed

We're constantly learning from the examples of our peer groups and collaborating with industry, academic and business bodies. We are proud of our continued progress and the recognition Olam has received. In 2021, Olam was ranked as the leading agribusiness and 22nd out of 350 businesses on the World Benchmarking Alliance's (WBA) first ever Food and Agri sector scorecard which assessed companies' contributions to transforming our global food system and their environmental, nutritional, and social impact. The WBA highlighted the progress still needed by the food and agriculture sector to transition the world to a sustainable food system and there is still a lot of work to be done to achieve the Sustainable Development Goals.

We are pleased to see our efforts recognised in Oxfam's agri-business scorecard, published within its report 'Shining a spotlight', a critical assessment of food and beverage companies' delivery of sustainability commitments. We are a leader in three out of five categories: Women, Climate and Small-scale producers. We constantly strive for improvement and are considering the recommendations to see where we can strengthen and scale our positive impact.

Q. How will Olam maintain its focus and goals across its operations and supply chains following the Company's Re-organisation?

A. While each entity will define its own culture and strategy going forward, the values and Purpose of Olam will be foundational to these new organisations.

The Re-organisation will ensure that each entity is recognising every opportunity to build and contribute to our overall Social Capital by investing in the right technologies and solutions suited to their respective strategies, products, and businesses.

2. Read more about the Farmer Barometer on olamgroup.com/content/dam/olamgroup/news-press-releases/blog-posts-pdfs/farmer-barometer-april-2021.pdf
3. Active farmers registered on OFIS, Olam Direct, Agri Central and Jiva platforms.

As the global economy is at a critical juncture to achieve the SDGs by 2030 – with the food and agriculture sector key to transitioning to a more sustainable future – it will allow us to sharpen our sustainability focus on delivering positive impacts and outcomes across the entities.

Our Social Capital commitments will remain central to delivering a more sustainable food system that has positive impacts for farmers, communities and nature. We will continue to engage with key platforms, organisations and stakeholders to make progress towards the UN SDGs and to support us achieving a more equitable, sustainable food system.

Q. Have there been any notable commitment updates in the past 12 months?

A. We have continued to work on advancing our programmes and partnerships during the past year and we have made every effort to ensure that our long-term goals and commitments have been safeguarded despite the pandemic.

In parallel with our commitment towards farmers earning a living income, we are carrying out a study to assess the Living Wage gap. We have been working closely with leaders in living wage initiatives including the Anker Research Network, Sustainability Accounting International, The Living Wage Coalition and IDH, joining the ‘Living Wage Call to Action’.

We have been active as a member of the Workforce Nutrition Alliance – which brings together the Global Alliance for Improved Nutrition and the Consumer Goods Forum – and we were a co-developer of the Workforce Nutrition Scorecard. During the year, we rolled out the scorecard to 50 worksites, to begin to build a baseline and inform action towards our 2030 goal of having nutrition programmes accessible to 100% of the workforce. We have been recognised by the Workforce Nutrition Alliance as a ‘Lighthouse Leader’ and by the World Benchmark Alliance as demonstrating best practice in the sector for workforce nutrition, an encouraging sign that we are making a significant contribution.

In addition to nutrition, we are working closely with fellow members of Champions 12.3 in focusing on the SDG 12.3 target of halving per capita global food waste at retail and consumer level and reducing food losses along supply chains.

We continue to focus on improving human and labour rights. Together with Wageningen University & Research, we commissioned a risk mapping of 60 businesses across more than 30 countries looking at labour rights and in particular the risk of child labour or forced labour in Olam’s supply chains. Based on the study, we have identified several locations at higher risk of child labour issues including Côte d’Ivoire, Ghana, Chad, Nigeria, Turkey and Brazil. We are identifying opportunities to mitigate risks. It is vital that we identify problem hotspots and continue to raise awareness amongst our employees, which we are doing through mandatory training for managers across our businesses.

Q. What steps are you taking to strengthen compliance with suppliers and to investigate reported grievances?

A. We reviewed our Olam Supplier Code with input from various stakeholders and benchmarking against industry standards and commitments. We continue to use our Sustainability Assessment Checklist, which we require our businesses to submit as part of the AtSource+[1] process to make sure they have no critical non-compliances among their suppliers. If a major compliance issue is identified, action plans must be developed, implemented and monitored to show progress towards resolution.

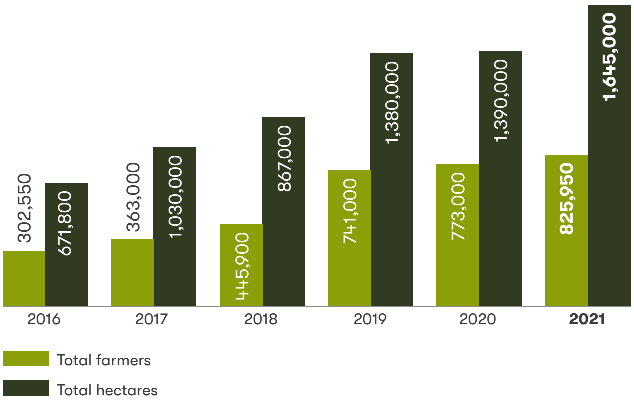
We are rolling out our new programme of human rights training to 3,500 managers to raise awareness and understanding of the root causes of issues, such as child labour, to support our objectives of ensuring greater realisation of human rights throughout the supply chain.

We are reviewing our grievance reporting mechanisms to increase awareness of local channels and to improve follow up, monitoring and record keeping. This helps individuals and communities raise concerns which can be addressed promptly and consistently, and allows for transparency.

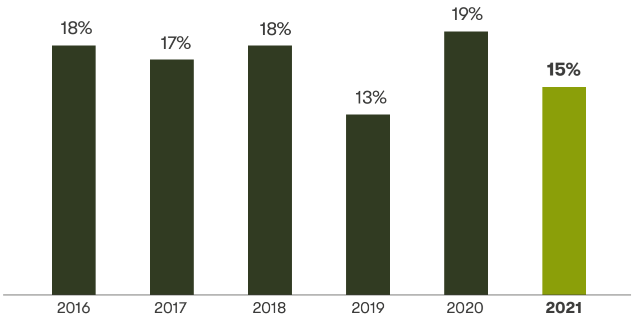
1. Learn more on AtSource.io

In numbers

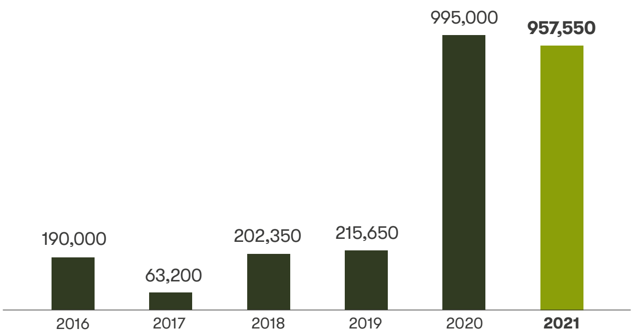
Economic opportunity – Smallholders in sustainability programmes



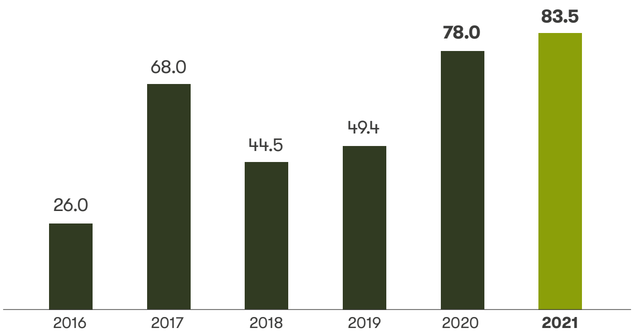
Diversity and inclusion – Women economically empowered within our supply chain (% female farmers)



Nutrition and health – Employees and communities reached under the Olam Healthy Living Campaign



Nutrition and health – Increasing availability of micro-nutrient fortified foods (servings in billions)



Goals dashboard

2020 goals have been retained and aligned for 2021 during the Re-organisation. Each operating group is developing relevant goals to ensure maximum impact.

Material Areas: Economic opportunity; skills and education; safe and decent work

SDGs 1.2; 1.4; 1.5; 2.3; 2.4; 4.4; 8.7; 8.8

Timeframe	Goal	Status	Read more
By end of 2021	Bring 1 million hectares under Olam sustainability programmes with an estimated 0.5 million smallholders	**Achieved** 1.64 million hectares (18% increase on 2020).	Pages 27, 36, 100
By end of 2021	Improved livelihood potential: 0.75 million farmers, including an estimated 0.5 million smallholders, plus farmer communities benefiting from cooperative support, school support, access to finance, producer goods, and economic infrastructure initiatives	**Achieved** 826,000 farmers receiving support (7% increase on 2020).	Pages 93, 95, 99, 102

Material Area: Diversity and inclusion

SDGs 5.5; 10.2

Timeframe	Goal	Status	Read more
By end of 2021	Support 100,000 women to access economic opportunities, including female farmers, processors, distributors, and workers supported or employed by Olam	**Achieved** 156,100 women supported of which 127,300 were women farmers, 13,100 in our primary workforce and 15,900 in our secondary workforce.	Pages 76, 77, 99, 102

Material Area: Nutrition and health

SDGs 2.1; 2.2; 3.3; 6.1; 6.2

Timeframe	Goal	Status	Read more
By end of 2021	Olam Healthy Living Campaign reaches 250,000 people, including community beneficiaries of health, water and sanitation infrastructure, health education campaigns, HIV testing, health check-ups, access to insurance initiatives, and similar services	**Achieved** 955,000 people reached	Page 101
By end of 2021	Produce 40 billion servings of micro-nutrient fortified foods	**Achieved** 83.5 billion servings (7% increase on 2020).	Pages 60, 101, 107

Economic opportunities

Reducing living income gaps of farmer households is critical to farmer livelihoods and to supply-chain sustainability. We have undertaken a living income assessment across six origins to understand the challenges and pinpoint actions to boost farmers' incomes.

With the Sustainable Food Lab, Global Living Wage Coalition (GLWC), the Anker Research Network and the Living Income Community of Practice, we contributed to the development of the first living income reference values for cocoa farmers in Cameroon, Democratic Republic of Congo, Gabon, Nigeria, and Papua New Guinea. These reference values allow our businesses, but also many other stakeholders, to determine living income gap, and for our cocoa business to progress towards 150,000 farmers earning a living income by 2030.

To support coffee farmers' incomes against price fluctuations and climate shocks, our 2025 goal is to enhance the livelihoods of 200,000 coffee households. We aim to improve access to higher value markets and technical assistance, and facilitate training for 100,000 coffee households on sustainable agricultural practices and/or business skills (reaching >10% youth and >20% women).

To advance our own – and sector-wide – progress, we have joined the IDH Living Wage Call to Action and the Steering Committee for the IDH Living Income Roadmap, which aims to help companies take actions. Olam also joined the WBCSD Business Commission to Tackle Inequality (BCTI), an initiative that will seek to mobilise the global business community to tackle inequality and generate shared prosperity for all.

We have continued our efforts to positively impact farmer livelihoods:

- In Côte d'Ivoire, providing maize seeds and inputs to cotton farmers has increased yields by up to 200%
- In Thailand, seed drilling machines have reduced the amount of seed needed by 80% and increased rice farmers' incomes by 10%
- Inputs training for 1,500 sesame farmers in Nigeria has resulted in up to 35% higher yields, up to 11% lower production costs and US$100-200 extra revenue per hectare.

Building yield and diversifying income for cotton farmers in CDI

To boost yields and provide more secure incomes for cotton farmers in Côte d'Ivoire, we helped farmers maximise their crops and diversify their incomes through maize – already a secondary crop.

Our cotton business covers 20,000 cotton growers over 80,000 hectares, generating 90,000 tonnes of seed cotton. Since 2014, our cotton has been Cotton Made in Africa (CMiA) and Better Cotton Initiative (BCI) accredited, with average yields rising from 500 kg per hectare in 2008 to 1,212 kg per hectare in 2021.

We distributed 482 tonnes of de-linted cotton seeds to 4,000 farmers, which has increased plant density from 50,000 to 70,000 plants per hectare, improving yields and revenues by 20%.

We set up 883 quality committees to train 4,927 farmers, transporters, and cooperative managers, and shared reference samples of cotton quality amongst villages. To improve cotton storage, we distributed 7,500 protective tarpaulins in 2021.

For 2021, the proportion of cotton classed as first quality at farmgate rose from 90% to 98%, generating an additional US$321,000 for farmers.

We provided 343 farmers with hybrid maize seeds, inputs and dedicated training. The farmers benefiting from this support produced an average of 4 tonnes per hectare – double the yields of similar farmers using conventional seeds, demonstrating the impact of our initiative for food security.

Putting children first in our cocoa-growing communities globally

In 2021, we broadened our affiliation with the Fair Labor Association (FLA) to conduct baseline assessments of our cocoa sourcing in Uganda, Indonesia, Nigeria and Papua New Guinea to deliver tailored sustainability programmes that put children first. In 2022, the FLA's recommendations will help improve our Child Labour Monitoring and Remediation System in all nine countries where we source cocoa. This is a crucial step towards our 2030 goal to eradicate child labour from our cocoa direct supply chain.

We're focused on preventing child labour by helping more children to go to school, such as providing birth certificates in Cameroon, and setting up scholarships in Ghana, Nigeria and Brazil, and arranging credit facilities for schools in the Pará region of Brazil.

Under the Transforming Education in Cocoa Communities (TRECC) programme, in partnership with the Jacobs Foundation and leading cocoa and chocolate companies, our financial support means over 200,000 children in Côte d'Ivoire have benefited from educational opportunities in the last five years. As part of the Child Learning and Education Facility (CLEF), an initiative with the Ivorian government, key chocolate manufacturers, cocoa processors and the Jacobs Foundation, we aim to provide education for five million children and affect the behaviour of 10 million parents in cocoa communities in CDI by 2030.

In CDI, the FLA has trained our sustainability leads, field officers and programme coordinators. Similar training is planned for other regions to help us tailor our labour standards monitoring and grievance mechanisms for each.

Safe and decent work

We have integrated human rights and child labour considerations into our core business processes and broader due diligence activities. Since undertaking a global human rights risk assessment in 2020 in 33 origins across 19 countries, we've complemented this with field assessments in high-risk areas, for example rice in Nigeria, cotton in Chad and Côte d'Ivoire, and coffee in Nicaragua and Brazil. This approach is enabling us to understand our hotspots and align with our objective to respect human rights and eliminate unacceptable labour practices in our operations.

We are investing in measures to reduce risks to children and to improve access to education, including:

- 256,000 farmer households covered by Child Labour Monitoring and Remediation Systems (CLMRS)
- More than 8,000 child labour cases resolved or under remediation action in the cocoa supply chain
- Developing children's safe spaces in coffee growing communities in Guatemala and hazelnut-growing regions in Turkey to offer education, vocational training and daily meals
- Supporting initiatives, like helping children to obtain a birth certificate, and to obtain scholarships as part of our Cocoa Compass goals
- Piloting a custom hiring model for tractors in Kong, Côte d'Ivoire to disincentivise children's involvement in manual and ox-drawn ploughing.

We are rolling out human rights training for our management team, and implementing robust outcome measures to understand, identify and address root causes of labour risks. Our revised Olam Supplier Code will be rolled out in 2022 to strengthen engagement with suppliers and help eliminate unacceptable practices. We're improving our grievance mechanisms to ensure individuals and communities can raise concerns so we can address these promptly and consistently.

Joining together with other businesses and stakeholders, we continue to support collective action. As part of the International Year of Elimination of Child Labour in 2021 we joined members of the ILO Child Labour Platform to make an Action Pledge to strengthen our efforts in high-risk origins. We're pleased to be ranked as a leader on children's rights for the third time by the Global Child Forum and, as part of its Business Sounding Board, we supported the development of a self-assessment tool, and collaborated with WBCSD and UNICEF on a new resource to give tangible steps for companies to eliminate child labour. We continue to participate in multi-stakeholder and sector-wide initiatives – including WCF and the Child Learning Education Facility (CLEF) – as a board member of the International Cocoa Initiative, and the Sustainable Spices Initiative to advance child protection.

Nutrition

Improving nutrition is central to the sustainable development agenda. One in three people are affected by at least one form of malnutrition, with many smallholder farmers globally facing seasonal food insecurity too. Latest data shows that global hunger is on the rise and that without bold action, 60 million people may still face hunger in 2030.

In 2021, we signed the Responsible Business Pledge at the Nutrition for Growth (N4G) Summit, committing to making nutrition a long-term priority and to making a meaningful contribution to achieving the nutrition-related SDGs.

We continued to implement our nutrition strategy in 2021, focusing on improving the nutrition of consumers, employees and farming communities.

For our consumers, we saw record-setting production of fortified foods in 2021. Fortification is a critical low-cost, high-impact solution to improve nutrition and tackle food poverty. Examples within our Group include Crown Flour Mills investment in Nigeria's first state-of-the-art vitamin premix facility[1], and our fortified rice is now available in Ghana and Cameroon.

Recognition as a leader by the Workforce Nutrition Alliance (WFNA) and the World Benchmarking Alliance was a key endorsement of our work to improve employee health and nutrition. As discussed in the Human Capital section of this report (pages 70 - 79), we completed the WFNA scorecard across 7 countries, covering: healthy food at work; breastfeeding support; health check-ups with a nutrition focus; and nutrition education. An example is the Democratic Republic of Congo, where we support our seasonal coffee workforce to access healthy diets by diversifying the food provided for free on-site. Increasing dietary diversity is one of the most effective ways to hinder hunger.

Our community-focused initiatives are driving meaningful change. Overall, our Olam Healthy Living programme reached more than 955,000 people, with 100,000 of them having access to new or refurbished health and water infrastructure. In farming communities, we supported 290,000 people in food crop production, trained 256,000 on occupational safety, 215,000 on health, wellness and hygiene, and nearly 70,000 on nutrition. In India, as part of our broader sustainability programme with IFC and the Government, we are equipping extension agents and leaders (Krishi Sakhis) of women's Self Help Groups with knowledge on nutrition, home gardening, and first aid.

We're partnering with Global Alliance for Improved Nutrition (GAIN) to create a master nutrition training kit based in behaviour change science. This is being piloted with our cocoa farming communities in Nigeria.

Olam Healthy Living programme

Olam Healthy Living (OHL) aims to improve the well-being of people in the workplace and the communities where we operate. In the more than ten years since its launch, the programme has expanded to promote wellness, prevent infectious disease and advance food security and good nutrition.

Taking a range of approaches to champion health and nutrition, OHL has this year reached over 955,000 employees, farmers, and community members in more than 30 countries worldwide.

In Vietnam, awareness-raising on the importance of continued breastfeeding took place all 12 nuts processing facilities. In Ghana, some 600 factory workers participated in nutrition sessions that focused on balanced diets and the effect of poor diets on health and productivity.

In Peru, in partnership with the Peruvian Association of Nutrition Professionals, training on health and nutrition, cooking demonstrations, and other support has contributed to significant reductions in anaemia among quinoa and chia farmers' children.

As we undertake the Re-organisation of the Olam Group, health and nutrition remain critical parts of our global sustainability strategy. We will build on the OHL legacy by focusing on improving food security and nutrition.

1. Read about our premix facility on page 107.

Empowering female farmers in Nigeria

In 2021, our Crown Flour Mills business in Nigeria launched a 300-million-naira (US$750,00), 10-year project to set up community seed enterprises enabling farmers to increase their wheat production.

The seed project is trialling new heat-tolerant varieties of wheat and improved agronomic practices using a participatory approach that directly engages farmers; but critical to its success is the engagement of at least 10 female farmers' associations to become drivers of change for their communities by training women to lead these community-based enterprises. These enterprises will produce and make available high value seed to farmers in local communities.

The female farmers are being trained on the most advanced agronomic practices for wheat cultivation so they can advise local growers. Periodic feedback sessions will be scheduled among the women farmers, the research organisations and the value chain stakeholders on the status of cultivation to identify areas for change and innovation. The simple concept of 'seeds and thoughts' facilitates the adoption of new technologies and increases economic opportunities for rural women. So far 7 out of the 12 lines trialled are showing promise. The goal is to advance the project with these genotypes in year two planting season. Harvest should be completed within the first two weeks of March 2022.

The project supports the federal government's drive for economic growth, the country's agricultural research capabilities, employment generation and community development, critically, it also embraces diversity and inclusion principles that will contribute to the economic empowerment of women in Nigeria.

Diversity and inclusion

Women play a key role in farming and are critical to tackling poverty and food security. While we have made considerable efforts to address the gender gaps, women farmers in some of our supply chains still face greater constraints in accessing essential productive resources, extension services, technology, and financial assets than their male counterparts. As a responsible company, we have enormous potential to drive inclusive growth and address this inequality in our supply chains, as it is essential for poverty reduction and improving women's socio-economic position.

We are advancing these goals through initiatives such as:

- In partnership with the German development agency GIZ, we have distributed beehives, personal protective equipment, honey presses and training to women in cashew farming communities in Ghana. The hives increase pollination and cashew yields, and are creating jobs and alternative income from the sale of honey and wax for over 2,000 women.
- In the Republic of Congo, 23 Congolese women became part of the 'Ménagère à Constructrice' or 'Home Maker to Home Builder'[1] project. The project aims to enable women to develop the skills necessary for construction of wooden houses in the Pokola region, with the possibility of working for Congolaise Industrielle des Bois – an Olam Group company. The workforce is dominated by men, and this project is part of training to promote an inclusive work environment.
- In its sustainability strategy launched last year, **ofi**'s dairy platform Rusmolco is championing agriculture as a career for women, promoting equal opportunities, flexible working and supporting women to assume leadership roles. 30% of the workforce is female, with 31% in middle management and 28% skilled workers.
- A study at our Kateshi coffee estate to understand the impact on the women's households and communities of our tractor training initiative has emphasised the economic empowerment to the women involved, and how it has encouraged more women to join the programme.
- A study of women farmers in the sesame supply chains in Nigeria revealed they face disparities in terms of access to resources, income, and finance, and that around 90% do not have bank accounts. We plan to use the findings to develop programmes that promote financial inclusion, create economic opportunities and ensure that women farmers equally benefit from our technical training and tailored services.

1. Read more about our Homemaker to Homebuilder Project on page 77 of this report.

Maintaining a robust response to COVID-19

COVID-19 has – and continues to have – a long reach. As the risks and impacts of the pandemic persist, we've maintained our approach to protect and safeguard our colleagues, our communities and our customers. Agility has underpinned our response to the pandemic, we have adapted new ways of working, new approaches to address the challenges we all face, and new solutions to keep our business moving forward.

We've worked hard to mitigate the impact of the pandemic on our global operations and supply chains to ensure we continue to best serve our customers. At the heart of our response, the health of our people remains our priority.

In addition to embedding best practice health and safety policies and full compliance with health authority guidance globally and locally, we've made robust resources available to our workforce to best support their physical and mental well-being, offering testing, support to access vaccinations and medical assistance. We've maintained working measures including staggered shift rotations, social distancing, driver screening and home-based working where possible. We've also restricted access to our facilities to critical visits only, limited non-essential domestic travel, and sourced and distributed ventilators, masks, gloves and hazmat suits to local health authorities and hospitals.

Across the communities in which we operate, we've strengthened our ties with local authorities, health organisations and NGOs to better understand the challenges on the ground. Education underpins our approach – we've harnessed the best digital capabilities available to us to ensure public awareness of health messages, recommended guidance and agri-support. Digital apps, 3D mask printing and access to support phone lines all form part of Olam's robust response to COVID-19.

Planning and agility have made business continuity possible. Our workforce has embraced our new working practices, and by continuing to monitor and anticipate supply and demand, we've been able to keep our supply chains and processing facilities open. With remote support from overseas hubs, which includes product formulation, packaging and design, Olam continues to support our customers – existing and new – with the supply of safe food ingredients and agricultural products.

+ Read more about our COVID-19 support on olamgroup.com/news/response-to-covid-19

Supporting the smallholder recovery

It's no exaggeration to say that farming communities are reeling from the impact of the COVID-19 pandemic. Progress towards the Sustainable Development Goals of no poverty and zero hunger has faltered.

In April 2021, Olam surveyed 3,400 farmers across 19 countries. Findings confirmed our experiences on the ground.

Farmers earned less money than they did pre-pandemic. As a result, they're being forced to diversify, by adding new crops, taking on extra labour jobs and starting up new businesses. Such diversification is an important indication of adaptability when times are tough but can impact smallholder farmer numbers and supply chains if livelihoods cannot be protected.

Olam is adapting our on the ground responses to adopt new approaches and extend financial support. Globally, we have overcome movement restrictions by hiring smaller trucks to get closer to farmers. In Côte d'Ivoire and Ghana, Village Savings and Loans Associations (VSLA) helped more than 1,100 women within cocoa farming communities.

40% of surveyed farmers found it hard to ensure an adequate diet with nearly one in five women surveyed having eaten less than men. Children have also been impacted, spending more time contributing to household income and less time in education as schools closed and labour was less available and increasingly less affordable. We continue to support farming communities and mitigate the impacts of the pandemic.

Manufactured Capital

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

"Manufactured Capital is critical to both our operations and ambitions as we chart an exciting new future. The increasing value of Manufactured Capital is reflected in our processes in order to serve our customers safely, efficiently and consistently."

Paul Serra,
President & Global Head of Operations, **ofi**

Q. How important is Manufactured Capital to the success and development of the businesses?

A. It's a bedrock because it represents the means by which we process all of the raw materials and ingredients that we supply to our customers globally. We see its value each day in each tier of our manufacturing – in primary processing at a country level where a commodity is collected from farmers and consolidated in its most basic form; and then as it is sold on to customers or goes to the Tier 1 processing plants which manufacture all our ingredients and products – for example, turning cocoa beans into the products for customers or the wheat we process into flour and pasta. A strong, efficient, safe and sustainable Manufactured Capital base is a vital and tangible strategic growth asset.

Q. What challenges and changes in supply and demand have you had to address during the year?

A. The past year has been incredibly challenging for most industries and for a sector as essential as food and agriculture, this has been especially the case. We are all aware of how the global economy has had to grapple with the challenges of the pandemic and now with recovery efforts. Inevitably, we have seen countries recovering and opening up at different paces and this has presented major challenges operationally as we try to meet changing customer demands.

We have had to deal with issues in sea freight and land logistics. Global supply chain networks were configured over many years to be efficient in a certain type of environment but COVID-19 created unprecedented levels of demand, coinciding with significant delays in major ports worldwide. There have also been some longer-term changes to respond to, such as changes in consumer behaviours. We've had to be nimble in making sure there is close and efficient coordination throughout the supply chain – and I'm proud to say that our teams have reacted and engaged well.

Q. What investments and innovations has the Company focused on in the past year to upgrade or expand operations and capabilities?

A. We continue to invest across the Group to grow our capacity as well as our capabilities for new products. We have invested in the new greenfield manufacturing facilities in our dairy and soluble coffee businesses along with the significant acquisition of Olde Thompson in USA to add to our spices platform. Each of these investments gives us not just capacity, but also new capabilities to meet changing consumer needs.

COVID-19 has been the catalyst for a much more rapid period of digital transformation. We have always aimed to put digital transformation at the centre of our activities, but we have been emboldened to step this up in our manufacturing in the last year. A good example has been our work with external AI partners to start using machine learning to analyse metadata on historical performance, weather patterns, waste levels, yields, etc. inside some of our plants. This information is synthesised in real-time to advise operators on how they should be setting up their equipment to get the most favourable outcomes. We have seen fantastic results in terms of improving waste levels, throughput rates, and consistency of quality of our products. We're now starting to scale this up across the organisation.

Q. How is the Company driving operational excellence and what success stories have you seen in the past year?

A. Operational Excellence is a multi-year transformation journey that has contributed towards our strategic cost savings programmes. It has three key components:

- Performance management and compliance
- Culture and organisational behaviours, and
- Practices and tools.

They are all geared to enable our business to perform better, faster and smarter, as we measure success using a set of 'metrics that matter' and continually sharpen our toolkit to deliver maximum results.

In 2021 we delivered US$54.5 million in savings within the context of our Cost and Capital Transformation Programme. This has been the major contribution from our manufacturing domain wherein a large part of our spends are covered under the operation excellence activities.

Whilst we have achieved a great deal already, operational excellence is a journey. To date;

- 50% of our large manufacturing facilities have embarked on this journey.
- 20% of our large manufacturing facilities transitioned to 2nd phase of maturity in 2021.
- In the upstream part of our value chain, we have 18 profit centres which are part of the Operational Excellence Programme representing >60% of procured volumes.

Our efforts over the past two years have been focused on manufacturing and non-commodity procurement, to sharpen our ability to command product premiums and bring down costs while improving customer service and productivity, digital-readiness and capability building.

In numbers

77

Large manufacturing plants (Tier 1)

174

Processing plants and upstream operations (Tier 2)

70

Offices (Tier 4)

Some examples of improvements include:

1. Cocoa produced outstanding results in OEE improvement of ~17% , followed by positive impact on safety, quality and production throughput in our plant in Illheus, Brazil.
2. Vietnam spices team showed impressive improvements in productivity of 4% and reduced cost in just one year of implementation, in our processing facilities in Loteco and Giang Dien.
3. Our onion and garlic processing facilities in Gilroy, USA significantly improved Quality (Right First Time) reflecting a 10% improvement in customer satisfaction and cost.
4. Our cocoa processing facility recorded a 4% improvement in OEE in our plant in Abidjan, Côte d'Ivoire.

Q. What challenges are there to mitigating environmental impacts across your portfolio and what are your priorities?

A. Environmental impact continues to be a significant focus. Our Manufactured Capital responsibilities take a holistic view of safeguarding our natural resources, encompassing GHG emissions, waste (solid/packaging/water) created through our plants, as well as sustainable packaging options for customers for finished products; for example Olde Thompson are redesigning a line of products and jars for a specific customer. These are now made from recycled PET. Learnings from this project can be applied elsewhere.

The past year has been important in terms of baselining – including understanding our emissions, measuring different energy/waste streams, and what that means for our carbon footprint. We have been working with Schneider Electric to help different regions understand the sustainable energy sources available and how we would best procure those sources; also, to understand what technologies we will need to achieve our targets.

For example, our target for **ofi** is to reduce GHG emissions by 50% by 2030 and our initiatives to date and our plans for the future put us in a good position to achieve that. **ofi** is gradually increasing the total energy consumption coming from biomass and renewable sources. For our cocoa operations in Singapore and Europe, and our soluble coffee plant in Vietnam we've introduced biomass boilers where we use our own waste streams to reduce overall emissions. In countries where buying sustainable energy is difficult, such technology is critical to reducing our emissions. Our own waste streams are not sufficient and sourcing waste streams for our biomass boilers from other businesses in a way that ensures a carbon neutral outcome is one of the biggest complexities. We are working country by country and creatively utilising our global footprint to access these waste streams.

Another complexity is the growing regulatory architecture in developed markets like Western Europe and the USA. It is vital that we have a granular understanding of how energy markets are working and changing so that we are well-placed to procure sustainable energy without incurring significant additional cost. For example in Europe we have been able to procure the majority of our electrical needs from sustainable sources for our very large cocoa business.

Q. What about food safety and quality? What steps are being taken to advance this across your operations?

A. It is essential that we keep on top of the rapidly changing regulatory frameworks across our multiple markets. The EU continues to monitor pesticides and other chemical residues in foods. In the USA, there is a growing focus on heavy metals and pesticide residue testing. We must adopt granular vigilance to keep in step with the standards and requirements of governments and various legislative bodies.

We are committed to building a culture of continuous improvement and we are allocating significant funding and resources to improve food safety, including upgrading equipment and technology such as laboratory testing equipment, metal detectors, screens, X-rays and colour sorting.

In 2021 we rolled out an Olam Group-wide, comprehensive global quality and food safety management system to ensure we consistently work to quality procedures and policies. We review and measure our performance monthly across businesses, through shared performance indicators. We work closely with customers to ensure we are meeting or exceeding expectations. 95% of **ofi** Tier 1 manufacturing and processing facilities are certified to Global Food Safety Initiatives (GFSI) recognised standard that includes SQF, FSSC 22000, and BRC. Within Olam Agri we have continued on the third-party certification path for key food manufacturing facilities, with Crown Flour Mill Limited in Nigeria achieving FSSC 22000 certification in 2021.

Q. How have you redefined or enhanced your offering to customers this year?

A. We have expanded our Customer Solution Centers in Chicago, USA and in Bangalore, India to enhance our product development laboratories, kitchens and food tasting stations to work closely with customers to co-create new recipes and products; a further two centres in Koog, Netherlands and Singapore will be fully open in 2022. We have enhanced this team with 43 new hires including chefs, food scientists and innovators, and strengthened our 15 global Innovation Centres.

In packaging we have continued to respond to customer demand for more convenient and recyclable options, balanced with a lower carbon footprint. We have also developed more options for our private label customers; for example we have invested in an automated retail packaging for our facility in Peru, giving us the flexibility to supply both bulk and retail packs of quinoa and chia.

ofi to develop new plant to produce high-value dairy ingredients, New Zealand

ofi is developing a new dairy processing plant in the North Island town of Tokoroa, New Zealand to produce high-value dairy ingredients. The Tokoroa plant will become part of a global network that spans 20 major milk consumption markets, such as South East Asia, China, the Middle East, and Africa.

The plant will complement and enhance **ofi**'s ability to support its global customers to meet growing consumer demand for products that are natural, nutritious and delicious. It will also help address innovation, traceability, and sustainable sourcing requirements as New Zealand's farming standards and high-quality milk are very well regarded.

Additional facilities at Tokoroa will be added over time to expand the range of high-value ingredients manufactured there, targeting key customer applications in dessert, bakery, beverage, and confectionery categories.

This new investment deepens **ofi**'s relationship with the New Zealand dairy sector which started a decade ago. The investment in this new facility opens up more supply options for farmers in South Waikato and employment opportunities in the community.

Olam's flour business pioneers state-of-the-art vitamin premix facility in Nigeria

In Nigeria, where 60% of people live below the poverty line, malnutrition is a major concern. To help alleviate this issue, Olam Agri is fortifying wheat flour with essential vitamins. Wheat flour derivative foods such as semolina, bread, noodles and pasta are staples in Nigerian households and an estimated 75 million food portions are consumed daily.

Going one step further, Crown Flour Mill Limited (CFM), a subsidiary of Olam Agri, is pioneering a state-of-the-art facility that will prepare vitamin premix to the highest standards and in accordance with the Standards Organisation of Nigeria (SON). The facility will be the first of its kind in Nigeria and is collaborating with non-profit organisation TechnoServe to develop more nutritious vitamin-fortified wheat flour and derivative food staples to help Nigerians live a healthier life.

CFM is committed to the highest food quality and safety standards and in 2021 achieved the Food Safety Standard Certification (FSSC) 22000. The standard ensures that its range of products, that include leading brands Mama Gold Flour, Crown Premium Pasta and Supreme Semolina, comply with the stringent requirements of the Global Food Safety Initiative (GFSI) and those of the International Organization for Standardization (ISO).

Intangible Capital

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

"We understand that what we do and how we do it is fundamental to our business and our license to operate. Over the past three decades, Olam has fostered its culture and values to earn and maintain trust with our stakeholders."

Steven Fairbairn
Head of Communications,
Olam Group & Olam Agri

Q. How is Olam maintaining its brand and reputation capital?

A. Our brand and reputation is vital to maintaining trust and engagement with our stakeholders – employees, customers, investors, farmers, partners, civil society and communities. We understand that what we do and how we do it is fundamental to our business and our license to operate. Over the past three decades, Olam has fostered its culture and values to earn and maintain trust with our stakeholders. Every employee has a responsibility to uphold Olam's reputation and our Code of Conduct and Policies set out the standards and behaviours expected.

It is not just about upholding our values, it is also about ensuring open and regular dialogue with our stakeholders. Across each of our businesses and markets, our teams are actively doing this as they serve customers, source from farmers and producers, and support communities. We value feedback and input from stakeholders as we seek to better serve our customers' needs, improve transparency and address the key social and environment challenges facing food and agricultural supply chains.

Q. How will the Re-organisation influence your approach to managing your brand and reputation?

A. The creation of distinct operating groups is providing an opportunity to build on the strong brand and reputation Olam has built. During the past year **ofi** and Olam Agri have unveiled their own distinct brand and positioning that supports their respective strategies, reflects their business focus and value proposition, and differentiates them from competitors in the marketplace.

It is enabling them to build awareness and engage with their stakeholder groups through their own distinct brand positioning. The Olam brand remains in place for the Olam Group, which will retain the existing identity.

ofi

The rebrand of Olam Food Ingredients as ofi has set it out as a distinct company focused on the five complementary ingredient platforms that it's known for – cocoa, coffee, dairy, nuts, and spices. The new brand supports its Purpose to 'Be the change for good food and a healthy future' by offering fresh ideas, ingredients and solutions to deliver value to customers and create real change for people and the planet. Central to the new brand is the concept of 'Make it real' at every step, from plant to plate; innovating to meet customers' needs and offering end-to-end traceability, sustainability and quality across its supply chains.

Olam Agri

The refreshed brand for Olam Agri brings together its food, feed, fibre, agri-industrials and ag services businesses with one single brand identity. It preserves the Olam logo and trademark rights to build on the valuable Olam heritage, while signalling a bold, new chapter of growth. The refreshed branding reflects Olam Agri's Purpose 'to transform food, feed and fibre for a more sustainable future' by being a trusted partner that unlocks value for customers, enables farming communities to prosper sustainably, and strives for a food-secure future. It differentiates Olam Agri as a market-leading agribusiness from its competitors and signifies its ability to meet the changing needs shaping the global food and agricultural landscape.

Listening to stakeholders

Olam and the Rainforest Alliance have worked together for years to enable certified farmers to build resilience against climate change, protect valuable natural landscapes, and access market demand for more sustainably produced coffee and cocoa. Serving on the Rainforest Alliance's LandScale Advisory Group, we participated in field testing of the assessment framework, as well as advancing the Rainforest Alliance's Integrated Pest Management Strategy.

"We welcome the public commitments ofi has set for its coffee and cocoa business; however, real transformation can only be achieved if responsibility is shared across the entire supply chain - from the field to the boardroom. Big businesses have the power and resources to implement sustainability solutions on a massive scale - catalysing positive change across critically important landscapes and fostering better livelihoods for millions of rural people. We invite Olam to continue the journey with the Rainforest Alliance towards a world where people and nature thrive together."

Erica Kostense-Smit,
Strategic Account Manager Trader, Rainforest Alliance

The Wildlife Conservation Society (WCS) has collaborated with Olam's subsidiary CIB in northern Republic of Congo since 1999 to improve wildlife management in forestry concessions buffering the Nouabale-Ndoki National Park. More recently in the Democratic Republic of Congo, WCS and Olam established the multi-stakeholder Gorilla Coffee Alliance to improve habitats and support coffee farming communities in buffer zones of the Kahuzi Biega National Park.

"To scale to the needs of global food production whilst maintaining cost-effective, high environmental and social standards will increasingly require innovative mechanisms of financing and private and public partnerships. Olam has helped pioneer partnerships to improve habitats, conserve wildlife and support communities and we hope this approach can be extended to other commodities in areas of high biodiversity importance and companies like Olam can keep raising the bar for environmental and social standards."

Emma J Stokes,
Regional Director, Central Africa & Gulf of Guinea,
Wildlife Conservation Society

The Anker Research Institute has worked with Olam on ways to measure regional differences in living wages and living incomes. This methodology will provide living wage estimates for six selected countries and be used to identify living wage gaps for Olam workers in these countries.

"It has been a rewarding collaborating with Olam, because it is willing to support and think about new and innovative approaches as it seriously considers improving the wages and incomes of workers and smallholder farmers. The next step for Olam is to figure out how to develop and implement policies that take into account increased productivity and increased prices in agri and food sectors to help large producers to pay living wages and smallholder farmers to earn living incomes."

Martha and Richard Anker,
The Anker Research Institute

Olam Integrated Impact Statement

"In a resource-deprived world, given that the value of an organisation is much beyond what gets reported in its financial statements, the CFOs of today are leading their teams in a shift towards multi-capital accounting and in measuring and assessing the impact of Natural, Human and Social Capitals and not just Financial Capital."

Rishi Kalra
CFO, **ofi**

In today's world, the way in which companies use natural resources and position themselves in the face of critical environmental and social issues will affect performance, access to capital, and long-term value creation. At Olam, we believe finance teams are well-positioned to help businesses embed sustainability issues into a company's risk and performance management to create more resilient organisations, that also positively contribute to the world with the multi-capital accounting statements.

Q. What is Natural Capital accounting under Integrated Impact Statement (IIS)?

A. In our present world, where there is an ever-decreasing stock of Natural Capital (NC) and increasing demands on flows of NC benefits, we recognise that the key to addressing this is to focus on the assets and liability positions of the NC stocks which we have attempted to do within the IIS[1]. Under the conventional financial statements, only the organisation's financial position is included.

Our IIS comprises of a multi-capital[2] Profit and Loss statement, a Balance Sheet and a Risk and Opportunity Statement. Within the IIS, we measure and value our impacts i.e. annual multi-capital flows, and dependencies i.e. accumulated multi-capital stocks, on three capitals – Natural, Human and Social Capital. This helps us to better account for the long-term sustainability of these capitals that Olam relies on to generate future financial returns.

Q. How is the Integrated Impact Statement prepared?

A. The IIS is developed based on our IIS framework which consists of three steps: Scoping; Impact valuation; and Risk and opportunity statement. These are expanded in the diagram opposite.

Q. What is a Natural Capital Profit and Loss statement (NC P&L)?

A. A NC P&L[3] is an annual statement which reports annual NC performance covering the entire supply chain. It comprises accounting for the positive and negative impacts of our operations on NC. NC P&L, like the conventional financial Profit and Loss statement comprise of two sections – Enhancements (Revenue) and Deteriorations (Expenses).

1. We took inspiration from The British Standards Institution's Natural Capital Accounting for Organizations Standard (BS 8632:2021)
2. Multi-capitals include Financial, Natural, Human, Social, Manufactured, and Intellectual Capitals
3. Based on BS 8632

The Enhancements section focuses on the key activities undertaken by Olam that lead to a positive impact on NC or NC contribution to business; and the Deteriorations section focuses on the negative externalities arising from business operations.

Line items under Enhancements and Deteriorations are calculated by applying valuation factors (i.e. monetisation factors) which are based on best available valuation methodologies for the various environmental footprints.

Q. What is a Natural Capital Balance Sheet (NCBS)?

A. A NCBS[4] is a statement accounting for the NC dependencies of the organisation and its value chain on the stock of NC assets. A NCBS, similar to the conventional financial Balance Sheet, comprise of two sections – Assets and Liabilities. However, a NCBS is a forward-looking statement and involves looking at NC asset values into the future, unlike a conventional financial Balance Sheet which is based on historical data and is a statement of financial position as at the end of the period.

The Assets section focuses on assessing and quantifying potential NC assets in future on which our operations are dependent; and the Liabilities section focuses on the spend or 'investments' that we should continue to incur in the future with the aim to avoid any negative externalities.

The future time frame that we have considered for NCBS is 30 years and applied a discount rate of 3.5%[5]. Line items under Assets and Liabilities are included by calculating the net present value of potential business dependencies and impacts as covered in the NC P&L.

Q. How do you account for Natural Capital under IIS?

A. In 2021, we performed monetary valuation of material NC *impacts* and *dependencies* by assigning an approximate monetary impact value to the annual *flows* and the dependencies. These monetised impacts and dependencies are captured under the *NC Profit and Loss statement* (NC P&L) and *NC Balance Sheet* (NCBS) within the IIS respectively.

IIS' NC P&L and NCBS include both the ***value to the business and its value chain*** as well as the ***value to the society and the environment*** which may experience benefits or costs.

The illustration on the following pages shows, the IIS P&L will capture and report both negative impacts due to deteriorations (e.g. generating GHG emissions, biodiversity loss) and positive contributions to and from NC through enhancements (e.g. GHG emissions sequestration, food provisioning, conservation of NC assets over time). We present these positive and negative impacts to both Business and Society/Environment. From a 2018 baseline, we are reviewing where our actions have the most impact, and more importantly, where we need to invest further to reduce our impact on NC.

On an illustrated basis, this IIS P&L shows that during 2020 there was a NC net impact loss. The Combined Total NC Enhancement value to Society/Environment and to Business was reduced by the Combined Total NC Deterioration. Some other insights from the illustrative NC P&L include:

- The NC Enhancement value to Society/Environment increased from 2018 to 2020 primarily due to GHG sequestration initiatives.
- The NC Enhancement value to Business decreased from 2018 to 2020, following the increased production costs.
- The NC Deterioration value to Society/Environment increased from 2018 to 2020. The NC Deterioration primarily comprises of the negative impact contributions of GHG emissions associated with land use change and crop residue management.

1

Scoping

2

Impact valuation

Annual impact valuation for P&L

Accumulated impact valuation for BS

(a) Materiality assessment

(b) Impact and dependency pathway assessment

(c) Data collection

(d) Valuation

3

Risk and opportunity statement

4. Modified from BS 8632
5. Source: The Green Book (2020). The (UK) Central Government Guidance on Appraisal and Valuation https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_d ata/file/938046/The_Green_Book_2020.pdf

Illustration of Integrated Impact Statement - Natural Capital Profit & Loss Statement

Impact Valuation (added/deducted) for the financial years ended 31 December 2018, 2019 and 2020	2018 (US$ m)		2019 (US$ m)		2020 (US$ m)	
	Value to business/farmer	Value to society /environment	Value to business/farmer	Value to society /environment	Value to business/farmer	Value to society /environment
Natural Capital Enhancement (+ impacts)						
From agriculture						
Product (i.e. Ecosystem Service of Food Provisioning)	150	–	155	–	145	–
GHG sequestration (on-farm agroforestry)	–	10	–	15	–	20
Carbon regulation value (off-farm reforestation)	–	1	–	2	–	3
Biodiversity (forest and fruit trees planting on-farm or off-farm)	–	2	–	3	–	4
Total Natural Capital Enhancement (+ impacts)	**150**	**10**	**155**	**15**	**145**	**21**
Combined Total Natural Capital Enhancement (+ impacts)	**160**		**170**		**166**	
Natural Capital Deteriorations (- impacts)						
From agriculture						
GHG emissions						
Land use change	–	(240)	–	(275)	–	(250)
Crop residue management	–	(20)	–	(30)	–	(35)
Fertiliser and pesticide use	–	(4)	–	(6)	–	(8)
Water consumption						
Water for irrigation (blue water)	–	(1)	–	(2)	–	(3)
Water for non-irrigation purposes (blue water)	–	(2)	–	(3)	–	(4)
Rainwater for irrigation (green water) in water scarce areas	–	(3)	–	(2)	–	(1)
Water pollution						
Fertiliser use	–	(10)	–	(15)	–	(16)
Pesticide use	–	(2)	–	(5)	–	(8)
Biodiversity						
Ecosystem service change due to land use change	–	(10)	–	(14)	–	(16)
From processing						
Water consumption						
Water consumption	–	(2)	–	(3)	–	(4)
Wastewater pollution	–	–	–	–	–	–
GHG emissions						
Energy use	–	(16)	–	(11)	–	(9)
From transportation						
GHG emissions	–	(5)	–	(7)	–	(8)
Total Natural Capital Deteriorations (- impacts)	**–**	**(315)**	**–**	**(373)**	**–**	**(361)**
Combined total Natural Capital Deteriorations (- impacts)	**(315)**		**(373)**		**(361)**	
Natural Capital Profit/(loss) NET IMPACT	**150**	**(302)**	**155**	**(353)**	**145**	**(334)**
Combined Natural Capital Profit/(loss) net impact	**(152)**		**(198)**		**(189)**	

Illustration of Integrated Impact Statement - Natural Capital Balance Sheet

	2018 (US$ m)		2019 (US$ m)		2020 (US$ m)	
Future time period: 1-30 years	Value to business/farmer	Value to society /environment	Value to business/farmer	Value to society /environment	Value to business/farmer	Value to society /environment
Assets						
Habitat						
Food provisioning service	2.400	–	2.500	–	2.200	–
Land conversion	–	(200)	–	(300)	–	(350)
Soil						
Soil health	80	–	160	–	150	–
Living things						
Pollination	4,500	–	7,000	–	8,000	–
Biodiversity (reforestation and agroforestry)	–	250	–	300	–	350
Water						
Water consumption						
Water used for irrigation (blue water)	1	(2)	2	(3)	3	(4)
Water used for non-irrigation (blue water)	30	(30)	35	(40)	40	(35)
Rainwater needed for irrigation (green water)	100	(100)	50	(50)	50	(45)
Water used in processing (blue water)	20	(30)	30	(40)	15	(20)
Water pollution (regulating service)						
Fertiliser use	–	(200)	–	(300)	–	(350)
Pesticide use	–	(40)	–	(100)	–	(150)
Air						
GHG flow						
Land use change	–	(3,500)	–	(4,500)	–	(4,000)
Crop residue management	–	(400)	–	(700)	–	(800)
Fertiliser use	–	(100)	–	(130)	–	(120)
Transport	–	(100)	–	(150)	–	(140)
Carbon sequestration (on-farm agroforestry)	–	200	–	300	–	400
Carbon sequestration (off-farm reforestation)	–	30	–	100	–	200
Total assets	**7,131**	**(4,221)**	**(9,777)**	**(5,613)**	**(10,458)**	**(5,064)**
Retained profits (from NC P&L)	**150**	**(302)**	**155**	**(353)**	**145**	**(334)**
Liabilities						
Maintenance costs (reforestation and agroforestry)	(70)	–	(80)	–	(90)	–
Maintenance costs (farmer training)	(50)	–	(60)	–	(70)	–
Maintenance costs (renewable energy)	–	–	(2)	–	(2)	–
Total liabilities	(120)	–	(142)	–	(162)	–
Net Natural Capital asset value	**7,161**	**(4,525)**	**9,790**	**(5,966)**	**10,441**	**(5,398)**

Next to accounting for the NC flows in the NC P&L, we need to account for the underlying dependencies on NC in the NCBS. We account for this in the form of the asset and liability positions of the NC, based on the flow of benefits which serves as a sustainability snapshot at any given time.

From the illustration on the previous page, the net NC asset value[1] for Business and the opportunity costs for society/environment provides an indication of the NC position of the company. Some other insights from the illustrative NCBS are:

- Under NC asset 'water', the NC stock of rainwater used for irrigation has a particular value for business which is presently available freely from Mother Nature. This indicates the value of rainwater to Olam in the next 30 years would be similar.
- The net NC asset value has decreased from the baseline year 2018 to 2019 due to the deterioration of NC asset 'air' from emissions from land use change and crop residue management.

Q. Why do we need to account for NC under IIS?

A. To truly understand how NC affects our financial capital, we need to integrate both Capitals to derive a holistic overview of the business using the IIS. NC needs to be measured, analysed, strategised and managed just as we would do for Financial Capital. With the NCA-incorporated IIS, we aim to:

- Provide our management with an overview of the NC stocks and flows that affect the ability of Olam to create and deliver value over time.
- Enhance accountability and stewardship of NC through improved understanding of interdependencies between multi-capitals.
- Incorporate the progress against the goals identified under our selected material area of Land, Water, and Climate Change.

Q. What is the value of a NC Risk and Opportunity Statement?

A. With the consolidated positions of NC stock and its flows, conducted year-on-year we can identify certain critical risks to be mitigated and opportunities worth exploring.

- NCA provides an understanding of long-term value associated with 'free' benefits provided by nature which routes our investments towards nature-based solutions.
- NCA provides a strong case for exploring various Good Agricultural Practices (GAP). These practices will lead to a decrease in NC deterioration.
- NCA enables us to look at the areas that will impact not only the NC but the financial aspects of the business. Areas of most concern, such as carbon emissions and the activities to reduce or offset these, can be planned to use the results of NCBS and NC P&L to meet our Net Zero ambitions.
- NCA highlights other risk areas such as water used in our operations, especially where there are scarcity issues as this may impact the operations aside from the costs. Water scarcity impacts both rainwater dependency and pollination values which demonstrates the interdependencies of the NC impacts and dependencies.

Q. Why is measuring NC benefits and costs a differentiator for Olam?

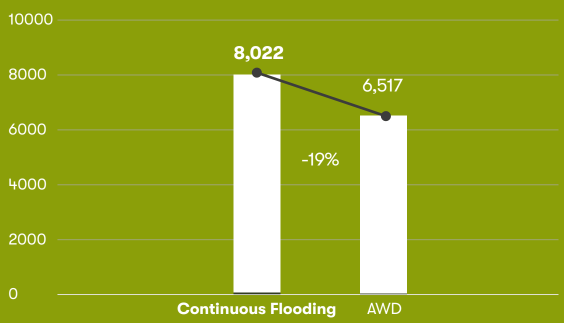
A. We believe that, by harnessing the rigour of finance and economics, we can start measuring and therefore managing our NC impacts and dependencies. The NCA approach will enable us to better prepare and respond to the challenges, risks, and opportunities of tomorrow.

This work supported by Little Blue Research[2] has helped Olam in understanding geographical and value chain hotspots of NC deteriorations and opportunities for enhancements.

1. The net NC asset value = NC asset - NC liabilities (Note: NC asset includes retained NC profits from NC P&L)
2. For more details as to how we worked with Little Blue Research please see https://www.littleblueresearch.com/impact-all/a-balance-sheet-approach-t-natural-capital-accounting

Case study: NC impact valuation of reduced methane emissions and water withdrawal using Alternate Wetting and Drying (AWD), in Haryana, India

Estimated annual NC impact of methane emissions and water use per tonne of rice (US$/tonne)



	Continuous Flooding	AWD
Water withdrawal	**7,937**	6,473
Methane emissions	**85**	44
Total		

Olam is committed to mitigating the impacts of rice farming on climate change and ecosystems by training rice farmers on the sustainable rice farming technique of AWD[A] as part of the Sustainable Rice Platform (SRP)-registered training programme.

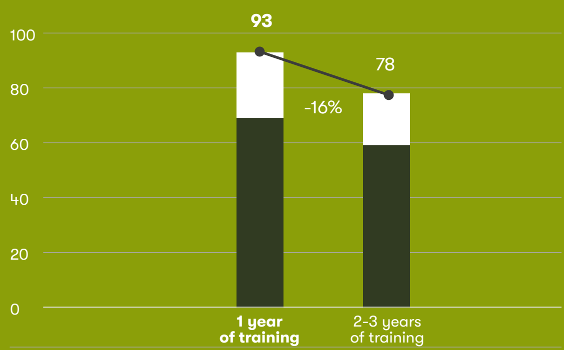
In 2020, Olam piloted the AWD training programme with 300 rice farmers in Haryana, India. We have compared the estimated NC value of methane emissions[D] and water withdrawal[E] between rice farms that implemented AWD and those that use the traditional rice farming method of continuous flooding based on internal data.

The annual value of NC impacts associated with methane emissions and water withdrawal were estimated to be reduced by 48%[F] and 18% per tonne of rice respectively. In total, the farms implementing AWD are estimated to have decreased their NC impacts by 335 tCO_2e of methane emissions and approximately 300,000 m^3 of water with an estimated social value of approximately US$800,000.

Olam plans to scale up the AWD training programme to 1,000 farmers by 2023.

Case study: NC impact valuation of reduced water pollution and GHG emissions following fertiliser training in Ubon, Thailand

Estimated annual NC impact of fertiliser leakage and GHG emissions associated with fertiliser use per tonne of rice (US$/tonne)



	1 year of training	2-3 years of training
Water pollution[B]	**24**	19
GHG emissions[C]	**69**	59
Total		

Recognising the potential impacts of fertiliser use on GHG emissions and freshwater pollution as a result of potential eutrophication. Olam provides training to farmers with the objective of changing behaviour to reduce synthetic fertiliser use on-farm and to encourage an optimal balance of fertiliser use as part of the SRP-registered training programme.

Olam has estimated the NC impact of changes in fertiliser use by comparing fertiliser use for 2,400 farmers that have received 2-3 years of training to those that have received 1 year of training as at 2020.

Per tonne of rice, the annual societal costs of water pollution and GHG emissions[D] were estimated to be reduced by 14% and 21% respectively. In the 2,400 farms, additional fertiliser training is estimated to have decreased fertiliser leakage into water by approximately 8,700 kg and associated GHG emissions by 270 tCO_2e. This is estimated as a decrease in NC impact of approximately US$75,000 in 2020.

Olam plans to scale up the fertiliser training programme in Thailand to 18,000 farmers by 2022.

Natural Capital valuation assumptions and notes

Carbon emissions: We have applied a Social Cost of Carbon (SCC)[G] of US$90/t$CO_2$e to value the costs to society of climate change impacts due to GHG emissions, measured by a global GDP reduction.

Water use: The shadow price of water[H], which accounts for the value of 'services' provided by water to human health, ecosystems, agriculture and domestic supply, is calculated to be US$2.52/$m^3$ for Haryana. The valuation excludes rainwater as the rainwater anomaly[I] was above the normal range in India in 2020. Olam will continue to update its water use methodology as more appropriate data become available.

Water pollution: Olam has applied the environmental prices[J] of nitrogen (N) and phosphorus (P) emissions to water from fertiliser use. There is a limitation on the use of European values in the context of Thailand as damage costs of environmental pollution can vary widely according to local circumstances. Olam will continue to update its water pollution methodology as more appropriate valuation data become available. The leakage rates (leaching and runoff) of N and P from fertilisers are assumed to be 24%[D] and 40%[K] respectively.

+ For details about IIS and NC P&L and NCBS valuation methodologies, visit olamgroup.com/sustainability/innovation-technology/finance-for-sustainability

Disclaimer

Olam's Natural Capital accounting analyses are not related to financial results or financial reporting. The analyses and insights are specific to the selected operations and are based on the use of environmental economic estimates of non-monetary ecosystems, goods and services; they should not be used outside the context of our analyses. All underlying methodologies are based on well-established databases and frameworks. However, as they depend on third-party expert studies, all values are indicative estimations and are provided as ballpark estimates to inform debate in relation to the management and mitigation of natural capital impacts. There are limitations with respect to some of the methods used to show values in the NCIS and NCBS. Results from the NC valuation analyses may be readjusted according to further methodological refinements.

Supporting notes for rice case studies on page 115, and above assumptions and notes.

A. AWD is a water management practice where irrigation is applied at intermittent intervals resulting in alternating wet and dry soil conditions, according to the SRP Standard for Sustainable Rice Cultivation (Version 2.1), Sustainable Rice Platform, Bangkok, 2020. AWD is also featured in AMS-III.AU. Small-scale Methodology: Methane emission reduction by adjusted water management practice in rice cultivation, Clean Development Mechanism, United Nations Framework Convention on Climate Change.
B. Fertiliser leaked to water.
C. GHG emissions associated with fertliser use.
D. In accordance with the 2019 Refinement to the 2006 IPCC Guidelines for National Greenhouse Gas Inventories, Calvo Buendia, E., Tanabe, K., Kranjc, A., Baasansuren, J., Fukuda, M., Ngarize, S., Osako, A., Pyrozhenko, Y., Shermanau, P., and Federici, S. (eds). Published: IPCC, Switzerland.
E. Water withdrawal is used as a proxy for water consumption due to lack of precise water discharge data. Note for informational purposes only: water consumption is about 80% of water withdrawn in Indian farms, according to Effective rainfall in irrigated agriculture, FAO Irrigation and Drainage Paper, Dastane, N.G., Food and Agriculture Organization, United Nations, 1978.
F. The value of NC impacts associated with methane emissions represents ≤1% of the total NC impacts measured.
G. Mid-point of SCC recommended by Massachusetts Institute of Technology (Pindyck, R S. 2019, The social cost of carbon revisited).
H. We have used the shadow water pricing methodology from the Corporate Bonds Water Credit Risk Tool developed by GIZ/NCD/VfU (2015).
I. Rainfall anomaly is the ratio between rainfall for the current year and the long-term average rainfall in the region, expressed in percentage terms. Values between 90% and 110% are considered as being within the range of normal variability, according to World Food Programme's Vulnerability Analysis and Mapping (VAM). In India, the rainfall anomaly was above 110% in 2020.
J. Environmental prices from CE Delft Environmental Prices Handbook EU28 Version (2015), corrected for inflation and purchase power parity.
K. Johnston, A.E. and Roberts, T.L. (2015), "Phosphorus Use Efficiency and Management in Agriculture", Resources, Conservation and Recycling, Volume 105, Part B, December 2015, Pages 275-281.

General information

This information is intended to help readers understand the basis of our financial reporting and analysis contained in this Annual Report 2021.

Important changes

From 15 March 2022, Olam International Limited and its subsidiaries have been re-organised into three operating groups – **ofi** (Olam Food Ingredients), Olam Agri (formerly Olam Global Agri) and the Remaining Olam Group – which are 100% owned by Olam Group Limited. The Remaining Olam Group of businesses comprises Olam Ventures which incubates Engine 2 growth platforms, Olam Technology and Business Services (OTBS) which provides shared services to the operating groups and develops technology and related solutions to third parties, and Olam Global Holdco (OGH) under which De-prioritised/Exiting Assets and Gestating Businesses are held.

Business segmentation and reporting

For financial reporting purposes, the structure and segmentation of Olam Group's operating groups and businesses are as follows:

Operating groups	Businesses	Reporting segments	Key performance metrics
ofi	Cocoa, Coffee, Dairy, Nuts, Spices	1. Global Sourcing 2. Ingredients & Solutions	**Segment-level** Volume, Revenue, EBIT, EBIT Margin, Invested Capital (IC), EBIT/IC
Olam Agri	Grains & Oilseeds, Integrated Feed & Proteins, Edible Oils, Rice, Specialty Grains and Seeds, Cotton, Wood Products, Rubber, Commodity Financial Services	1. Food & Feed – Origination & Merchandising 2. Food & Feed – Processing & Value-Added 3. Fibre, Agri-industrials & Ag Services	**Segment-level** Volume, EBIT, EBIT per MT, Invested Capital (IC), EBIT/IC
Remaining Olam Group	Olam Ventures (Engine 2 growth platforms), OTBS and OGH (Deprioritised assets and gestating assets, including Olam Palm Gabon, Packaged Foods, Infrastructure and Logistics (ARISE))	1. De-prioritised/Exiting Assets 2. Gestating Businesses (including OTBS) 3. Incubating Businesses	**Segment-level** Revenue, EBIT, Invested Capital (IC), EBIT/IC
Consolidated Olam Group		Volume, Revenue, EBIT, Invested Capital (IC), EBIT/IC, ROIC, ROE, FCF from Operations	

Definitions of key financial metrics

Sales Volume: Sale of goods in metric tonne (MT) equivalent. There are no associated volumes for Commodity Financial Services and Infrastructure and Logistics businesses.

Revenue: Sale of goods and services

Income: Includes sale of scrap materials, commissions and claims income and fair value gain on investments held for trading. Negative goodwill, gain on sale of assets and other non-recurring, exceptional items which are part of Other Income in the audited consolidated financial statements, are classified as Exceptional Items.

Cost of Sales: Cost of goods sold, shipping and logistics, commissions and claims expenses and the net measurement of derivative assets.

Selling, General and Administrative Expenses: Employee benefit costs, manufacturing overheads, travel expenses and other direct expenses.

Other Operating Expenses: Unrealised foreign exchange gain/loss and other expenses.

Net changes in fair value of biological assets: Records changes in the fair value of agricultural produce growing on bearer plants and livestock.

Exceptional Items: One-off, non-recurring items, including negative goodwill and related transaction costs, gain/loss on sale of assets/business, gain/loss on buyback of bonds, impairment loss, finance charges on pre-payment of loans and non-recurring business restructuring expenses. Tax expenses associated with these items are also presented as Exceptional Items.

EBITDA: Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA) which includes minority interest and excludes Exceptional Items.

EBIT: Earnings Before Interest and Tax

PAT: Net profit after tax

PATMI: PAT less minority interest

Operational PATMI: PATMI excluding Exceptional Items

Total Assets: Except in Financial Highlights on page 5 where total assets comprise non-current assets and current assets in the balance sheet, total assets are defined as net of trade payables and accruals, derivative financial instruments (current liabilities), provision for taxation, other current liabilities and non-current liabilities, and deferred tax liabilities.

Invested Capital (IC): Excludes cash and bank balances, deferred tax assets, fixed deposits, other current/non-current assets (other than option premiums payable/receivable) and fair value of derivative assets on bonds.

EBIT/IC: EBIT on average invested capital based on beginning and end-of-period invested capital.

Return on Equity: Excludes impact of capital securities distribution on net income and capital securities on equity.

Operational Return on Equity: Excludes exceptional items and impact of capital securities distribution on net income, and capital securities on equity.

Operational Earnings Per Share: Earnings excluding exceptional items per ordinary share.

Net Gearing: Ratio of Net Debt (gross debt less cash) to Equity (before fair value adjustment reserves).

Net Gearing (adjusted): Net gearing adjusted for readily marketable inventories that are liquid, hedged and/or sold forward, operating as near-cash assets on the balance sheet, and secured receivables are supported by letters of credit or documents through banks.

Free Cash Flow to Firm (FCFF): Operating cash flow less changes in working capital, cash taxes, capital expenditures and investments.

Free Cash Flow to Equity (FCFE): FCFF less net interest paid

ROIC: Return (net operating profit after tax) on invested capital

Disclaimer

Certain sections of our Annual Report 2021 have been audited. The sections that have been audited are set out on pages 8 to 17, and pages 30 to 111 of the Financial Report. Readers should note that legislation in Singapore governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Except where you are a shareholder, this material is provided for information only and is not, in particular, intended to confer any legal rights on you. This Annual Report does not constitute an invitation to invest in the Company's shares. Any decision you make relying on this information is solely your responsibility. The information given is as of the dates specified, is not updated and any forward-looking statement is made subject to the reservation specified in the following paragraph.

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Olam

Transforming to serve a changing world

Governance Report
Olam Group Limited
Annual Report 2021

About Olam

Olam is a leading food and agribusiness supplying food, ingredients, feed and fibre to 20,900 customers worldwide. Our value chain spans over 60 countries and includes farming, origination, processing and distribution operations.

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

Headquartered and listed in Singapore, Olam currently ranks among the top 30 largest primary listed companies in Singapore in terms of market capitalisation on SGX-ST and we are a Fortune Global 500 company.

Since June 2020, Olam has been included in the FTSE4Good Index Series, a global sustainable investment index series developed by FTSE Russell, following a rigorous assessment of its supply chain activities, impact on the environment and governance transparency. The FTSE4Good Index Series identifies companies that demonstrate strong environmental, social and governance (ESG) practices and is used by a variety of market participants to create and assess responsible investment funds.

About this report

Our 2021 report is made up of three chapters: Strategy Report, Governance Report and Financial Report.

Governance Report: This section gives detailed information about our rigorous governance framework and those responsible for ensuring it is followed. It should be read in conjunction with the Strategy and the Financial Report for completeness. Shareholder information is also held within this chapter.

Strategy Report

Governance Report

Financial Report

The full report is available online at olamgroup.com/investors

Image disclaimer

A number of images used in this report were taken prior to COVID-19. In some instances, images have been used from other Olam locations to illustrate programmes which we have been unable to photograph because of COVID-19 restrictions.

Transforming to serve a changing world

Contents

Group Re-organisation

Transforming to Serve a Changing World

Olam International Limited ("OIL") had on 20 January 2020 announced that it would pursue a group re-organisation exercise of its portfolio of businesses into two new operating groups, Olam Food Ingredients ("ofi") and Olam Global Agri ("Olam Agri"), with the remaining business housed under Olam International Limited (or presently "OGH"). This re-organisation was initiated to simplify the group's portfolio, sharpen its focus, and unlock long-term value via a proposed carve-out, IPO and demerger of the two operating groups (the "Proposed Transactions").

On 14 December 2021, OIL announced that it is proposing to seek the approval of its shareholders to carry out the Proposed Transactions in relation to the proposed restructuring of OIL by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (the "Scheme"). As part of the Scheme, **Olam Group Limited ("OGL") will take over OIL as the new public limited company trading on Singapore Exchange Securities Trading Limited ("SGX-ST") and OIL will be concurrently delisted**.

The circular in relation to the Proposed Transactions through various corporate actions including the Scheme, proposed dividend in specie, proposed disposals, dilution and demerger as part of the group re-organisation exercise; and seeking for shareholders' approval through an extraordinary general meeting ("EGM"), was issued on 27 January 2022 (the "Circular"). The Circular stated that the intended OGL Directors as at the Scheme Effective Date are the same as the Directors of OIL. The EGM was held on 18 February 2022 and was approved by shareholders.

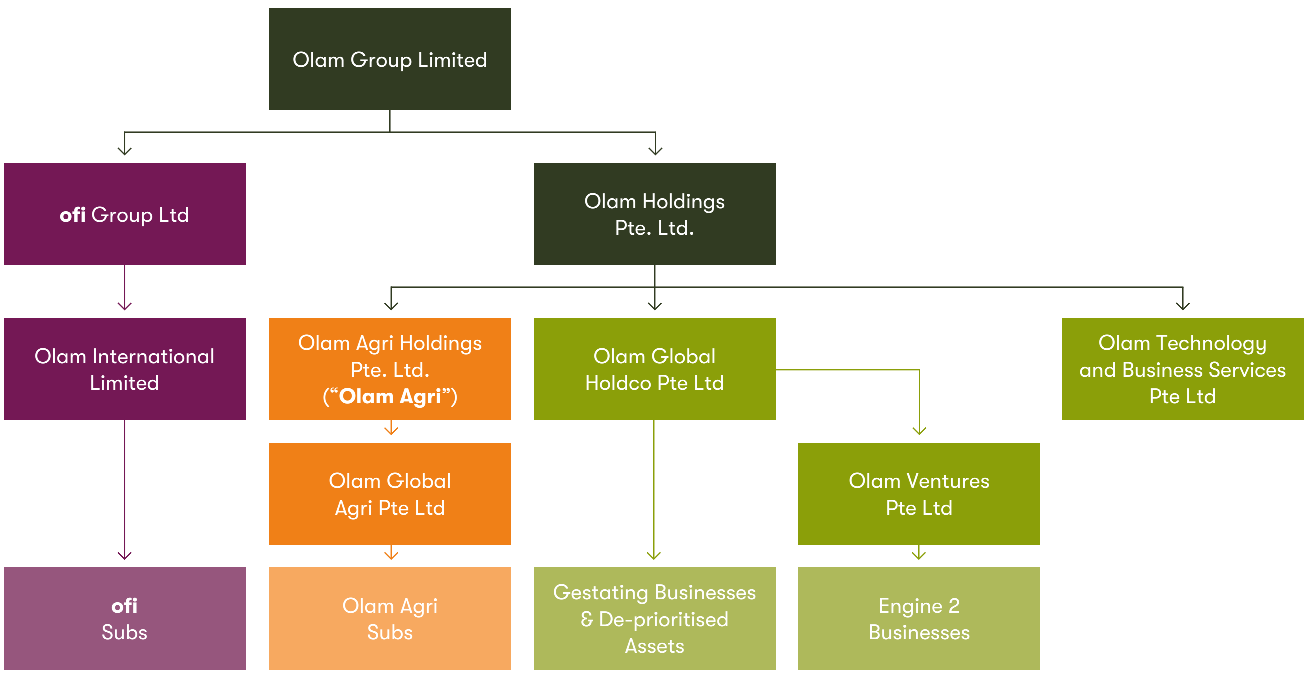
On 3 March 2022, the Court had sanctioned the Scheme and the Scheme shall become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore. Other key information included Scheme effective date on 15 March 2022 and commencement of trading of OGL on 16 March 2022 on SGX-ST and concurrent delisting of OIL.

On 15 March 2022, OIL issued an announcement on Scheme effectiveness and the listing and quotation of OGL Shares on the Mainboard of the SGX-ST on 16 March 2022. OGL Directors, similar to the Directors of OIL, were appointed.

On 16 March 2022, OGL commenced trading on the SGX-ST and OIL was delisted. The Directors of OIL similar to the OGL Directors stepped down from the Board of OIL.

This Governance report described the activities, engagements and practices of OIL for FY2021, which is directly relevant to OGL. The information provided in this report for the financial year ended 31 December 2021 included information of persons who remained as Directors of OIL as at 31 December 2021 and who are today Directors of OGL.

Corporate structure after Scheme of Arrangement and Dividend in Specie



Leading Change Through Sustainability

For Olam, an ethical, socially responsible and environmentally sustainable approach is at the heart of our approach to implementing our strategy for profitable growth. The food and agricultural sector face key social and environmental challenges and we recognise the importance of these in relation to our business, our license to operate and our stakeholder relationships; as well as understanding the critical contribution we can make through our own operations and supply chains, and in collaboration with other public and private sector partners.

Our dedicated Corporate Responsibility and Sustainability (CR&S) Function, and embedded sustainability experts in our businesses, have continued to guide and advance our response to social and environmental issues and to ensure good governance by working to embed ESG standards and best practices in our operations. Addressing climate change, deforestation and conserving natural resources cannot be dissociated from improving farmer livelihoods, strengthening prosperity in rural communities and striving to achieve greater food security. As such, we have maintained our focus on addressing these interconnected challenges through targeted actions and interventions and by driving greater transparency across our operations and supply chains.

Olam's sustainability legacy will continue to remain central to both ofi and Olam Agri as they plan and execute their respective business strategies. The Re-organisation will enable each to benefit from, and build on, the policies, procedures and goals already in place, with continued information and insights provided by AtSource to measure and monitor progress of operations and supply chains. This will enable both Groups to be even more focused on actions that best match their strategies and the needs and expectations of stakeholders. As such, we have examined organisational structure of the CR&S central function to ensure that its capabilities will continue to be reflected across the operating groups.

Our approach to stakeholder engagement has been essential for learning, developing and improving our commitments and our approaches, while also benefitting from the opportunity to share and collaborate with organisations across the public and private sectors.

"Our dedicated Corporate Responsibility and Sustainability Function, and embedded sustainability experts in our businesses, have continued to guide and advance our response to social and environmental issues and to ensure good governance by working to embed ESG standards and best practices in our operations."

Nihal Vijaya Devadas Kaviratne CBE
Chair, Corporate Responsibility & Sustainability Committee
Non-Executive and Independent Director

Board of Directors

Lim Ah Doo
Chairman, Non-Executive and Independent Director

Sunny George Verghese
Executive Director, Co-Founder and Group CEO

Sanjiv Misra
Non-Executive and Independent Director

Nihal Vijaya Devadas Kaviratne CBE
Non-Executive and Independent Director

Yap Chee Keong
Non-Executive and Independent Director

Marie Elaine Teo
Non-Executive and Independent Director

Kazuo Ito
Non-Executive Director

Ajai Puri (Dr.)
Non-Executive and Independent Director

Joerg Wolle (Dr.)
Non-Executive and Independent Director

Nagi Adel Hamiyeh
Non-Executive Director

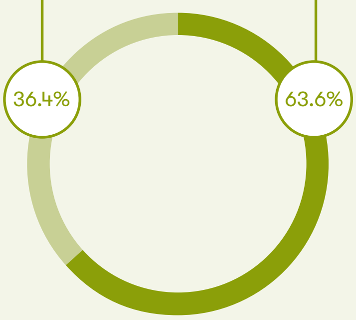
Norio Saigusa
Non-Executive Director

Key Board Features

Board Independence

Non-independent Directors

Independent Directors



Sector Experience

- Supply Chain
- Commodities
- Technology
- Investment
- Transport and Logistics
- Finance
- Food
- Consumer and Consumer Innovation
- Agriculture

International Experience

- Asia
- Africa
- Europe
- Americas

Lim Ah Doo, 72
Chairman, Non-Executive and Independent Director

Date of Appointment as Chairman:
15 March 2022

Academic and Professional Qualification:
- Degree (Honours) in Engineering, Queen Mary College, University of London, UK
- Master in Business Administration, Cranfield School of Management, UK

Present Directorship (Listed Company):
Director:
- GDS Holdings Ltd
- GP Industries Ltd
- Singapore Technologies Engineering Ltd

Principal Commitments:
Director:
- Singapore Technologies Telemedia Pte Ltd
- STT Communications Ltd
- STT Global Data Centres India Private Limited
- U Mobile Sdn Bhd
- Virtus HoldCo Limited

Other Principal Commitments including Directorships for the last 5 years (past):
- ARA Trust Management (Cache) Limited *(formerly known as ARA-CWT Trust Management (Cache) Limited. trustee manager of Cache Logistics Trust)*
- Olam International Limited
- SembCorp Marine Ltd
- Singapore Technologies Marine Ltd
- SM Investments Corporation
- Commissioner to the High-Level Commission on Carbon Pricing and Competitiveness by World Bank Group
- STT GDC Pte. Ltd.

Experience and Exposure:
Mr. Lim Ah Doo brought with him over 40 years of broad and in-depth experience of the banking and commerce world. He was a senior banker with a distinguished career who led several landmark transactions during his banking days, top executive of a large major global leading resource-based group, and a director of several large-sized listed and private companies in and outside of Singapore. Mr. Lim was formerly the President and subsequently the non-executive Vice Chairman of RGE Pte Ltd (formerly known as RGM International Pte Ltd). His past working experience includes an 18-year banking career in Morgan Grenfell from 1977 to 1995, during which he held several key positions including that of Chairman of Morgan Grenfell (Asia) Limited.

Sunny George Verghese, 62
Executive Director, Co-Founder and Group CEO

Date of Appointment as Director:
26 August 2021

Academic and Professional Qualification:
- Postgraduate Degree in Business Management, Indian Institute of Management, Ahmedabad, India
- Advanced Management Program, Harvard Business School, USA

Present Directorship (Listed Company):
- Nil

Principal Commitments:
- Human Capital Leadership Institute Pte Ltd (Chairman)
- JOil (S) Pte Ltd (Chairman)
- Singapore Management University Board of Trustee (Member)
- Policy Advisory Council for International Agricultural Research (Member)
- Caraway Pte. Ltd. (Director)
- ofi Group Limited

Other Principal Commitments including Directorships for the last 5 years (past):
- Chairman of World Business Council for Sustainable Development (WBCSD)
- Member of Emerging Stronger Task Force (EST), Government of Singapore

Experience and Exposure:
Mr. Sunny Verghese was with the Kewalram Chanrai Group (KC Group) and in 1989 was mandated to start the Company with a view to building an agricultural products business for the KC Group. Before joining the KC Group, he worked for Unilever in India. Mr. Verghese previously chaired CitySpring Infrastructure Management Pte Ltd, a listed Business Trust in Singapore and was also a Commissioner of the Business & Sustainable Development Commission (BSDC). Mr. Verghese has won several awards including 'Outstanding Chief Executive' at the Singapore Business Awards in 2007, 'Ernst & Young Entrepreneur of the Year' for Singapore in 2008 and 'Best CEO of the Year 2011' at the Singapore Corporate Awards. He was also awarded the Public Service Medal by the Government of the Republic of Singapore in 2010.

Key
- Audit Committee
- Board Risk Committee
- Board Steering Committee
- Capital and Investment Committee
- Corporate Responsibility and Sustainability Committee
- Nomination & Remuneration Committee
- Denotes Committee Chairman

Key
- Audit Committee
- Board Risk Committee
- Board Steering Committee
- Capital and Investment Committee
- Corporate Responsibility and Sustainability Committee
- Nomination & Remuneration Committee
- Denotes Committee Chairman

Sanjiv Misra, 61
Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- Master in Management, JL Kellogg Graduate School of Management, Northwestern University, Chicago, IL, USA
- Postgraduate Degree in Management, University of Delhi, Indian Institute of Management, Ahmedabad, India
- Bachelor's Degree (Honours) in Economics, St Stephen's College, University of Delhi, India

Present Directorship (Listed Company):
- Nil

Principal Commitments:
- Apollo Global Management, LLC (Chairman of the Asia Pacific Advisory Board)
- Clifford Capital Pte. Ltd. (Chairman and Non-Executive Director)
- Clifford Capital Holdings Pte. Ltd. (Chairman and Non-Executive Director)
- Clix Capital Services Private. Limited (Non-Executive Director)
- Bayfront Infrastructure Management Pte. Ltd. (Chairman and Non-Executive Director)
- EDBI Pte Ltd (Non-Executive Director and Chairman, Audit Committee)
- Singapore Symphonia Company Limited (Non-Executive Director)
- Phoenix Advisers Pte. Ltd. (President and Executive Director)
- Phoenix E.K. Limited (Director)
- Partners Capital Investment Group Holdings LLP (Non-Executive Director)
- Partners Capital Investment Group Holdings LLC (Non-Executive Director)

Other Principal Commitments including Directorships for the last 5 years (past):
- Edelweiss Financial Services Ltd
- Edelweiss Capital (Singapore) Pte Ltd
- National University Health System
- Olam International Limited

Experience and Exposure:
Mr. Sanjiv Misra spent his career in investment banking covering mergers and acquisitions advisory, capital markets and restructuring in the US and Asia Pacific. Over this period, he held several senior roles at Goldman Sachs, Salomon Brothers/Salomon Smith Barney and Citigroup in New York, Hong Kong and Singapore. These roles included Head of Asia Pacific Investment Corporate and Investment Banking at Citigroup and CEO of Citi's institutional businesses based in Singapore. He has subsequently been deeply engaged in investing in private markets; board roles at corporates, national educational, cultural and healthcare institutions in Singapore. These board roles include Singapore Management University, National University Healthcare System, Edelweiss Financial Services Ltd and OUE Hospitality Trust. Mr. Misra is also an active investor in early stage growth companies globally.

Nihal Vijaya Devadas Kaviratne CBE, 78
Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- Bachelor of Arts, Economics (Honours), Bombay University, India

Present Directorship (Listed Company):
Director:
- GlaxoSmithKline Pharmaceuticals Ltd
- StarHub Ltd

Principal Commitments:
- SATS Advisory Panel for Indonesia (Chairman)
- Caraway Pte. Ltd. (Chairman)
- Senior Advisor for South East Asia, Bain & Company
- Private Sector Portfolio Advisory Committee in India of the UK Government's Department for International Development (Member)
- Corporate Resilience Advisory Council, McKinsey & Company, Inc. (Member)

Other Principal Commitments including Directorships for the last 5 years (past):
- DBS Group Holdings Ltd
- DBS Bank Ltd
- DBS Foundation Ltd
- Akzo Nobel India Limited
- Olam International Limited
- SATS Ltd

Experience and Exposure:
Mr. Nihal Kaviratne CBE's career with the Unilever Group spanned 40 years during which he held various senior level management positions in sales, marketing, brand and strategic planning and development, and as Chairman/CEO across Asia, Europe and Latin America. He retired from Unilever in 2005. Mr. Kaviratne was cited in HM Queen Elizabeth II's 2004 New Year Honours List in the UK and has been made the Commander of the Order of the British Empire (CBE) for services to UK business interests and to sustainable development in Indonesia. He was one of "25 leaders at the forefront of change" chosen by Business Week in 2002 for the Stars of Asia Award. In its year end 2010 issue, Forbes India listed him as one of the "5 top names to have on your Board". He was awarded for driving "Business Excellence" at the World Business Conclave 2016 in Hong Kong. Mr. Kaviratne brings with him extensive organisational, business, management, strategic planning and customer-based experience and knowledge.

Yap Chee Keong, 61
Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- Bachelor of Accountancy, National University of Singapore
- Fellow, Institute of Singapore Chartered Accountants and Certified Public Accounts, Australia

Present Directorship (Listed Company):
Director:
- Sembcorp Marine Ltd (Deputy Chair)
- Sembcorp Industries Ltd
- Shangri-La Asia Limited

Principal Commitments:
Director:
- Aviva Singlife Holdings Pte. Ltd.
- Ensign Infosecurity Pte Ltd
- MediaCorp Pte Ltd
- PIL Pte. Ltd.
- The Assembly of Christians of Singapore Ltd

Other Principal Commitments including Directorships for the last 5 years (past):
- Maxeon Solar Technologies Ltd
- Certis CISCO Security Pte Ltd
- Citibank Singapore Ltd
- Malaysia Smelting Corporation Berhad
- Rahman Hydraulic Tin Sdn Bhd
- The Straits Trading Company Limited
- ARA Asset Management Limited
- CityNet Infrastructure Management Pte Ltd (Trustee-Manager of NetLink Trust)
- Accounting & Corporate Regulatory Authority
- Public Accountants Oversight Committee (Board Committee of ACRA)
- Interoil Corporation
- Olam International Limited

Experience and Exposure:
Mr. Yap Chee Keong's career included being the Executive Director of The Straits Trading Company Limited and the Chief Financial Officer of Singapore Power Ltd. Mr. Yap has also worked in various senior management roles in multinational and listed companies. He was a board member of the Accounting and Corporate Regulatory Authority and a member of the Public Accountants Oversight Committee, the MAS/SGX/ACRA Work Group to review the Guidebook for Audit Committees in Singapore and the MAS/SGX/ACRA/SID Review Panel to develop a Guide for Board Risk Committees in Singapore.

Marie Elaine Teo, 55
Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- Bachelor of Arts (Honours) in Experimental Psychology, Oxford University, UK
- MBA, INSEAD

Present Directorship (Listed Company):
Director:
- G. K. Goh Holdings Limited
- Monde Nissin Corporation

Principal Commitments:
- Amiradou Pte Ltd (Director)
- ICHX Tech Pte Ltd (Director)
- Mapletree Investments Pte Ltd (Director)
- Mapletree Oakwood Holdings Pte Ltd (Director)
- Tantallon Capital Advisors (Senior Advisor)
- The Teng Ensemble Ltd (Chairman)

Other Principal Commitments including Directorships for the last 5 years (past):
- Caregivers Alliance Ltd
- CIMB Group Holdings Berhad (Member, International Advisory Panel)
- Olam International Limited

Experience and Exposure:
Ms. Marie Elaine Teo brings investment experience across a broad range of industries and markets to bear in assessing opportunities and challenges in the future. She has over 20 years of investment experience, primarily with the Capital Group companies where she focused on Asian banks and global emerging markets, both as an analyst and an investment manager. Ms. Teo was formerly the Chairman of Capital International Research, Inc. and Managing Director of Capital International Inc., Asia.

Key

- Audit Committee
- Board Risk Committee
- Board Steering Committee
- Capital and Investment Committee
- Corporate Responsibility and Sustainability Committee
- Nomination & Remuneration Committee
- Denotes Committee Chairman

Kazuo Ito, 53
Non-Executive Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- BA Economics, Keio University, Japan
- BPSE, IMD Business School

Present Directorship (Listed Company):
- Nil

Principal Commitments:
- Mitsubishi Corporation (Division Chief Operating Officer, Global Fast Moving Consumer Goods Division, Food Industry Group)
- MC Agri Alliance Limited (Director)
- Princes Limited

Other Principal Commitments including Directorships for the last 5 years (past):
- Nosan Corporation
- Olam International Limited
- Princes Holding (Rotterdam) B.V.
- Princes Limited
- YSW Co. Ltd
- Princes Foods B.V.
- Princes Tuna (Mauritius) Limited

Experience and Exposure:
Mr. Kazuo Ito is currently the Division Chief Operating Officer, Global Fast Moving Consumer Goods Division, Food Industry Group of Mitsubishi Corporation. He has been with Mitsubishi Corporation since 1991 and has held various managerial roles including secondment to Princes Limited, a global food and drink group involved in the manufacture, import and distribution of branded products, having been its Chairman between 2007 to March 2018 and its Director since 2001 till January 2019. With over 20 years of experience in the global food and beverage industry, in his current role as Division COO, Kazuo oversees Mitsubishi Corporation's various food and beverage interests from agri-products procurement, trading, processing to sales and marketing of consumer products.

Ajai Puri (Dr.), 68
Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- MBA, Crummer Business School, Rollins College, USA
- PhD (Food Science), University of Maryland, USA

Present Directorship (Listed Company):
Director:
- IMI PLC
- Britannia Industries Ltd

Principal Commitments:
Director:
- Califa Farms LP
- Firmenich S.A.
- Global Alliance for Improved Nutrition (G.A.I.N.)

Other Principal Commitments including Directorships for the last 5 years (past):
- Olam International Limited
- Tate and Lyle PLC

Experience and Exposure:
Dr. Ajai Puri brings more than three decades of global experience in various food and agri industries. His expertise spans several domains – innovation, science and technology, product integrity, food safety and consumer marketing. From 1981 to 2003, Dr. Puri worked for The Coca-Cola Company where he held a variety of roles in research and development, innovation, consumer marketing and general management. When he left Coca-Cola in 2003, he was Senior Vice President – Science and Technology for Coca-Cola's non-carbonated juice business in North America. From 2003 to 2007, Dr. Puri was Executive Board Member and President – Research, Development and Product Integrity at Amsterdam-based Royal Numico N.V. Previous non-executive roles include Tate & Lyle PLC (2012-2021), Nutreco N.V. (2009-2015) and Barry Callebaut AG (2011-2014). Dr. Puri is presently a Non-Executive Director with IMI PLC, Firmenich S.A., Britannia Industries Ltd, the Global Alliance for Improved Nutrition (G.A.I.N.) and Califa Farms LP.

Joerg Wolle (Dr.), 64
Non-Executive and Independent Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- PhD in Engineering "summa cum laude", Technical University Chemnitz, Germany
- Executive Development Program, IMD Lausanne, Switzerland
- Stanford Executive Program, GSB Stanford University, Palo Alto, CA, USA

Present Directorship (Listed Company):
Chairman:
- Kuehne + Nagel International Ltd.
- Klingelnberg AG

Principal Commitments:
- Kuehne Holding Ltd. (Director)
- Kuehne Foundation (Member, Board of Trustees)

Other Principal Commitments including Directorships for the last 5 years (past):
- DKSH Holding Ltd. (Chairman and President & CEO)
- Diethelm Keller Holding Ltd.
- Louis Dreyfus Company B.V.
- Kuehne + Nagel International Ltd.
- Olam International Limited

Experience and Exposure:
Having been appointed CEO of Siber Hegner Ltd in 2000, Dr. Joerg Wolle was instrumental in a quick turnaround of the 130 year old Asia trading company which had fallen on hard times. Following this, he merged the company with two other Swiss-based Asia-focused distribution companies and created the leading business services and distribution group in the ASEAN region with more than 33,000 specialised staff. He grew sales three- and profits six-fold during his tenure as CEO and took the company public on the Zurich Stock Exchange. Dr. Wolle is presently Chairman of Kuehne + Nagel International Ltd and Klingelnberg AG. He was President and CEO of DKSH Holding Ltd from 2002 to 2017 and became its Chairman from 2017 to 2019. Dr. Wolle was a member of the Supervisory Board of Louis Dreyfus Company B.V. (2014 to 2018) and a member of the Board of Directors of UBS Ltd (2006 to 2009) and Diethelm Keller Holding Ltd. (2004 to 2019).

Nagi Adel Hamiyeh, 53
Non-Executive Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- Master of Science degree in Civil and Environmental Engineering, Massachusetts Institute of Technology, USA
- Bachelor of Science in Civil Engineering, University of Texas, USA

Present Directorship (Listed Company):
- Sembcorp Industries Ltd (Director)

Principal Commitments:
- Temasek International (Joint Head of Investment Group and Head, Portfolio Development)

Director:
- CapitaLand Limited
- CLA Real Estate Holdings Pte. Ltd.
- Dream International BV
- ofi Group Limited
- Startree Investments Pte Ltd

Other Principal Commitments including Directorships for the last 5 years (past):
Director:
- Aquarius Healthcare Investments Pte. Ltd.
- Canopus Healthcare Investments Pte. Ltd.
- Carinus Healthcare Investments Pte. Ltd.
- Gallienus Healthcare Investments Pte. Ltd.
- Imperius Healthcare Investments Pte. Ltd.
- Lebanese International Finance Executives
- Olam International Limited
- Polaris Healthcare Investments Pte. Ltd.
- Sheares Healthcare China Holdings Pte. Ltd.
- Sheares Healthcare Group Pte. Ltd.
- Sheares Healthcare Holdings Pte. Ltd.
- Sheares Healthcare International Holdings Pte. Ltd.
- Sheares Healthcare Management Pte. Ltd.
- Sigma Healthcare Management Pte. Ltd.
- Sirius Healthcare Investments Pte. Ltd.
- Tana Africa Capital Limited
- Tana Africa Investment Managers Limited
- Valerius Healthcare Investments Pte. Ltd.

Experience and Exposure:
Mr. Nagi Hamiyeh brings 28 years of experience in strategy, corporate finance, mergers and acquisitions (M&A), growth equity, private equity and public investing in multiple industries across the globe. Furthermore, he was intimately involved in companies' consolidation and restructuring, as well as working closely with portfolio companies on value uplift opportunities. Lastly, he led the development of the various greenfield platforms by way of M&A and organic growth. Mr. Hamiyeh is the Joint Head of Temasek's Investment Group, and is concurrently the Head of Portfolio Development. Mr. Hamiyeh joined Temasek in 2005. Over the course of his career with Temasek, he had led the firm's Natural Resources, Industrials, Consumer and Real Estate Investment teams and was Joint Head of Enterprise Development Group and Head of Africa and Middle East, Australia and New Zealand. Prior to Temasek, Mr. Hamiyeh was a banker with Credit Suisse First Boston's Energy Group. He began his career at Bain & Company.

Key

- Audit Committee
- Board Risk Committee
- Board Steering Committee
- Capital and Investment Committee
- Corporate Responsibility and Sustainability Committee
- Nomination & Remuneration Committee
- Denotes Committee Chairman

Norio Saigusa, 59
Non-Executive Director

Date of Appointment as Director:
15 March 2022

Academic and Professional Qualification:
- Degree of Political Science and Economics, Waseda University, Tokyo, Japan

Present Directorship (Listed Company):
- Thai Union Group Public Company Limited (Director)

Principal Commitments:
- Mitsubishi Corporation (Executive Vice President & Group CEO, Food Industry Group)

Other Principal Commitments including Directorships for the last 5 years (past):
- Mitsubishi Corporation LT (Thailand) Co., Ltd.
- Olam International Limited
- Thai Metal Processing Co., Ltd.
- Tri Petch Isuzu Sales Co., Ltd.
- Tri Petch Isuzu Leasing Co., Ltd.
- IVICT (Thailand) Company Limited.
- MCC Development Corporation
- Mitsubishi Cement Corporation
- MC Agri Alliance Ltd.
- Thai Kurabo Co., Ltd
- Thai Bridgestone Co., Ltd.
- Bridgestone Sales (Thailand) Co., Ltd.
- Mitsubishi Company (Thailand) Ltd.
- Thai-MC Company Limited

Experience and Exposure:
Mr. Norio Saigusa is currently the Executive Vice President, Group CEO, Food Industry Group of Mitsubishi Corporation. He is concurrently a Non-executive Director of Thai Union Group Public Company Limited, a global seafood leader involved in the manufacture, import and distribution of seafood-based food products based in Thailand. He joined Mitsubishi Corporation in 1985 and has since been engaged in the food business. He has played various managerial roles in Mitsubishi Corporation in Tokyo as well as in its overseas offices, including Germany and Thailand. Prior to his current position, he was the President of Mitsubishi Company (Thailand), Ltd. and Thai-MC Company Limited in 2017 after he was promoted to the Division COO of Living Essential Resources Division in 2016.

Purposeful Governance with Transformative Growth

This Corporate Governance report described the practices of Olam International Limited ("OIL") for FY2021, which is directly relevant to the Company (or to be known as OGL). The information provided in this report for the financial year ended 31 December 2021 included information of persons who remained as Directors of OIL as at 31 December 2021 and who are today Directors of OGL. The Company/OGL and OIL together shall be referred to as "Olam".

The 2018 Code of Corporate Governance (the Code) is applicable to Olam for the 2021 Annual Report. Olam complies with the principles of the Code. This report describes the practices and processes observed that meets with the provision, or any variation thereof, under the Code.

This Corporate Governance report cross-references other reports and statements made in the various sections of the 2021 Annual Report such as the detailed profile of the Board, details on the re-organisation of the group, details on risk management, corporate responsibility and sustainability activities that may be found in the Strategy Report.

For completeness, this Corporate Governance report should be read in conjunction with the other sections of the 2021 Annual Report.

Today, the Board comprises more than 50% independent directors with the Board Chair being independent since 2015. With the optimal mix of expertise and experience, the Board is equipped to effectively lead and direct Olam's business and strategy, ensuring its long-term success.

Olam recognises that a well-governed company involves putting in place good corporate governance practices that will ensure the Company's long-term success. The Board and Management's collective efforts to continually strengthen processes, procedures and systems positioned the Group to response swiftly and make wise decisions when events such as the COVID-19 pandemic impacted companies and economies globally.

Corporate governance is not an elixir to every issue that the Company is confronted with, but it sets the Company apart in such times of testing, helps Olam respond appropriately through crisis and cushions it from the effects and impact of economic spiral.

Corporate governance will be a continual work in progress so as to uphold the substance and spirit of corporate governance. Olam focuses on governing purposefully, keeping in mind the Code while continuing to deliver on its vision and objectives. In keeping with this objective, actions taken by Olam to address differences between the Code and Olam's practices have been explained in this report.

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

A strong and experienced Board together with a dedicated and skilled management team, sustained the business in the midst of the crisis and prepares it not just for a rapid return to business as usual but strengthening its operations and making it more efficient.

Olam is led by an experienced Board with representatives from diverse nationalities and international business backgrounds. The Board oversees the affairs of Olam and provides leadership and guidance to the Senior Management Team.

Collectively, the Board and the Senior Management Team ensure the long-term success of Olam and discharge their statutory and fiduciary responsibilities, both individually and collectively. The key functions of the Board are:

- To provide entrepreneurial leadership, set strategic objectives, and ensure that the necessary financial and human resources are in place for Olam to meet its objectives, as well as to regularly review the execution and the implementation of the Re-organisation Plan and Strategic Plan;
- To oversee and review the operation and financial performance of the group;
- To oversee the process and framework for evaluating the adequacy of internal controls, which included financial, operational, compliance and information technology controls, and risk management systems and satisfy itself as to the adequacy and effectiveness of such processes and framework;
- To monitor Olam's compliance with such laws and regulations as may be relevant to the business, including to monitor Olam's risk of becoming subject to, or violating, any Sanctions Law;
- To assume responsibility for corporate governance;
- To set Olam's values and standards, and ensure that obligations to shareholders and others are understood and met at all times;
- To review the performance of Group CEO and the Senior Management and the compensation framework for the Board, Executive Directors and Senior Management;
- To review and oversee Board renewals and the succession plans for the Group CEO and Senior Management;
- To oversee and consider corporate responsibility and sustainability issues, policies, standards and strategy in the context of the Company's activities which may have an impact on environmental and social issues; and
- To identify key stakeholder groups and consider their perceptions.

As an established practice, the material matters that require the specific review and approval of the Board are designated as reserved matters and include:

- Group re-organisation into three operating groups – Olam Food Ingredients (ofi), Olam Agri and the remaining business, carve-out and separation, listing, demerger, other strategic options, changes to the Re-organisation Plan and defined stages, phases and checkpoints with the stage-gated and de-risked execution pathway;
- Acquisitions, divestments and capital expenditure exceeding the authority limits established under an internal policy adopted by the Board, while delegating authority for transactions below those limits to Board Committees, the Executive Committee and Senior Management;
- Capital planning and raising, annual budgets and updates to the Strategic Plan;
- Key policy decision-making process and control;
- Changes to capital, dividend distribution, issuance and buy-back and changes to shares and other securities;
- Matters considered not in the ordinary course of business of the Group; and
- Any matter which the Board considers significant enough to require the Board's direct attention or would be critical to the proper functioning of Olam or its business.

Where the material matters require the approval of shareholders, the Board may if required under the Companies Act 1967 and/or the Listing Manual of the Singapore Exchange Securities Trading Limited (SGX-ST) appoint an independent valuer or independent financial adviser to evaluate the fairness of the transaction price and offer.

The Board is assisted by the five Board Committees for the effective discharge of its responsibilities. These included the Audit Committee (AC), Board Risk Committee (BRC), Capital and Investment Committee (CIC), Corporate Responsibility and Sustainability Committee (CRSC) and Nomination and Remuneration Committee (NRC). Since the implementation of the Re-organisation Plan announced in January 2020, the Board Steering Committee (BSC) was established to oversee the implementation of the Re-organisation Plan.

A summary of the Board Committees membership may be found in page 42 of this report.

Each Board Committee has clear written terms of reference which set out its role, authority, procedures and qualifications for membership. All of the Board Committees are actively engaged and play an important role in ensuring good corporate governance in the Company.

The terms of reference of the Board Committees may be reviewed from time to time by each Committee, taking into consideration the changing needs of the business and operations, the relevant laws and regulations.

Ad hoc committees of the Board may also be formed from time to time and for a specified time as part of the Board's commitment to engage and provide leadership to management in the business and operations of the Company. These ad hoc committees add to the effectiveness and strength of the Company's governance practices as well as reflecting the interests and perspectives of the various stakeholders of the Company. Examples of such ad hoc committees of the Board formed in the past were the Council of Chairs (2017-2019) and the Board Working Group (2018-2019).

The BSC was established in January 2020 and now comprised four (4) members majority of whom are non-executive directors with Chairman being independent. The BSC met at least once every month with a total of 15 meetings held in FY2021. The responsibilities of the BSC included overseeing the execution of the Re-organisation Plan with the support of the Programme Office and work streams, the independent financial advisors, the legal advisors and the tax advisors. The BSC would review the key recommendations for the execution of the Re-organisation Plan such as the target operating model, the transaction structure, governance structure of the new operating group, etc. before submission to the Board for approval.

Directors are expected to exercise independent and objective judgement in the best interests of Olam. In the annual Board, peer and Chairman performance evaluation exercise, the ability to discharge duties and responsibilities at all times as fiduciaries in the interests of the Company, the understanding of the business of the Company as well as the ability to listen and discuss issues with one another objectively, are important assessment criteria.

Board and Board Committee meetings

Meetings of the Board and Board Committees are scheduled at least a year in advance. Besides the regular agenda, the Board receives briefings and updates from the key executives and Senior Management on developments and issues concerning the Group's business or which have an impact on the business of the Group. External advisers such as Board evaluation consultants, financial advisers, legal advisers, climate risk assessment analysts were invited to present and participate at the relevant Board Committees held in the year.

Updates by business units and functions maybe provided to the Board. This allows the Board to develop a good understanding of the Group's businesses, and ensures collaboration and engagement between the Board and the Company's key executives and management. The Board sets aside time during the year in review to meet without the presence of Executive Directors or Management.

In addition to the five scheduled meetings each year, the Board meets as and when warranted by particular circumstances as well as engaged in informal discussions. The Constitution of the Company provides for meetings to be held by electronic means. During the year under review, 9 Board and 39 Board Committee meetings were held. Directors are provided with secured access to the Board and Board Committee papers through an online platform and electronic devices to enable them to read the papers anywhere, and to provide their comments through the annotation tools if Directors so wish.

Besides meetings of the Board, the Board pursuant to the Company's Constitution and the Board Committees under their terms of reference may also make decisions by way of resolution by circulation.

A table showing the memberships of the Directors and number of Board, Board Committee, Non-Executive Directors' and shareholders' meetings held during the year under review along with the attendance of Directors are provided on page 15 of this report. Throughout the year, Directors individually and collectively engage with other members of the Board, the Group CEO, CEO-ofi, Group CFO, the Senior Management Team and external advisors and consultants to review the business, to discuss global and industry trends and to gain deeper insights into the industry and the business of the Company. Directors participated at the meetings that were at least 2 hours and averaged 5 to 6 hours for majority of the meetings held. They devoted time to read, review, provide their comments and raise queries on the pre-read provided for each meeting. Beyond the attendance at recorded meetings and the time spent in the review of the materials, there are significant level of engagement and involvement of Directors in Board affairs and in governing the Company that cannot be quantified. Their commitment and the amount of time sowed into the affairs of the Company as well as their attendance at these meetings are collectively significant.

Key Highlights of the Board's Activities in 2021 : Re-organisation of Olam

In January 2020, Olam announced its intention to undertake a transformative Reorganisation Plan by splitting the Group into three new operating groups – ofi, Olam Agri and OGH via a carve-out, subsequent IPO and a concurrent demerger on a sequential basis. The objective of the Re-organisation was to explore strategic options that would illuminate the current value in the business and develop new pathways to create further long term value on a sustained basis. The Re-organisation Plan was to simplify and focus Olam's current diverse portfolio of businesses into three coherent operating entities that are more similar in nature, linked by an underlying logic and aligned to key consumer food and agri business trends respectively. Each entity has developed a compelling vision, a distinct equity story

Our transformation journey

1

Status:

Completed

Re-segmentation
- Re-segmented the current business into three distinct operating groups under Olam Group.
- Developed new reporting segments and key financial metrics for each operating group.
- Reported 2020 and 2021 results on basis of new operating groups and segments with historical comparative financials.

2

Status:

Completed

Re-organisation
- Developed Targeted Operating Model (TOM) for the new operating groups, including embedded business, country/regional structures, and central functions.
- Dedicated leadership and management teams for each of the operating groups in place.
- Hiring of new talent for the key capabilities required to pivot both the **ofi** and Olam Agri businesses.

3

Status:

Completed

Carve-out and separation
- Dedicated implementation teams for separation.
- Programme Office, independent financial advisors, legal and tax advisors, PR and IR advisors appointed.
- Carve-out and separation substantially completed for **ofi** and Olam Agri at end 2021.

4

Status:

On track

ofi IPO and concurrent demerger, Olam Agri strategic options subject to shareholder and regulatory approvals:
- **ofi** to be listed and demerged from the Olam Group by way of a distribution in specie of shares in **ofi** to Olam shareholders at the point of demerger.
- Exploring various strategic options to maximise the value of Olam Agri, which include potential introduction of strategic partner(s) via secondary sale of shares by OGL for a significant minority stake in Olam Agri and/or the potential IPO and demerger of Olam Agri.

Note: Shareholders should note that there is no certainty or assurance that such listing and demerger of **ofi** or the strategic options being explored in respect of Olam Agri and/or other businesses will take place.

Comprehensive and Tailored Programme for Newly Appointed Directors

Step 1

Clear terms and vital information provided

Newly appointed Directors are issued with:

- an appointment letter; and
- an appointment pack which outlines their Board and Board Committee membership details and term of office, fees payable, fiduciary duty and legal obligations of a director, other vital information regarding their appointment and on the Company.

Step 2

Orientation and induction

The Corporate Secretarial Office facilitates the induction programme for newly appointed Directors comprising:

- initial engagement session with the Director;
- customisation of the programme based on the Director's profile;
- scheduling briefings by various key trainers on matters of board responsibilities; governance, fiduciary duties, risk management, safety and health, sustainability, financial reporting and the businesses of the Company;
- briefings by the Board Chairman and Chairs of Board Committees;
- an overview of the business, industry, trends and operations with the Group CEO, CEO-OFI;
- meeting with the Group CFO, Global Head of Internal Audit, Global Head of Corporate Responsibility and Sustainability, Business Heads; and
- visits to the Group's key operations.

Step 3

Ongoing support provided by Corporate Secretarial Office

All newly appointed Directors are further assisted by the Corporate Secretarial office to enable them to appropriately discharge their statutory and fiduciary duties.

and reliable game plan for profitable growth and value creation on a sustained basis.

The Board supported by the BSC reviewed with the programme office and advisers the Separation, IPO and demerger set up and implementation.

On 14 December 2021, the Board announced that it is proposing to seek the approval of its shareholders to carry out the Proposed Transactions in relation to the proposed restructuring of Olam by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (the "Scheme"). As part of the Scheme, Olam Group Limited will take over Olam International Limited as the new public limited company trading on Singapore Exchange Securities Trading Limited ("SGX-ST") and OIL will be concurrently delisted.

The Scheme Meeting and EGM was held on 18 February 2022 and was approved by shareholders. On 3 March 2022, the Court had sanctioned the Scheme and Scheme was effective on 15 March 2022 and commencement of trading of OGL on 16 March 2022 on SGX-ST.

The Board had also reviewed with Management, amongst others, the progress of the carve-out and separation, the Target Operating Model, talent management and succession plan of the leadership and management teams, capital structure, establishment of the ofi Board, project incentive and share awards.

Induction and orientation of Directors

The Board of Directors provide the leadership for the Company and for corporate governance.

Hence, onboarding of newly appointed Director is a critical enabler for the director to embark on and accelerate his/her participation in Board affairs effectively.

Newly appointed director will undergo a tailored induction programme which included briefings by the Group CEO, CEO-ofi, the Group CFO and other Head of Functions including Human Resources, Internal Audit and Risk, etc. and Business Unit Heads. Notwithstanding the inability to visit Olam's operations overseas, country heads in key country of operations were available to brief newly appointed Board members.

Directors' training and development

During the term of their appointment, Directors are encouraged to undergo continual professional development. The Company allocates a budget each year for Directors' training and professional development, which may relate to a particular subject area or developments in Company's market or operations etc. The Corporate Secretarial Office provide assistance to the Directors for their ongoing development needs.

To keep the Directors abreast of developments in the Group's diverse industries as well as the Company's global operations, interactions with business and country teams are amongst the different types of arrangements that maybe arranged.

Updates on changes to laws and regulations such as the Listing Manual of the SGX-ST, the Code, the Companies Act, etc. and requirements on directors' duties and responsibilities are provided to the Board.

Information on Board and Board Committee Membership and Attendance at Board, Board Committees and Shareholders' Meetings for the year ended 31 December 2021

	Membership	Board	AC	BRC	BSC	CIC	Joint BRC-CIC	CRSC	NRC	AGM
Directors	**No. of Meetings Held**	**9**	**6**	**4**	**15**	**5**	**1**	**4**	**4**	**1**
	Chairman	C			C	M	M		C	C
Lim Ah Doo	Independent Non-Executive	9/9	–	–	15/15	5/5	1/1	–	4/4	1/1
		M		M		C	CIC C		M	M
Sanjiv Misra	Independent Non-Executive	8/9	–	3/4	–	5/5	1/1	–	4/4	1/1
		M	M					C		M
Nihal Vijaya Devadas Kaviratne CBE	Independent Non-Executive	9/9	6/6	–	–	–		4/4	–	1/1
		M	M	C			BRC C	M		M
Marie Elaine Teo	Independent Non-Executive	8/9	6/6	4/4	–	–	1/1	4/4	–	1/1
		M	C	M			M		M	M
Yap Chee Keong	Independent Non-Executive	9/9	6/6	4/4	–	–	1/1	–	4/4	1/1
		M	M		M	M	M			M
Kazuo Ito	Non-Executive	9/9	6/6	–	15/15	5/5	1/1	–	–	1/1
		M			M	M	M			M
Nagi Adel Hamiyeh	Non-Executive	8/9	–	–	14/15	4/5	1/1	–	–	1/1
		M	M			M	M	M		M
Ajai Puri	Independent Non-Executive	9/9	6/6	–	–	5/5	1/1	4/4	–	1/1
		M							M	M
Joerg Wolfgang Wolle	Independent Non-Executive	8/9	–	–	–	–		–	4/4	1/1
		M		M			M	M	M	M
Norio Saigusa	Non-Executive	9/9	–	4/4	–	–	1/1	4/4	4/4	1/1
									M	
Chan Wai Ching[1]	Co-opted Member	–	–	–	–	–		–	4/4	–
		M			M	M	M	M		M
Sunny George Verghese	Executive	9/9	–	–	15/15	5/5	1/1	4/4	–	1/1
		M		M	M		M			M
Shekhar Anantharaman[2]	Executive	9/9	–	4/4	15/15	–	1/1	–	–	1/1

"C" Chairman
"M" Member
"AC" Audit Committee
"BRC" Board Risk Committee
"BSC" Board Steering Committee
"CIC" Capital and Investment Committee
"CRSC" Corporate Responsibility and Sustainability Committee
"NRC" Nomination and Remuneration Committee
"AGM" Annual General Meeting

1. Ms. Chan Wai Ching is a co-opted member of the NRC. Ms. Chan is not a Director of the Company.
2. Mr. Shekhar Anantharaman resigned as Director of the Company on 31 December 2021.

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

Independence and diversity

To align with the extensive geographical spread and depth of the business, the existing Board comprises Directors with diverse skills and expertise in food ingredients, agri-business, Africa experience, commercial, consumer, corporate finance, innovation, logistics, M&A, companies' consolidation and restructuring, resource-based industry, supply chain, finance and accounting, banking, investment, strategic planning, retail, infrastructure, environment and sustainability issues.

The size, composition and blend of experience of the Board allows discussions on matters of policy, strategy and performance to be informed, critical and constructive. The profile and key information of each Director is provided in the Board of Directors section of the 2021 Annual Report.

Board size

Our Board currently consists of 11 members, 7 of whom are Independent Non-Executive Directors, 3 of whom are Non-Independent Non-Executive Directors and the Group CEO being Executive Director. More than 50% of the Board is comprised of Independent Non-Executive Directors. The NRC reviews the board composition, dynamics, culture and size that enable the Board to be effective and high-performing.

The size and composition of the Board are reviewed from time to time by the NRC to ensure that it is appropriate and conducive for effective discussion and decision-making.

The review takes into consideration the variety, magnitude, nature and depth of the Group's business and operations. Based on the factors considered, the composition of the existing Board who collectively possess sufficient depth and breadth to discharge duties and responsibilities effectively, for objective decision-making and in view of the future plans of Olam businesses, the NRC opined that the current Board size of 11 members remained appropriate and optimal.

Board diversity

The composition of the Board today is a testimony to what it believes is important: diversity for an optimal mix of expertise and experience.

The importance of diversity stretches across skills, industry experience, geographic exposure, training, race, ethnicity, gender and nationality. The key to an effective and high-performing Board is the collective intelligence of a diverse composition to drive it forward.

It is crucial to have a Board that understands the overall strategy of the Company.

An effective Board is about who and why is he/she on the Board, how Directors interact with each other as well as with Management, what it spends its time on – priorities and agenda and how it reviews its' own performance from time to time. It is about governing with purpose. A Board Diversity Policy (Policy) was adopted by the Board as they recognised the importance and value of diverse perspectives not just in the boardroom but also at the senior leadership level. A well-rounded and well-appointed Board for the foreseeable future and in supporting the attainment of the Company's strategic objectives will remain a priority for Board succession planning.

The Diversity Policy

The Policy sets out the approach to diversity for the Board and the senior leadership team of the Company. The Board will pro-actively identify key gaps in our diversity representation (e.g. gender diversity), and commit to developing a bench of individuals, who are suitable and qualified, for future succession. There will be no discrimination of candidate(s) for Board membership on grounds of gender, race, ethnicity and nationality.

The Board has delegated to the NRC the role of overseeing the implementation of the Policy, and the monitoring of the progress.

Some of the initiatives rolled out within the Group to champion and sensitize the community on diversity and equality includes the GLOW (Globally Lifting Olam Women) programme and the Inclusion Diversity & Equality in Olam (IDEO) programme. Voices for Change discussions are organized across the Company ensuring voices are heard from the frontline to senior leadership on inclusion and representation of women in Olam. Selected employees are identified and trained as facilitator of these focus group sessions. The GLOW programme involved virtual learning journey and experience programmes from educational institutions to encourage women employees to embrace a growth mindset, cultivate collaborative leadership, overcome corporate mindsets and societal hurdles and to create an impact.

Independence

The NRC determines on an annual basis each Director's independence bearing in mind the definition of an Independent Director under the Code and guidance as to relationships that may exist which would cause a Director to be deemed non-independent. A Director who has no familial or commercial relationship with the Group or its officers and substantial shareholders of the Company that could interfere, or be reasonably perceived to interfere, with the exercise of his or her independent business judgement in the best interests of the Company, is considered to be independent.

The Code further requires the independence of any Director who has served on the Board beyond 9 years to be rigorously reviewed. The basis of determination by the NRC takes into account the annual confirmation of independence completed by each Independent Director. He or she is required to critically assess their independence by examining the existence of any relationships or dealings that may compromise their independence.

Having carried out its review for the year under review and taking into account the views of the NRC, the Board has determined that, with the exception of the 3 Non-Executive Directors and the Executive Director, the remaining 7 Directors are to be considered as independent.

Under the Company's Code of Conduct (CoC) which all employees including Directors should adhere to, Directors should advise the Board of any personal interests that could inappropriately influence his or her judgment when acting for the Company. The details of the potential conflicts of interest should be disclosed to the Board at the earliest possible opportunity. Where relevant, the CoC stipulates that an explicit written approval may be required should the Director wish to engage or continue with such activity.

Ongoing renewal of the Board

The ongoing renewal of the Board is in line with the Board's policy on tenure of directorships. Since 2013, long-serving Independent Directors were retired gradually at each AGM with new Independent Directors who possess the required skills and capabilities appointed to fill these vacancies.

All newly appointed Independent Directors will be subject to a term of office comprising two terms of 3 years each, with an additional term of 3 years at the sole discretion of the Board. All Directors whether Executive, Non-Executive or Independent remain subject to an annual evaluation notwithstanding the term of office.

Independent Directors may be retired prior to completion of the term of office if so determined by the Board, taking into consideration the recommendation of the NRC.

Non-Executive Independent Directors

The Non-Executive Independent Directors fulfil a pivotal role in corporate accountability. Their role is particularly important as they provide unbiased and independent views, advice and judgement to protect the interests not only of the Company but also of shareholders, employees, customers, suppliers and the many communities in which the Company conducts business. The Board has since 2013 maintained the number of Executive Directors at 2 to have a greater proportion of independent representation on the Board. During the year under review, the Board reduced the number of Executive Director to 1.

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

The Chairman and Group CEO are separate persons. Mr. Lim Ah Doo is Chairman and Independent Non-Executive Director of the Company. Mr. Lim Ah Doo is not related to the Group CEO, Mr. Sunny George Verghese, or other members of the Senior Management Team. There is a clear division of responsibility between the Chairman and Group CEO to ensure a balance of power and authority.

The Chairman is responsible for ensuring the effectiveness of the Board and Board Committees as well as the governance process. The Group CEO is at the helm of the Management Team and has overall responsibility for the Company's operations and organisational effectiveness.

The Group CEO remains accountable to the Board for the decisions and actions taken, as well as for the performance of the Group. The Chairman works closely with the Group CEO on matters to be tabled at meetings and matters arising from the meetings as well as in ensuring that Board members receive accurate, timely and clear information. The Chairman and Group CEO held frequent discussions to discuss and review the re-organisation plan and progress, strategic plan, developments within the Group, business performance, governance process, compensation structure and policy and succession plan.

Under the leadership of the Chairman, the Board holds robust and open discussions at its meetings with adequate time allocated to sufficiently review the issues tabled. The Chairman chairs the Non-Executive Directors' discussions, which maybe held quarterly after each Board meeting or as and when required.

Along with the Group CEO and the Company Secretary, the Chairman monitors the translation of the Board's decisions, requests and recommendations into executive action.

As part of the Chairman's oversight, he ensures that constructive communication and engagement with shareholders take place including at every general meeting. The Chairman may direct members of the Board to participate in briefings and meetings with other stakeholders to explain publicly available material information.

Access to information and Accountability

To enable the Directors to fulfil their responsibilities, pre-meeting discussions are held between the Chairman of the Board and/or Committees with Senior Management for the construction of the agenda and to review the salient matters and issued identified as well as to review the contents of the meeting materials.

The agenda for each Board and Board Committee meeting along with all Board papers, related materials and background materials are provided to the Directors to enable the Directors to obtain further details and explanations where necessary. The Board is briefed and updated on the progress and execution of the Re-organisation Plan, the execution of the Company's Strategic Plan, performance of its investments, status of divestments, financing plan, variance in budgets, capital structure, etc. Members of the Management Team are invited to be present at Board and Board Committee meetings to provide additional insight into the matters tabled for deliberation. Global heads of Business Units (BU) are scheduled wherever required to update the Board on platform-wise performance and plans.

Non-Executive Directors met with Senior Management independently to be briefed on various issues.

Additional information, documents and materials are provided to the Directors as and when required to enable them to make informed decisions.

The Board has separate and independent access to the Senior Management and the Company Secretary at all times. Directors and Board Committees may, where necessary, seek independent professional advice, paid for by the Company.

The Board has adopted a policy of openness and transparency in the conduct of the Company's affairs while preserving the commercial interests of the Company.

The Company reports its financial results as prescribed by the Singapore Exchange and holds media and analyst meetings to coincide with the announcements.

Financial results and other price-sensitive information are disseminated to shareholders via SGXNET, to the SGX-ST, via press releases, on the Company's website (olamgroup.com) and through media and analyst briefings.

The Company has in place an Investor Relations function and process to keep investors informed of material developments in the Company's business and affairs beyond that which is prescribed, but without prejudicing the business interests of the Company.

Role of the Company Secretary

Directors have separate and independent access to the Company Secretary. The Company Secretary advises the Board Chair and the Board as a whole on governance matters and facilitates the effective functioning of the Board and Board Committees in accordance with their terms of reference including any best practices. Meetings of the Board and Board Committees are scheduled at least a year in advance.

Beyond scheduling meetings, the Company Secretary works closely with the Board Chair and Chairs of the Board Committees and key executives of the Company to manage the agenda and the materials provided in advance of and at meetings.

The Company Secretary pursues and manages follow-up actions and reports on matters arising from the meetings. The Company Secretary assists the Board Chair with Board development and Board processes including Board evaluation, induction and training.

The Secretariat Office takes the lead in organising the appointment letter and information pack and in developing tailored induction plans for new Directors, working with the Board Chair and new Directors.

The Company Secretary acts as the sounding board for matters of corporate governance and monitors overall compliance with the law and regulations adhered to by the Group.

The Company Secretary is also responsible for ensuring the Company's compliance with the Listing Rules of the SGX-ST, for interaction with shareholders and for facilitating the convening of general meetings. The appointment and removal of the Company Secretary is subject to the approval of the Board.

Nomination and Remuneration Committee (NRC)

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

The NRC was established in May 2020 with the merger of two Board Committees, namely, the Governance and Nomination and the Human Resource and Compensation Committee.

The NRC is chaired by an Independent and Non-Executive Director. The NRC comprises only Non-Executive Directors, majority of whom are Independent Directors. The Committee has also co-opted a member who is a subject matter specialist to better advise the NRC.

The purpose of the NRC is to assist the Board in overseeing compensation policies in relation to the Board and management, performance and potential reviews, leadership and management development, appointment and reappointment of directors and succession planning with regards to the Board and management, taking into account the current businesses, strategic plan, re-organisation and the critical issues and challenges that will face the Company in the future. The intent is for the Company to recruit and retain a strategic Board and talents in Olam group, balanced with the competencies, knowledge, skills and attributes to address these issues and challenges. The NRC will endeavour to achieve these objectives through formulating and reviewing competitive executive compensation packages with focus on long-term sustainability of business and long-term shareholders' return, and human resources practices and a leadership succession and development plan with a defined process to enhance corporate governance, accountability and transparency.

The NRC assist the Board of Directors in evaluating candidate(s) for appointment to the Board, in determining the composition of the Board and its committees and in ensuring the independence of the Board as it exercises its corporate governance and oversight roles for the benefit of shareholders, including, but not limited to, counsel to the full Board with respect to (A) Board size, organization, membership, and function and (B) Board committee structure, size and membership.

During the year in review, as part of the preparation for the IPO of ofi and the formation of the ofi Board, the NRC engaged search consultants, Russell Reynolds, to identify candidates that are suitable for appointment to the ofi Board. The NRC established a selection panel comprising the NRC Chair and another member of the NRC, a Board member and the Group CEO, to consider, review and shortlist suitable candidates.

The NRC is guided by its written terms of reference which sets out the detailed scope of work and responsibilities of the NRC covering remuneration matters for non-executive directors and key management personnel, performance, development and succession planning for Board and key management personnel, Board evaluation, matters in relation to Board Committees, nominating process, diversity and inclusivity and disclosures.

Lim Ah Doo
Chair

Chan Wai Ching (non-director, co-opted)
Joerg Wolle (Dr.)
Norio Saigusa
Sanjiv Misra
Yap Chee Keong

Succession planning

The review of Board succession plans, and the succession plans for key positions in the Group, including the Group CEO and Senior Management, is within the purview of the NRC.

During the course of the year, the NRC Chair held discussions with the Group CEO and the CEO-ofi on the organisation and succession plans of each operating group. The NRC reviewed the Board Policy guidelines for oversight of senior talent management and succession planning at Olam Group, which sets out details on the scope and responsibilities of the NRC on senior talent management and succession planning, guiding principles and key process steps on the important senior talent management areas such as succession planning, appointments, performance reviews, ongoing developments and exits from the Company.

On the Board succession plans, the NRC have regard to the 9-year tenure prescribed by the Listing Rules of the SGX-ST for Independent Director, the Re-organisation Plans of the Group, the Strategic Plan of the Group, the changing landscape of the business and ongoing challenges and issues faced when addressing the composition of the Board.

Retirement and re-election

All Directors submit themselves for retirement and re-election at least once every 3 years. Pursuant to the Constitution of Olam, one-third of the Directors shall retire from office at the Company's AGM. A retiring Director is eligible for re-election at the AGM. The Group CEO, as a Director, is subject to the same retirement by rotation provision as the other Directors. In addition, the Company's Constitution also provides that a newly appointed Director must submit himself or herself for re-election at the AGM following his or her appointment (unless such appointment was voted upon by shareholders at a general meeting).

At the first AGM of OGL to be held in April 2022 ("**1st AGM**"), all existing directors who were appointed on 15 March 2022 will retire pursuant to Regulation 113 of the Constitution and will be eligible for re-election by the shareholders.

New appointments, selection and re-nomination of Directors

The Board considers the importance of putting the right people with the right range of skills, knowledge and experience together for effective governance of the Group's business. The NRC assists the Board in ensuring that the Board is comprised of individuals whose background, skills, experience and personal characteristics enhance the effectiveness of the current Board and meet its future needs.

All new appointments, selection and re-nomination of Directors are reviewed and proposed by the NRC. The NRC has access to external search consultants and resources to identify potential candidates. Board members may also make recommendations to the NRC. Shortlisted candidates are met by the Board Chairman prior to approval at Board level.

Some of the criteria considered by the NRC to identify and evaluate potential Directors include the following:

- The scope and nature of the company operations and business requirements;
- Knowledge and experience in areas of value to the Group, including but not limited to accounting or finance, banking, business or management, investment, industry knowledge, supply chain, strategic planning, customer-based experience or knowledge, environment and sustainability, legal or digital, retail, infrastructure and geographical exposure;
- Aptitude or experience to understand fully the fiduciary duties of a Director and the governance processes of a publicly listed company;
- Independence of mind;
- Capability and how he/she could meet the needs of the Company and simultaneously complement the skillset of other Board members;
- Experience and track record in multinational companies;
- Ability to commit time and effort to discharging his/her responsibilities as a Director; and
- Reputation and integrity.

The NRC also have regard to the importance of diversity when considering the richness of the Board as a whole. Diversity stretches across skills, industry experience, geographic exposure, training, race, ethnicity, gender and nationality.

Membership of other boards

The NRC, in assessing the performance of the individual director, considers whether sufficient time and attention has been given by the director to the affairs of the Company. It has regard to the director's other board memberships and commitments. No limit on the number of board representations which a Director may hold has been imposed by the NRC as directors have demonstrated their commitment and effectiveness in discharging their duties and responsibilities and avoiding actual or potential conflicts of interest caused by serving on other boards.

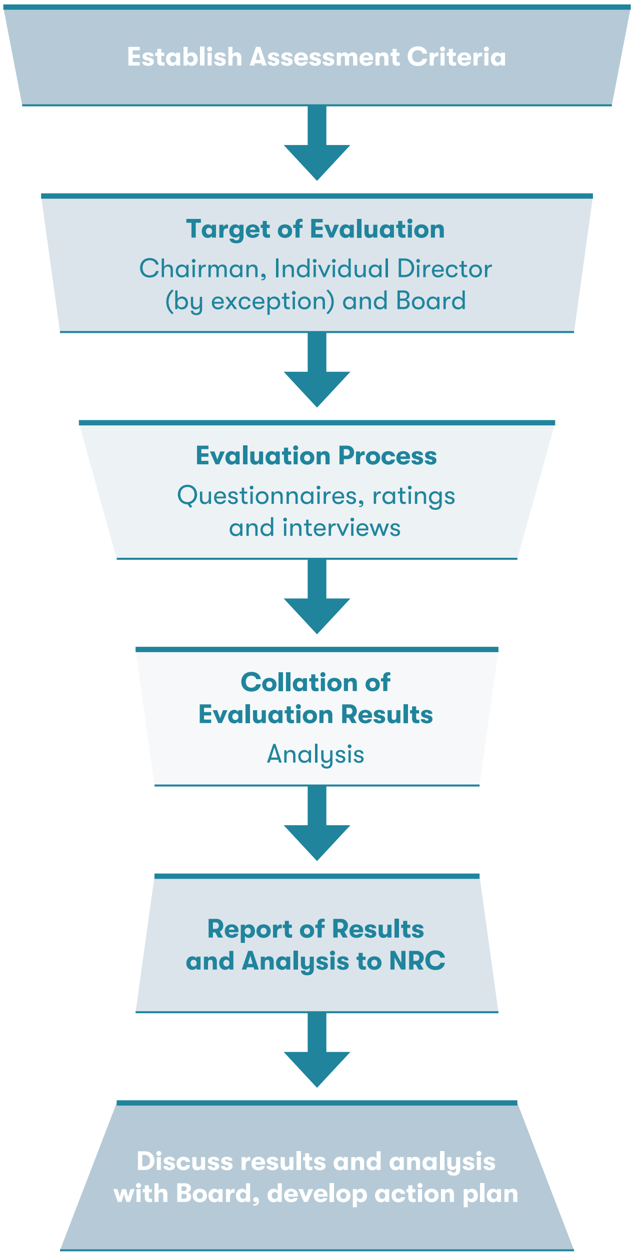
Principle 5:
The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

Key information regarding Directors

Key information regarding Directors, such as academic and professional qualifications, Board Committees served on (as a member or Chairman), date of first appointment as a Director, present directorships in other listed companies, principal commitments and experience and exposure, is disclosed in the section on Board of Directors of the 2021 Annual Report. Information relating to Directors' shareholding and interests in Olam is disclosed in the Addendum to the Annual Report 2021.

Based on the recommendations of the NRC, the Board has laid down a set of assessment criteria to assess the effectiveness of the Board as a whole. There are 12 broad sections and a total of 49 assessment areas for the Board evaluation covering, amongst others, Board composition and leadership, Board processes, strategy and implementation, risk and crisis management, effectiveness of Board Committees and stakeholder management. The assessment of the Board Chair and Director individually is conducted on an 'exception' basis with broad criteria on their individual contribution, involvement, conduct of and at meetings, execution of agreed matters, interaction with the Board, industry and functional expertise, etc.

During the year in review, the NRC and the Board appointed an external consultant, Egon Zehnder ("EZ"), to conduct the Board evaluation exercise. The process of the Board evaluation exercise conducted by EZ included (i) separate interview with each of the Board Chair, the Group CEO and the Company Secretary; (ii) questionnaire



built upon from the criteria established by the NRC on Board performance assessment completed by each director; (iii) one-on-one session with each director; (iv) compilation and submission of the evaluation report and findings and recommendation on plucking the gaps and way forward; (v) review of the report and findings and recommendation by the NRC; and (vi) tabling of the report and findings and the recommendation of EZ and NRC for discussion by the Board. The NRC and the Board held vigorous discussions on the findings of the Board evaluation, and agreed on the action plans and commitment. Rules of engagement as well as table-top reminder were drawn up to guide board engagement.

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

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

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

Remuneration policy for Non-Executive Directors

The existing remuneration framework for Non-Executive Directors recommended by the NRC and adopted by the Board is a comprehensive framework consisting of base fee for membership on the Board and each Board Committee, Chairmanship and attendance fee.

The framework of the fees payable to the Non-Executive Directors of the Company and details of the fees paid to the Non-Executive Directors of OIL are provided in following pages of this report.

Key features of the remuneration framework for Non-Executive Directors

What benchmarks are used in determining fees?	How are fees determined?	When are fees paid?
Remuneration is benchmarked against peer companies.	The framework seeks to provide an equitable and adequate remuneration on account of: • the responsibilities and average amount of time spent by a Director at Board and Board Committee meetings; • their discussions beyond formal meetings and separate discussions with Management, external advisors and consultants; and • the review of materials in the discharge of their responsibilities.	Fees are paid in arrears on a quarterly basis for the current financial year once approval is obtained from shareholders at the AGM.

Directors' fees paid in OIL in FY2021

The aggregate fees paid quarterly in arrears to the Non-Executive Directors of OIL for the financial year ended 31 December 2021 amounted to S$2,485,500.00 (excluding fees paid to a Director for his directorship with the subsidiary of the Company) out of S$3,300,000.00 directors' fees approved for payment in the year by shareholders of OIL, of which S$527,017.50 was paid out in the form of equity of OIL totalling 307,900 shares under the Olam Share Grant Plan.

The breakdown of the fees paid to the Non-Executive Directors of OIL for the financial year ended 31 December 2021 is set out in the table below.

NED of OIL	FY2021 S$
Current Directors	
Lim Ah Doo[1]	714,858.15
Sanjiv Misra	218,000.00
Nihal Vijaya Devadas Kaviratne CBE	190,000.00
Yap Chee Keong	222,500.00
Marie Elaine Teo	219,500.00
Kazuo Ito	217,000.00
Nagi Hamiyeh	178,500.00
Dr. Joerg Wolle	138,500.00
Dr. Ajai Puri	199,000.00
Norio Saigusa	194,500.00
NRC Co-opted Member	
Chan Wai Ching[3]	34,000.00
Directorship on Subsidiary	
Nihal Vijaya Devadas Kaviratne CBE[2]	75,000.00

1. The fees paid included fixed fee as Chairman (S$600,000), fees as Chairman of the Board Steering Committee (S$74,000) and related attendance fee and car-related benefits (S$40,858.15).
2. The fees paid included S$75,000 of Director's fees as Independent and Non-Executive Chairman of Caraway Pte. Ltd., a 75:25 joint venture subsidiary of the Company.
3. Ms. Chan Wai Ching is not a director.

Details of the compensation of directors of OIL for FY2021 and 2020 are also provided in Note 33 of the Financial Report.

Directors' fees proposed for FY2022

A proposed aggregate Directors' fees of up to S$3,300,000 based on the Directors' fees framework set out below and (which included an additional provision of approximately thirty per cent. (30%) for developments in the year such as the appointment of additional Directors, additional meetings of the Board and Board Committees and Board offsites, the formation of ad-hoc and/or additional Board Committees, and the co-opting of members to the Board Committee(s) during FY2022) for the financial year ending 31 December 2022 would be recommended for the approval of shareholders at the 1st AGM of the Company.

Nature of appointment	S$
Board of Directors	
Chairman (Fixed fee)[1]	600,000
Base fee (Deputy Chairman)	130,000
Base fee (Member)	70,000
Lead Independent Director	25,000
Audit Committee	
Board Steering Committee	
Board Risk Committee	
Capital and Investment Committee	
Corporate Responsibility and Sustainability Committee	
Nomination and Remuneration Committee	
Chairman's fee	50,000
Member's fee	25,000

Attendance fee	Board	Committee
Home city meeting *< 4 hours round trip travel time*	3,000	1,500
In-region meeting *Between 4 to 15 hours round trip travel time*	5,000	2,500
Out-of-region meeting *> 15 hours round trip travel time*	10,000	5,000
Conference call	600	400
Odd hours	1,200	750

Attendance fee – Board Offsite	
Home city meeting *< 4 hours round trip travel time*	6,000
In-region meeting *Between 4 to 15 hours round trip travel time*	10,000
Out-of-region meeting *> 15 hours round trip travel time*	20,000

1. Chair would be paid Chair's fee and attendance fees for BSC.

To align the interests of Directors with shareholders' interests, the total remuneration payable to Non-Executive Directors (excluding certain Non-Executive Directors who, under their separate arrangements with their employers, do not retain their Directors' fees), would include an equity component of approximately 30%. The Company will arrange for each such Non-Executive Director to receive approximately 70% of his/her total Directors' fees in cash and the balance approximately 30% in the form of Olam shares to be awarded in the form of fully paid restricted shares under the OG Share Grant Plan with no performance conditions and no vesting periods to these Non-Executive Directors. The equity component is intended to be paid out after the AGM with the actual number of Shares to be awarded to each such Non-Executive Director holding office at the time of payment to be determined by reference to the volume weighted average price of a Share on SGX-ST over the 10 trading days after the date of the announcement by the Company of its unaudited full year financial statements for FY2022. The number of Shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash.

Each such Non-Executive Director is committed to holding, during his or her Board tenure, Olam shares of a value equivalent to approximately one year's basic retainer. In the event the Non-Executive Director leaves the Company prior to the acquisition of the Shares, the directors' fees due to him up to his date of cessation will be paid to him in cash.

One-off Special Fees

The Company will also seek separate approval from shareholders at the AGM for the payment of one-off special fees of S$1,750,000 in aggregate to all Non-Executive Directors (including Chairman). The proposed one-off special fees are in recognition and appreciation of the Non-Executive Directors' significant contribution of time and effort towards the envisioning, structuring, planning and realisation of the Reorganisation Exercise. Their added contribution and involvement in this regard was over and above their usual responsibility in, amongst others, providing Board leadership to Management and overseeing the process and the framework for evaluating the adequacy of internal controls, which included financial, operational, compliance and information technology controls, and risk management systems, etc. If approved, it is intended that Chairman will receive a special fee of S$400,000 and each of the other 9 Non-Executive Directors will receive S$150,000.

The proposed one-off special fees are subject to shareholders' approval at the AGM. The Non-Executive Directors (including Chairman) will refrain from making any recommendation on and, as shareholders, shall abstain from voting on, the ordinary resolution for the proposed one-off special fees. The Non-Executive Directors (including Chairman) shall decline to accept appointment as proxy for any shareholder to vote in respect of this resolution unless the shareholder concerned shall have given instructions in his/her/its proxy form as to the manner in which his/her/its votes are to be cast in respect of this resolution.

Remuneration policy for Executive Directors and other key executives

Olam's remuneration philosophy is aimed at attracting, retaining and motivating key executives through a framework which rewards performance and achievement of the Company's strategic objectives that aligned with the interests of its shareholders.

The NRC recognises that the Company operates in a multinational environment and reviews remuneration through a process that considers the Group's businesses and individual performance, as well as relevant comparative remuneration in the market.

In considering comparative remuneration in the market, the NRC seeks to maintain an awareness of the level of pay and practices by peer companies so as to keep pay market competitive while mitigating increase of pay that is disconnected from actual performance.

The performance evaluation for Executive Directors and key executives have been conducted with the considerations as indicated in the table on the following page.

Aligned with interests of shareholders and other stakeholders

- Align interests between management and shareholders.
- Select appropriate performance metrics for annual and long-term incentive plans to support business strategies and ongoing enhancement of shareholder value.

Base salary

- The annual fixed component consists of the annual basic salary and other fixed allowances.
- The base salary reflects the market worth of the job but may vary with responsibilities, qualifications and the experience that the individual brings to the role.

Performance incentive

- The annual performance incentive is tied to the Company's and individual executive's performance.
- The annual performance incentive is designed to support the Group's business strategy and the ongoing enhancement of shareholder value.
- Allow for performance-related claw-back if long-term sustained performance targets are not met.

Remuneration is linked to performance

- Measure performance based on a holistic balanced scorecard approach, comprising both financial and non-financial metrics.
- Ensure targets are appropriately set for threshold, target, stretch and exceptional performance levels, qualification and experience.

Remuneration is appropriate and proportionate to sustained performance and value creation

- Ensure that the link between performance and remuneration is clear.

Remuneration structure

The remuneration structure is designed such that the percentage of the performance-related components of the Executive Directors and key executives' remuneration increases as they move up the organisation. To remain competitive, the Company aim to benchmark executives' compensation with that of similar performing companies and remain in the top 25 percentile, taking into consideration the individual performance, qualification and experience.

The Company advocates a performance-based remuneration system that is flexible and responsive to the market. The total remuneration comprises 3 components: an annual fixed cash component, an annual performance incentive and a long-term incentive. Executive Directors are not entitled to either base fees or fees for membership on Board Committees. Remuneration for Executive Directors currently comprises a base salary, a performance bonus tied to the Company's and the individual's performance,

Level and mix of remuneration of Executive Director for the year ended 31 December 2021

Remuneration band	Salary (including employer provident fund)	Variable or performance related income/ bonuses	Benefits in kind	Total	Options	Share Grant
S$5,000,000 to S$6,000,000						
Sunny George Verghese	18.4%	78.3%	3.3%	100%	–	4,029,317[1]

1. Share grant of 4,029,317 comprised of 2,618,843 Performance Share Awards and 1,410,474 Restricted Share Awards granted pursuant to the Olam Share Grant Plant. The actual number of shares to be delivered pursuant to the Performance Share Awards granted will range from 0% to 200.0%, which are contingent on the achievement of pre-determined targets set out in the 3-year performance period and other terms and conditions being met.

Base Salary

- The annual fixed component consists of the annual basic salary and other fixed allowances.
- The base salary reflects the market worth of the job but may vary with responsibilities, qualifications and the experience that the individual brings to the role.

Performance incentive

- The annual performance incentive is tied to the Company's and individual executive's performance.
- The annual performance incentive is designed to support the Group's business strategy and the ongoing enhancement of shareholder value.

Long-term incentive

- The long-term incentive is granted based on the individual's performance and contribution made.
- Long-term incentives reinforce the delivery of long-term growth and shareholder value to drive an ownership culture and retain key talent.

Policy

- The Company contributes towards the Singapore Central Provident Fund where applicable to the individual.

Employee Share Grant Plan

- The Company had adopted the OG Share Grant Plan (OGSGP). The OGSGP involves the award of fully-paid shares, when and after pre-determined performance or service conditions are accomplished.
- Any performance targets set under the OGSGP are intended to be based on longer-term corporate objectives covering market competitiveness, quality of returns, business growth and productivity growth.
- Details of the OGSGP including its objectives, key terms, potential size of grants, methodology of valuation, market price of shares that were granted as well as outstanding, and the vesting schedule may be read as part of the Financial Report.

and participation in the OG Share Grant Plan or share grant plan that may be established by key subsidiaries.

For the financial year ended 31 December 2021, the Company had 17 top key executives who are not Directors. Information on the compensation paid to all Directors (including Executive Director) and top key executives is summarily provided in Note 33 to the Financial Statements of the Financial Report. The names, amounts and breakdowns of the remuneration of individual director are disclosed in prior pages of this report.

In considering the disclosure of remuneration of the Executive Director and top 17 key executives, the NRC opined that instead of the provision of the names, amounts and breakdowns of remuneration, the information provided on the framework, system and component of the remuneration of Executive Directors and the key executives would better provide shareholders with an understanding of the role played by the NRC in ensuring that the remuneration paid is appropriate and proportionate to the sustained performance and value creation of the Company including taking into account the strategic objectives of the Company. The NRC also considered the industry conditions in which the Group operates, the impact of the disclosure of specific compensation on talent management and the confidential nature of the Executive Director and key executives' remuneration.

Remuneration band of the top key executives for the year ended 31 December 2021

Remuneration band	No. of executives
S$3,000,000 to S$4,000,000	2
S$2,000,000 to S$3,000,000	1
S$1,500,000 to S$2,000,000	3
S$1,000,000 to S$1,500,000	8
Below S$1,000,000	3

Remuneration of employees who are immediate family members of a Director or the Group CEO

No employee of the Company and its subsidiaries whose remuneration exceeded S$100,000 during the year under review was an immediate family member of a Director, the Group CEO or a substantial shareholder of Olam.

Immediate family member is defined as a spouse, child, adopted child, step-child, brother, sister or parent.

Project Incentive

The NRC and Board have approved the Project Incentive for identified senior employees of the Group who have contributed substantially towards the envisioning, structuring, planning and realisation of the Reorganisation Exercise over and above their existing work portfolios, during the course of FY2019, FY2020 and FY2021.

The Project Incentive was intended to encourage focus, efforts and actions to execute the strategic pathways approved by the Board.

The Project Incentive is a cash incentive, potentially payable to a pool of approximately 275 employees employed within the Group as at 31 December 2021. The pool comprises both employees who, as part of the Reorganisation Exercise, will stay with the Remaining Olam Group as well as employees who will be employed by the Proposed OFIGL Group. The cash payments are subject to continued employment requirements, save for limited exceptions in which the continued employment requirements may not apply.

In order to align the Project Incentive with the interests of shareholders, the Project Incentive has been designed as a value sharing plan. Payment of the Project Incentive will only occur if certain identified liquidity events occur in the future (but prior to 31 December 2023) in the Reorganisation Exercise, resulting in a creation of shareholder value in excess of certain thresholds in accordance with terms of the Project Incentive approved by the NRC. The Project Incentive ranges from 0% to 2% of the total value uplift at the target level, and a maximum of 3% of the total value uplift, subject to a maximum dollar value limit. If the minimum value creation threshold is not met, there will be no payment. If it is met, a certain percentage of the total increase in equity value will be paid under the Project Incentive to the pool of employees. At the top end, if the stretch target increase in equity value is met, the Project Incentive will be approximately 2.9% (on a weighted average basis) of the total value uplift (subject to the above-mentioned maximum dollar value limit). There is at present no certainty of any Project Incentive payment, as it is unclear if the identified liquidity events will occur within the relevant period and/or if the value creation thresholds will be met. The Olam NRC will review and approve during the course of FY2022 and FY2023 the amounts payable to each of the relevant employees based on the criteria and parameters previously approved by the Olam NRC in respect of each liquidity event, save in limited circumstances where the Olam NRC may make an earlier determination of any amount due to a relevant employee. In general, the Project Incentive payments are pegged to a percentage of the annual base salaries of the relevant employees.

Board Risk Committee (BRC)

Marie Elaine Teo
Chair

Sanjiv Misra
Yap Chee Keong
Norio Saigusa

Principle 9:

Risk Management and Internal Controls Accountability and audit

The Board is responsible for the governance of risk, and along with 5 Board Committees, namely, the AC, BRC, CIC, CRSC and NRC, which are supported by various functions, ensures that Management maintains a sound system of risk management and internal controls and instils the appropriate culture throughout the Company, for effective risk governance to safeguard the interests of the Company and its shareholders. Oversight of the risks is divided between the 5 Board Committees.

To assist the Board in carrying out its responsibility of overseeing the Company's risk management framework and policies, the BRC was established in 2005. The BRC met 4 times and held a joint meeting with the CIC during the year.

The terms of reference of the BRC includes the following:

- To review with Management the Group's framework, guidelines, policies and systems to govern the process for assessing and managing risks;
- To review and recommend annual risk limits and trading risk budgets;
- To review benchmarks for, and major risk exposures from, such risks;
- To request, receive and review reports from management on risk exposures;
- To identify and evaluate new risks at an enterprise level and to table a report to the Board;
- To review the report and findings under the Integrated Risk and Assurance Framework;
- To review market compliance updates and issues reported; and
- To review annually the Insurance Strategy and Plan.

During the year under review, the BRC along with the CRSC and the Crisis Management Committee continued to monitor closely the risk associated with the COVID-19 situation. A Crisis Management Committee was established to look into employees' health, needs, changing approach with the changing regulations as a result of the evolving situation, the impact on the labour force and hence the operations, etc. Developments and updates were provided to the BRC on an ongoing basis including a quarterly at the meeting of the BRC and/or CRSC.

The Company had in January 2020 announced the Re-organisation of the Group's diverse portfolio into 3 operating groups and on 14 December 2021 announced the proposed restructuring of the Company by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (2020 Revised Edition) of Singapore, the proposed listing of the OFI Group Limited and the proposed demerger of the Olam Food Ingredients ("ofi") business. As part of the Re-organisation, the subsidiaries of the Company involved in the ofi business, the subsidiaries involved in the Olam Agri business and the subsidiaries involved in the remaining business were substantially carved out and separated into the three operating groups as at 31 December 2021.

The BRC reviewed with the Chief Risk Officer ("CRO") and the Head of Market Compliance the key risks arising from the Re-organisation exercise, the segregation of roles and resources, changes to the reporting structure into its new operating groups, systems and compliance, etc.

The Company complies with the recommendations contained in the Code and the Risk Governance Guidelines issued by the Corporate Governance Council in the approach to risk governance for the Group.

The Company has robust mechanisms and systems to identify risks inherent in the Group's business model and strategy, risks from external factors and other exposures, and to monitor the Company's exposure to key risks that could impact the business sustainability, strategy, reputation and long-term viability of the Group. The Board along with the BRC supported by the CRO for the Group and each of the operating group, the Risk Office and the Market Compliance Office, instils the right culture throughout the Company for effective risk governance.

The Risk Office collaborated with the Internal Audit Function to integrate the Risk Governance reports into the Integrated Risk and Assurance Framework ("IRAF"). The BRC is provided with the IRAF report at its quarterly meeting and discusses the findings and key risks exceeding threshold levels with Management.

Risk Governance Structure

The Group has an institutionalised process in the governance of risk management matters. The CRO reports to both the BRC Chair and the CEO.

The Risk Office reports to the CRO and is responsible for identifying, assessing, measuring and monitoring risks, to provide the Company's senior management and the Board with assurance that all the risks borne by the Company are within its risk limits. The Risk Office is responsible for risk monitoring and control on an independent basis and undertakes regular stress-testing of the Company's portfolio.

The Company sets risk limits as part of the annual budgeting cycle, which are presented to the BRC for review and approval. These limits include outright, basis, structure, arbitrage and Value-at-Risk (VaR) as well as credit and counterparty limits. The CRO is mandated to allocate the risk capital across businesses considering the competitive position, trading and market conditions and the track record of each business. Performance is continuously monitored, and risk capital allocation is recalibrated where necessary. Limits are set at business unit and value-chain step level.

The Head of Market Compliance Office (MCO) reports to the CRO and is responsible for the conduct of trade surveillance for exchange traded activities and over-the-counter derivatives carried out by the business units. The MCO implements systems for monitoring of trading activities and conducts training for traders on a yearly basis. The MCO monitors for breaches of exchange regulations and report to the CRO and the BRC as an escalation. BRC meets with the Head of MCO and reviews the MCO's report and findings on a quarterly basis.

Approach to Risk Management

The Company continually updates its risk management methodology to keep in line with industry best practices. The Company has a risk management framework designed to rigorously identify and assess the likelihood and impact of risks, and to manage the actions necessary to mitigate impact.

The process identifies risk from a top-down strategic perspective and a bottom-up business perspective. The Company takes a holistic approach to enterprise-wide risk, monitoring across each value-chain step and a wide range of both quantifiable and non-quantifiable risks.

The framework assesses control effectiveness across 52 risks events in 11 categories. These risks are evaluated on a quantitative basis and some qualitatively. The quantitative risks are reported as part of a quarterly Executive Risk Summary, looking at the likelihood of their occurrence and their potential impact. The summary is intended to assist the Board with examining the effectiveness of the risk management processes, systems and mitigation plans.

As part of the Re-organisation of the Group, Chief Risk Officer roles have been established for both ofi and Olam Agri. Reports submitted to the BRC were re-organised to highlight the risks outlook within each operating group.

Audit Committee (AC)

Yap Chee Keong
Chair

Nihal Vijaya Devadas Kaviratne CBE
Marie Elaine Teo
Kazuo Ito
Ajai Puri (Dr.)

Principle 10:
Audit Committee

All the members of the Audit Committee (AC) are Non-Executive Directors with a majority of members including the AC Chair being independent. The AC does not comprise former partners or directors of the Company's existing auditing firm or auditing corporation. Members of the AC have significant and varied experience and backgrounds in accounting, financial management-related and investments.

Key Roles, responsibilities and authority of the AC

The AC has established terms of reference approved by the Board and has explicit authority to investigate any matter within its terms of reference. The key functions of the AC include, to:

- Assist the Board in discharging its statutory and other responsibilities on internal controls, financial and accounting matters, operational, compliance and information technology controls, and business and financial risk management policies and systems; and to ensure that a review of the effectiveness of the same (which may be carried out by the external or internal auditors) is conducted at least annually;
- Review with the external auditors their audit plan, their evaluation of the system of internal controls, their report and management letter to the AC, Management responses, and the allocation of audit resources according to the key business and financial risk areas as well as the optimum coverage and efforts between the external and internal auditors;
- Review the half-yearly and annual financial statements before submission to the Board of Directors for approval;
- Review salient accounting matters, changes to the accounting standards, issues and developments with a direct impact on financial statements, major operating risk areas, the overview of all Group risk on an integrated basis, significant adjustments resulting from the audit, the going concern statement, compliance with accounting standards, and compliance with any SGX and statutory/regulatory requirements;
- Review the proposed scope of the Internal Audit function, the performance of the Internal Audit function, report of the Internal Audit on their audit findings and remediation and to approve the Internal Audit Plan and as and when there are changes to the plan;
- Review the internal controls and procedures and ensure coordination between the external auditors, the internal auditors and Management, reviewing the assistance given by Management to the auditors, and discussing problems and concerns, if any, arising from the interim and final audits, and any matters which the auditors may wish to discuss (in the absence of the Management where necessary);
- Review the assurance from the CEO and the CFO on the financial records and financial statements;
- Review and discuss with the internal auditors, external auditors and Management any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has, or is likely to have, a material impact on the Group's operating results or financial position, and Management responses to the same;
- Consider the appointment or re-appointment of the external auditors and matters relating to resignation or dismissal of the auditors;
- Review the scope and results of the audit and its cost effectiveness, and the independence and objectivity of the external auditors, annually;
- Review the adequacy and independence of the internal auditors;
- Review interested person transactions ("IPT") falling within the scope of the IPT mandate and Chapter 9 of the SGX-ST Listing Manual;
- Undertake such other reviews and projects as may be requested by the Board of Directors and report to the Board of Directors its findings from time to time on matters arising and requiring the attention of the AC; and
- Undertake such other functions and duties as may be prescribed by statute and the Listing Rules or recommended by the Code and by such amendments made thereto from time to time.

The AC has clear authority to investigate any matter within its terms of reference, full access to and cooperation of the Management and full discretion to invite any Director, key executive or officers of the Company to attend its meetings.

To enable it to discharge its functions properly, the AC, through Management, has access to external counsels, advisors and consultants.

Meetings of AC during the year under review

The AC met 6 times during the year under review. Besides the regular meeting with the external auditors, the AC Chair also meets with key management personnel, namely, the Group Chief Executive Officer (GCEO), the Chief Executive Officer for ofi, the Group Chief Financial Officer (GCFO), Global Head of Internal Audit, Chief Risk Officer (CRO), Chief Information Security Officer (CISO), Group Legal Counsel, Head of Ethics Compliance and Global Head for Tax, etc. as maybe required prior to each AC meeting to discuss and review matters to ensure the AC is provided with comprehensive information or additional assurance that maybe required.

The CEO for the new operating groups, GCFO, internal and external Auditors, CRO, CISO, Group Legal Counsel, Head of Ethics and Compliance, Global Head for Tax, Country and Function Heads, etc. are invited to attend these meetings.

Annually, the AC meets with the Global Head for Tax to review the group tax structure management, compliance and reporting, transfer pricing, etc. The CISO, the Group General Counsel and the Head of Ethics and Compliance also meets with the AC on matters relating to cyber and information security, IT controls and framework, global regulations impacting the group and the key legal policies such as the Code of Conduct and the Ethical Business Programme, etc., as well as, the operationalisation of the policies.

The AC continues to conduct quarterly review of the Company's performance as well as review with Management other areas of importance to the overall operations. The Company also provides relevant disclosures of its strategy, operating and financial conditions as appropriate.

Management and the external auditors interact and held frequent discussions with the AC Chair and/or the AC throughout the year on the key areas of focus for audit, identifying early the key areas of audit emphasis including key audit matters, which enable better oversight of the business and entities. For the year under review, the AC discussed with Management and the external auditors salient accounting issues with an impact on the financials of the Company, changes in accounting policies and practices, major operating risk areas, the overview of all Group risk on an integrated basis, significant adjustments resulting from the audit, the going concern statement, compliance with accounting standards, compliance with any SGX and statutory/regulatory requirements, and reviewed with Management and the external auditors the matters of significance in the audit of the financial statements.

Key audit matters

The AC reviewed with Management and the external auditors the half-yearly unaudited and annual audited financial statements of the Group for the financial year under review. This include the review of the key audit matters, which involved high degree of estimation and management judgement on the assumptions and estimates. The key audit matters are disclosed in the Independent Auditors Report of the Financial Report of the 2021 Annual Report. The AC, having considered and reviewed, concurs with the basis and assessment of the Key Audit Matters disclosed in the Independent Auditors' Report of the Financial Report of the 2021 Annual Report.

Re-organisation

The Company had in January 2020 announced the Re-organisation of the Group's diverse portfolio into 3 operating groups and on 14 December 2021 announced the proposed restructuring of the Company by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (2020 Revised Edition) of Singapore, the proposed listing of the OFI Group Limited and the proposed demerger of the Olam Food Ingredients ("ofi") business. As part of the Re-organisation, the subsidiaries of the Company involved in the ofi business, the subsidiaries involved in the Olam Agri business and the subsidiaries involved in the remaining business were substantially carved out and separated into the three operating groups as at 31 December 2021.

The AC reviewed with Management the key risks arising from the Re-organisation exercise, the segregation of roles and resources, changes to the reporting structure and re-segmentation of the Group into its new operating groups, financial authority matrix and matters of internal controls, systems and compliance, etc. The findings and outcome of the review were reported to the Board on a quarterly basis.

External auditors

The external auditors update the AC at its quarterly meetings on any changes to the accounting standards, issues and developments with a direct impact on financial statements.

During the course of the year, the AC reviewed with Management and the external auditors, the review and work done by the external auditors, the engagement with the external auditors and the objectivity and independence of the external auditors. The AC placed emphasis on the performance and quality of the audit and the independence of the external auditors. As the Group has a wide geographical spread of businesses, it was important to the Company that its selected auditing firm appreciated and understood how its businesses in those geographical areas would operate, the level of engagement required as well as the resources allocated to the external audit of the Company. Pursuant to the requirements of SGX, an audit partner may only be in charge of 5 consecutive annual audits. Mr. Christopher Wong was designated as the audit partner from Ernst & Young since the financial year ended 31 December 2019. Ernst & Young had met this requirement and the Company had complied with the requirements on Rules 712, 713 and 715 of the SGX-ST Listing Manual in relation to the appointment of auditors.

The role of the external auditors is to report their findings and recommendations independently to the AC. During the year, the AC reviewed the unaudited financial statements of the Company before the announcement of the financial results and the audited financial statements prior to despatch to shareholders. The AC along with Management reviewed the adequacy, structure and content of its results announcements to enable easier interpretation and analysis by its stakeholders. The AC also reviewed with the external auditors' changes and proposed changes to the financial reporting standards and the impact on the Company's financial statements, tax matters, policies and global developments and their audit on the Company's systems of internal control.

The Committee met with the external auditors during the year under review, without the presence of Management, to discuss with them any issues of concern. The AC reviewed the nature and extent of all non-audit services performed by the external auditors, against an established boundary condition, to ascertain their independence and objectivity.

From the review, the AC has confirmed that the non-audit services performed by the external auditors would not affect their independence. The amount of fees paid to the external auditors for audit and non-audit services for FY2021 are set out below and in Note 7 of the financial statements of the Financial Report. The non-audit fees paid to Ernst & Young LLP, Singapore comprises work performed arising from the re-organisation of the Group into 3 operating groups, ofi, Olam Agri and the remaining businesses that included, amongst others, financial due diligence and audit of ofi and Olam Agri as standalone operating group in connection with the ofi IPO and significant minority sale in relation to Olam Agri. Non-audit fees paid to other member firms of Ernst & Young Global also includes fees which relates to the reporting accountants' work performed in preparation for the premium listing of sub-group ofi on the London Stock Exchange.

	2021 S$'000	2020 S$'000
Auditor's remuneration:		
• Ernst & Young LLP, Singapore	2,037	2,279
Other member firms of Ernst & Young Global	7,622	6,955
Non-audit fees:		
• Ernst & Young LLP, Singapore	2,766	361
• Other member firms of Ernst & Young Global	7,221	1,694

Taking all relevant factors into consideration, the Committee made its recommendation to the Board to re-appoint the current auditors, which was endorsed by the Board.

In appointing the auditors of the Company and its subsidiaries, the Company has complied with Rule 712, and Rule 715 read with Rule 716 of the Listing Manual of the SGX-ST.

Internal audit

The Internal Audit function (IA) is an important line of defence for the Group; central to the overall Integrated Risk and Assurance Framework as well as the governance process. IA provides a source of confidence to both Management and the AC that there is sound managerial control over all aspects of the operations of the Group including statutory compliance, accounting, asset management and control systems.

The AC annually assesses the composition and the make-up of the IA team. Regular review of the IA team in terms of its size and adequacy of skills and resources, is conducted in order to keep up with the ever-changing needs of the Group's businesses and to ensure that internal audits are performed effectively.

The President and Global Head of Internal Audit reports directly to the Chairman of the AC. The AC participates in the appointment, replacement or dismissal and the evaluation of the Head of Internal Audit. The IA team includes members with relevant qualifications and experience. Internal audit is carried out according to the standards set by nationally or internationally recognised professional bodies including the Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors. The IA team has full, free and unrestricted access at all times to all books, personnel, documents, accounts, property, vouchers, records, correspondence and other data of the Company. The internal auditors also have the right to enter any premises of the Group and to request any officer to furnish all information and such explanations deemed necessary for them to form an opinion on the probity of action and adequacy of systems and/or controls.

The AC regularly reviews the scope of the internal audit carried out by the IA team to ensure that it is comprehensive and includes all key operational, financial and related activities. The internal audit coverage extends to all areas of the Company and its controlled entities and includes financial, accounting, administrative, computing and other operational activities.

The IA also works closely with Management to promote effective risk management and robust risk internal control.

The AC reviews the performance of the IA function, internal audit findings (including fraud reporting and complaints received from the whistleblowing channel) and management responses, and the Annual Internal Audit Plan.

It ensures that no limitation on audit has been imposed.

With the ongoing COVID-19 situation globally in 2021 and the Re-organisation of the Group, the AC and IA collectively assess and agree on the approach, scope and frequency with which each entity/operation is to be audited.

The highlights of the IA activities for FY2021 include Desktop Audit methodology due to the ongoing COVID-19 situation globally where physical audit remained a challenge as a result of travel restrictions. The Desktop Audit approach comprised of country management teams using conference/zoom calls, collating relevant audit work papers using digital media, enhanced usage of data analytics, remote surveys to gauge impact of pandemic on operations etc. A formal Desktop Audit methodology note was shared to ensure that the coverage is consistent across operations keeping the pandemic situation in view. An infographic highlighting the overall IA approach was also shared with the business and functional teams. The level of communication with key stakeholders was increased so as to provide regular updates on outcome of the remote audits.

The AC Chair and Head of IA held discussions in the course of the year on the oversight of the IA, the scope and approach in regard to the Re-organisation of the Group to identify any issues and gaps that should be dealt with efficiently. The AC also reviews the segregation of the IA function into the 3 operating groups arising from the Re-organisation.

Following on from the IA's findings, the AC will assess actions taken to address the issues and to mitigate the risks as well as the improvements undertaken. Where no or minimal action has been taken to minimise the risk, the AC and Board will seek a response from the specific Group business unit concerned. During the course of the financial year, Country and Function Heads were invited to attend the meetings of the AC to provide explanation on the occurrence/incidents and remediation. This system empowers the IA and ensures that the source of any risk is addressed promptly. The Human Resource would take into consideration the internal audit findings/ratings in the performance evaluation of managers.

During the year under review, the AC carried out a detailed review of the role, adequacy and effectiveness of the IA, the work done under the Internal Audit Plan, the adequacy of the reports tabled by the IA, the independence of the Function and its standing. The AC also met with IA, without the presence of Management, to discuss any issues of concern.

The AC is satisfied that the IA team is effective, independent and has appropriate standing within the Company. With the evolving nature of concerns and issues, the IA continues to resource itself with specialist auditors as well as employ the use of technological tools to provide assurance on the effectiveness of the internal processes and risk management.

Ethics, compliance and whistleblowing

The Company is committed to a high standard of ethical conducts and adopts a zero-tolerance approach to fraud and corruption. The Company has put in place an Ethical Business Programme which comprises the Code of Conduct (CoC), the Anti-Bribery and Corruption Policy (ABC Policy) and the Whistleblowing Policy (collectively, the "EBP"). The EBP provides the framework, principles and standards that everyone working in and for the Company, including Directors, should adhere to. Whistleblowing platform is available for employees to report possible improprieties, unethical practices, etc. in good faith and confidence, without fear of reprisals or concerns. All information and reports are received confidentially to protect the identity and the interest of all whistleblowers. To ensure that all incidents that are reported are adequately brought to the notice of the stakeholders concerned as well as to initiate corrective action, a prioritization guide and an investigation process structure, shown in the diagram on the next page, is provided in detail in the EBP.

The whistleblowing platform to allow anonymous reporting of any fraud, misappropriation, improprieties or unethical practices is described in the EBP and made available on Workplace, an intranet for the Group employees. A completely anonymous online report may be made using a reporting link https://olam-agriogh.whispli.com/lp/speakup as shown in the diagram on the next page.

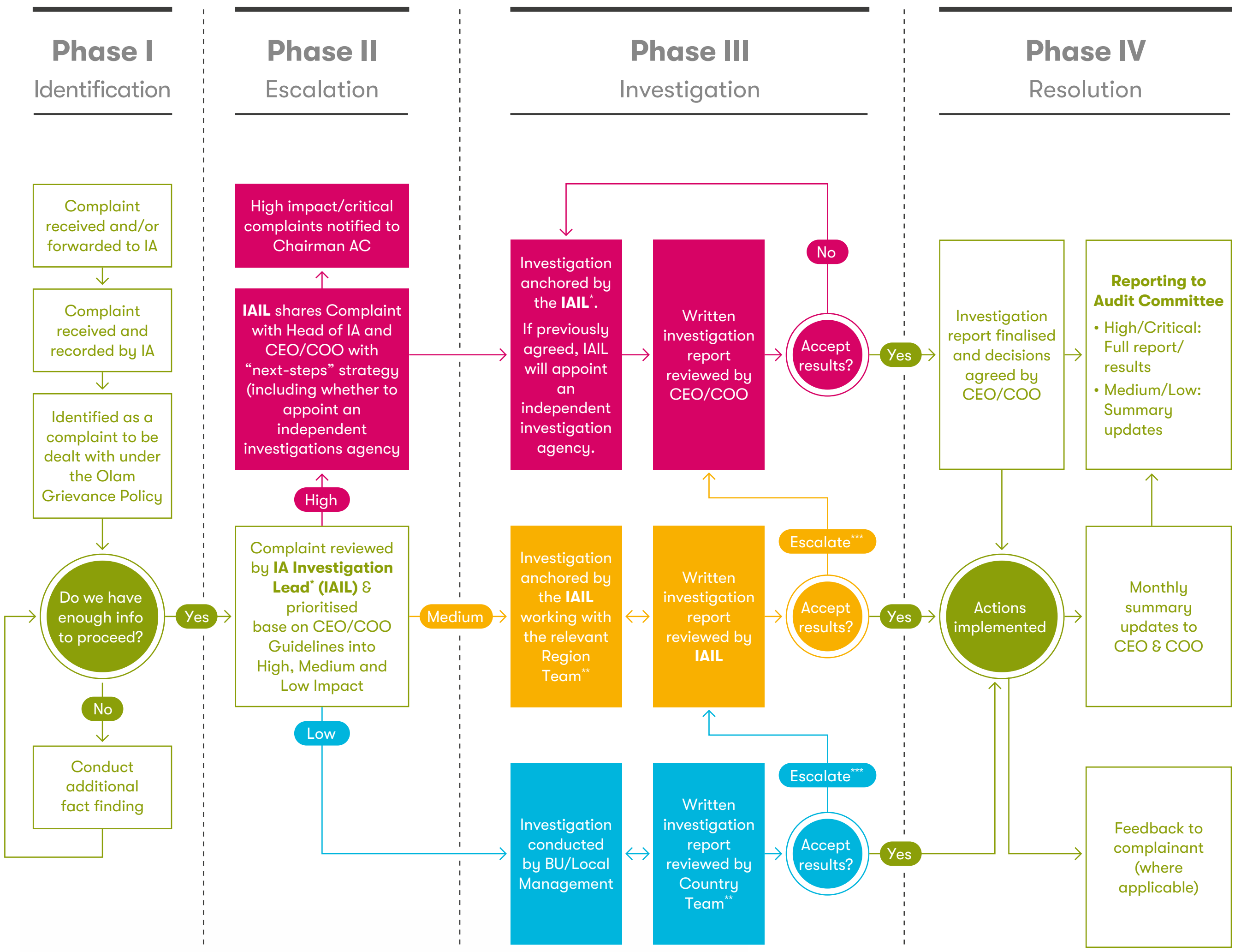
Any report so made reaches the Internal Audit immediately. To safeguard the whistleblower from retaliation, should employees suspect that they are being targeted or have actions taken against them in retaliation for raising a compliance or integrity issue, they should immediately report such suspicions using the communication channels provided in the EBP.

Employees globally undergo online training to familiarise with the ABC Policy. The rate of completion of the training is tracked and monitored by the Head of Ethics and Compliance and reported to the IA and the AC under the IRAF. Periodic reminders and updates on the EBP are communicated to all staff as part of the Company's efforts to inculcate strong ethical values.

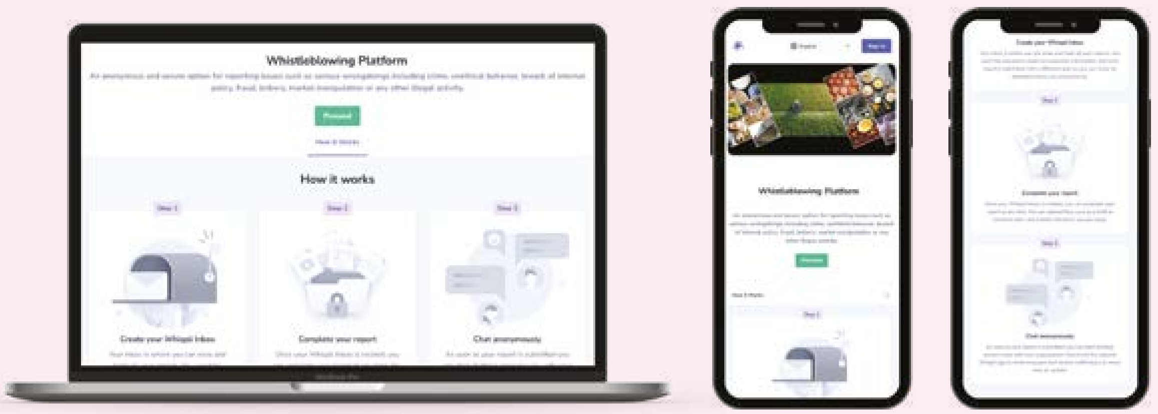
Internal controls

The Company's internal controls processes are regularly strengthened to take into account the changing needs of the Group's businesses. The Board and AC regards internal controls and matters related thereto with importance. This was closely monitored in the year under review with the ongoing Re-organisation of the Group. The Company's internal controls structure consists of framework, policies and procedures established to provide reasonable assurance that the organisation's related objectives will be achieved,

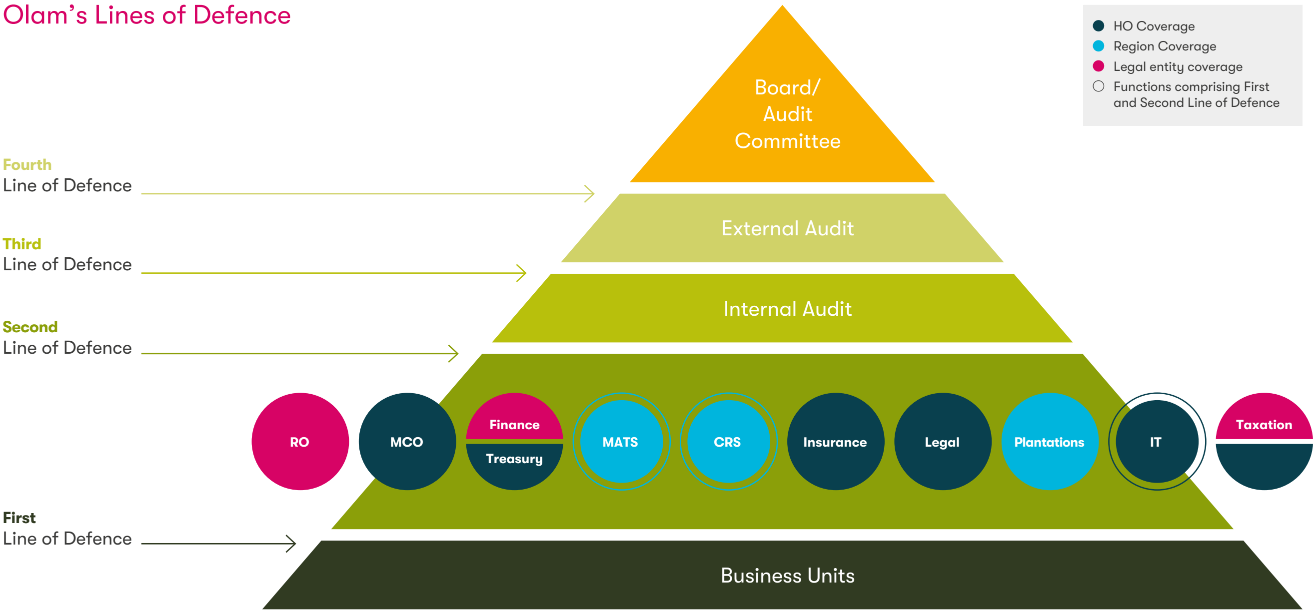
Whistleblowing Investigation Process



* Supported by HR and Legal as deemed necessary
** Regional/Country team to consist of members from regional/country leadership team, Legal and HR
*** Investigation results to be escalated to higher forum if results indicate a more serious breach



Olam's Lines of Defence



the enterprise risk management framework to examine the effectiveness of the Company's risk management plans, systems, processes and procedures, the In-Business Control framework implemented across the geography and entities where the Company operates, the IRAF implemented across all Functions, the information security controls framework and monitoring by the CISO, the audit by internal auditors including any specialised audit commissioned and the work done by external auditors.

Olam has established authorisation and financial approval limits for operating and capital expenditure, the procurement of goods and services, and the acquisition and disposal of investments. The financial authority matrix was reviewed with the Re-organisation of the Group. Apart from reserved matters that require the Board's specific approval, such as the issue of equity and dividend and other distributions, Board approval is required for any financing and refinancing outside of the approved annual refinancing plan, net debt limit and gearing limit, capex transactions, investments and divestments exceeding certain threshold limits, while delegating authority for transactions below those limits to Board Committees and Management to optimise operational efficiency.

Integrated Risk and Assurance Framework

The Company has in place the IRAF to ensure the adequacy and effectiveness of the internal controls, including financial, operational, compliance and information technology controls, and risk management systems.

The IRAF has its beginning with the initial implementation of the In-Business Control (IBC) framework since 2016 to capture the inherent level of risk, its impact, the monitoring frequency and the risk owners. The IBC Framework was expanded into and forms part of the integrated assurance framework, which included the work done by IA and during the year under review, incorporated the Risk Dashboard developed by the Risk Office.

The Integrated Assurance Framework ("IAF") underwent changes in 2020 where IA and the Risk Office, at the request of the AC and BRC, collaborated to incorporate the Risk Dashboard as part of the IAF and the risk-based audit approach for better alignment and monitoring of risks across the business and operations. The Integrated Risk and Assurance Framework ("IRAF") was formally rolled out in 2020 which included the extension of coverage to Line 1 across various geographies, the inclusion of key performance indicators ("KPIs") against each Risk event and the control effectiveness comparison for Line 1, 2 and 3. The audit findings/risks under the purview of each Board Committee would be reviewed by the respective Board Committee quarterly.

There are four lines of defense under the IRAF, namely, the Business Units, the Functions, the Internal Audit Function and the external auditors. The IRAF was established to provide a single view of assurance across a spectrum of risks, reduced duplication and bridged the gaps across Functions, ensure accountability across all lines of defense and to also act as a mechanism to assist the Board and Board Committees in their review of risks and controls, and to form an opinion on the adequacy and effectiveness of the risk and internal controls framework.

IRAF Validation Process

The chart shown in the page summarises various steps involved in getting validation on control performance, its effectiveness and subsequent review of the same by IA based on discussions with the BU and Functional Heads.

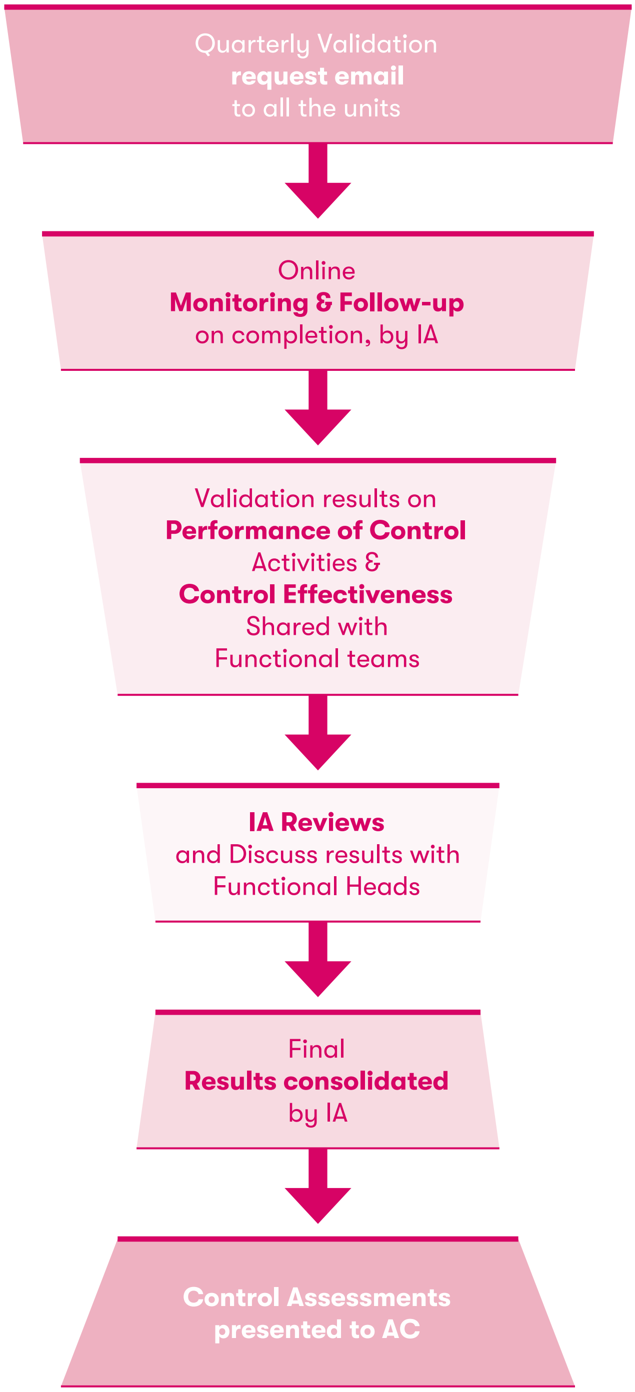
The Board has received assurance from the GCEO and the GCFO that:

- the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances; and
- from their review with the risk owners of their assessments of the standard operating procedures framework, escalation reporting, breaches and assurance processes, they are satisfied with the adequacy and effectiveness of the Company's risk management and internal control systems.

Based on the work performed under the IRAF, the work performed by the control functions, the internal and external auditors, the assurance received from the GCEO and the GCFO as well as the reviews undertaken by various Board Committees:

- the Board, with the concurrence of the AC and BRC, is of the view that the Group's risk management systems are adequate and effective; and
- the Board, with the concurrence of the AC, is of the opinion that (i) the internal controls, addressing the financial, operational, compliance (including sanctions-related risk) and information technology controls of the Company, are adequate and effective to meet the needs of the Group in its current business environment.

The Board notes that whilst the internal audit and the internal controls systems put in place by Management provide reasonable assurance against material financial misstatements or loss, and assurance reliability, relevance and integrity of information (including financial information), completeness of records, safeguarding of assets, effectiveness and efficiency of operations and compliance with applicable policies, laws and regulations, it is opined that such assurance cannot be absolute in view of the inherent limitations of any internal audit and internal controls system against the occurrence of significant human and system errors, poor judgement in decision-making, losses, fraud or other irregularities.



Capital and Investment Committee (CIC)

The CIC is led by a Non-Executive and Independent Director with majority of its members being Non-Executive. The responsibilities of the CIC within its established terms of reference include:

- Review and recommend for approval of the Board, the overall capital structure, gearing and net debt norms for the Company;
- Establish a policy on approval limit for capital expenditure and acquisitions;
- Review and approve (or recommend to the Board for approval) the Company's operating and capital expenditure budgets annually, and review performance against these budgets on a periodic basis;
- Review periodically the performance of investments and acquisitions made by the Company, its subsidiaries or associates against the investment thesis;
- Review and monitor the capital structure;
- Review and approve the Annual Financing Plans (debt raising or refinancing);
- Review and recommend for approval of the Board, any new equity capital raising or issuance of any equity linked instruments, including convertible bonds and perpetual securities;
- Review investment policy guidelines and capital expenditure plans against the same;
- Consider and approve all capital expenditure, acquisition and/or divestment proposals pursuant to the policy on approval limit for capital expenditure and acquisitions.
- Monitor interest rate trends and implications; and
- Review and assess the adequacy of foreign currency management.

Sanjiv Misra
Chair

Lim Ah Doo
Ajai Puri (Dr.)
Kazuo Ito
Nagi Hamiyeh
Sunny George Verghese

The Committee meets every quarter, and more often if required, either by way of physical meetings or via audio/video conference. During the year under review, the CIC met 5 times.

The focus and priorities of the CIC evolves with the changes to the strategic goals, priorities, issues and challenges. From the Company having embarked on a very active phase of acquisitions and investments to the Strategic Plan 2019–2024 announced in January 2019 followed by the Reorganisation of the business portfolio to create 3 new operating groups announced in January 2020, the CIC has been involved in providing the oversight, advice and guidance in each aspect.

The CIC Chair discusses with Management on the set of priorities for the CIC for the year in review and identified the key focus areas, which included, the review of the capital structure for the 3 operating groups, gearing, net debt norms and the annual refinancing plan on the overall and for each of the operating groups, review the implications and impact arising from the Re-organisation, review its terms of reference including the policy governing the authority limits of Management, the CIC and the Board in respect of capital expenditure and divestments, Treasury review, financing plans of the Company, the investments and divestments approved in the quarter, potential acquisitions/investments, progress of the divestments under the Strategic Plan, review of the performance of investments and acquisitions against the investment thesis and the findings reported under the IRAF where CIC has oversight. Processes were also put in place to closely monitor the level and cost of financing of the Company against the set limits.

The CIC has access to any member of the Management Team in its review of Treasury update, financing plans, investments and divestments, and actively engages the Management Team when deliberating on any subject matter within the CIC's purview.

The CIC worked closely with Board Committees such as the AC, BRC and CRSC to ensure that overall governance of the Company is in place and functioning well. The AC is an important sounding board on matters relating to challenged assets and businesses, and discussions on potential impairment. The AC takes the lead on the performance discussions of such assets and businesses where there may be an impact on balance sheet. The BRC sets parameters for the Company's appetite for risks, identification of risks, and how that risk appetite and risk exposure translates into investments that the Company choose to make. During the year under review, the CIC held a joint meeting with the BRC to review and discuss the updated capital structure in connection with the Re-organisation, peak net debt and gearing ceiling. Finally, the CRSC examines issues relating to sustainability, the environment, our ongoing focus on prioritisation of and compliance with all appropriate laws and policies, in relation to investments, including both those that have been completed and others that are being considered.

Corporate Responsibility and Sustainability Committee (CRSC)

Nihal Vijaya Devadas Kaviratne CBE
Chair

Ajai Puri (Dr.)
Marie Elaine Teo
Norio Saigusa
Sunny George Verghese

For Olam, an ethical, socially responsible and environmentally sustainable approach is at the heart of our approach to implementing our strategy for profitable growth. The food and agricultural sector face key social and environmental challenges and we recognise the importance of these in relation to our business, our license to operate and our stakeholder relationships; as well as understanding the critical contribution we can make through our own operations and supply chains, and in collaboration with other public and private sector partners.

The CRSC is one of the 5 Board Committees established to support the Board in monitoring and managing a whole spectrum of risks in the business, amongst which, are environmental, social and governance related risks

The CRSC was established since 2005. The Committee met 4 times during the year. The terms of reference of this Committee include:

- To review and recommend to the Board the Corporate Responsibility and Sustainability ("CR&S") vision and strategy for the Group;
- To oversee the integration of CR&S perspectives into the Company's strategy and businesses;
- To review global CR&S issues and trends and assess their potential impact on the Group;
- To review the state of the Group's safety and health measures and status;
- To monitor implementation, through the CR&S function, strategy as well as policies and investments in the CR&S area;
- To review the progress made on various initiatives;
- To support Management's response to crisis, where required;
- To review the Company's report and statement on sustainability activities, commitment and involvement and its sustainable sourcing platform AtSource;
- To review the adequacy of the CR&S function; and
- To review the findings from the Integrated Risk and Assurance Framework Report which relates to the CRSC oversight.

The CRSC actively engages the CR&S function headed by Dr. Christopher Stewart with guidance from Gerard Manley, a member of the ofi Executive Committee, in the formulation and implementation of various sustainability policies and projects.

Our dedicated CR&S Function and embedded sustainability experts in our businesses, have continued to guide and advance our response to social and environmental issues and to ensure good governance by working to embed ESG standards and best practices in our operations. Addressing climate change, deforestation and conserving natural resources cannot be dissociated from improving farmer livelihoods, strengthening prosperity in rural communities and striving to achieve greater food security. As such, we have maintained our focus on addressing these interconnected challenges through targeted actions and interventions and by driving greater transparency across our operations and supply chains.

Olam's sustainability legacy will continue to remain central to both ofi and Olam Agri as they plan and execute their respective business strategies. The Re-organisation will enable each to benefit from, and build on, the policies, procedures and goals already in place, with continued information and insights provided by AtSource to measure and monitor progress of operations and supply chains. This will enable both Groups to be even more focused on actions that best match their strategies and the needs and expectations of stakeholders. As such, we have examined organisational structure of the CR&S central function to ensure that its capabilities will continue to be reflected across the operating groups.

Our approach to stakeholder engagement has been essential for learning, developing and improving our commitments and our approaches, while also benefitting from the opportunity to share and collaborate with organisations across the public and private sectors.

The CRSC plays a pivotal role in monitoring the state of safety and health of our employees, ensuring a culture of zero tolerance to fatal accidents. As such, it reviews the safety and health report from the Group Head of Safety on a quarterly basis as well as obtained regular updates in between quarters on any safety issues and concerns.

The CRSC is kept informed of the Company's discussions with interested Non-Governmental Organisations. The Company informs stakeholders of the practices it has developed to reflect its philosophy of conducting business in an ethical, socially responsible and environmentally sustainable manner. The Committee actively monitors how corporate responsibility and sustainability issues, and the reporting by Management on such issues, are incorporated in the Company's pursuit of various investments. As part of the CRSC's engagement on corporate responsibility and sustainability matters concerning the Group's business and operations, the Chairman and members of the CRSC had previously visited some of the Company's global operations along with members of the Management Team, to gain deeper insights into the CR&S activities on the ground.

During 2021, notable areas of focus for the Committee included:

- COVID-19 Safety & Health – engaging on the rapidly evolving situation across geographies during 2021 to monitor the health and safety of employees in operations and with farming communities, as well as the impacts of the pandemic on farmers and communities.
- Operational Health & Safety – regular discussion on safety performance and progress, with regular review of metrics such as Lost Time Injury Frequency Rate, and in-depth reviews of serious incidents including fatalities.
- Living income for farmers – the Board commended the work of the sustainability and products teams on initiatives to understand living income gaps and to identify actions and potential collaborations with partners to help drive this at scale.
- Climate Change risk management assessment – engaging on the work undertaken by the CR&S team to develop a climate action playbook to reduce emissions, including Scope Three emissions in our supply chains.
- Revised Nutrition Strategy – reviewing the impact of nutrition on our business and supply chains, led by the CR&S team, and the revision of a nutrition strategy to cover three key groups: employees; farming households and communities; and consumers.
- Revised Olam Group ESG strategy – developing a framework and 2030 goals focused on advancing our efforts to reduce climate impact, regenerate ecosystems, improve livelihoods and ensure good governance.

Principle 11

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

Principle 12

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

Enhancing investor communication

At Olam, our strategic priority is to promote a better understanding of Olam's business by enhancing investor communication. We are committed to provide shareholders, investors, analysts (collectively referred to as the investing community) and key intermediaries (including financial media, brokers and independent research organisations) with corporate strategy, financial, environmental, social and governance and other non-financial information which they need to make informed judgements on the Company. We also seek to understand their perspectives and requirements for decision-making and facilitate to improve two-way communication.

The Group Investor Relations team has lead responsibility for enhancing communication with the investing community, with the active involvement of the Group CEO, Group CFO and the senior management team, and in consultation with the Board and the Global Corporate Responsibility and Sustainability team on environmental, social and governance issues.

Salient and timely disclosure

We are committed to the practice of fair, transparent and timely disclosure and aim to deliver salient information to the investing community in this manner. All price-sensitive information, including material corporate developments, is publicly released via the SGXNET prior to any sessions with individual investors or analysts.

Since 2020, following the amendments to the Singapore Exchange Securities Trading Limited Listing Rules (Mainboard), the Company reports its financial results half-yearly and webcasts results briefings "live" to cater to global audiences. The full financial statements, press release, management's discussion and analysis and presentation materials provided at the briefings are disseminated through the SGXNET outside trading hours, posted on the Company's website, and distributed by email to subscribers and investors who have consented to receive our news alerts. The Company will also continue to provide relevant updates of its strategy, operating and financial conditions as appropriate.

In addition to the results briefings, we hold media and analysts' conferences and teleconference calls to communicate material corporate developments. Such media and analyst conferences are also webcast live.

Our Investor Relations website (olamgroup.com/investors.html) is the go-to resource for the investing community for salient and timely information. Besides announcements, it contains Company news, investor presentations, webcasts, transcripts of earnings conference calls, historical financial information on spreadsheets, annual reports, upcoming events, shareholding structure and dividend information. The website provides contact details for investors to submit their feedback and email questions to the Group Investor Relations team.

In early 2021, with the new reporting segments and the release of historical financial information and performance metrics by the new operating groups, we have enhanced our online financials dashboard in the website by including this new information. This interactive financial analysis tool provides a comprehensive overview of our Group's financial and segmental performance and allows investors to search, display and download historical financial data for trend analysis.

Engaging the investing community

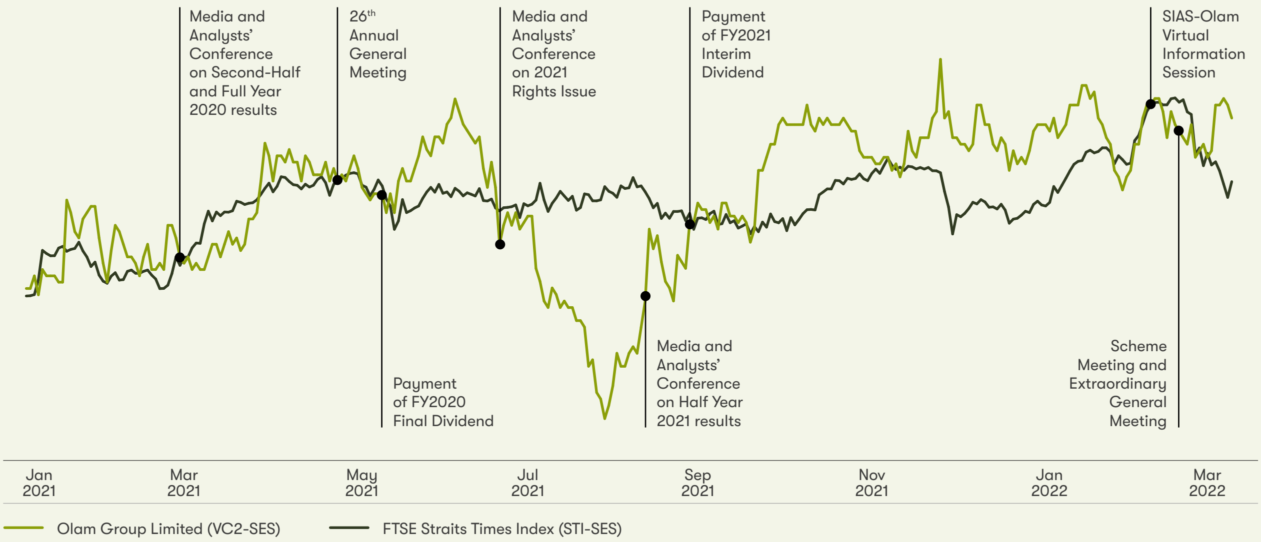
Investor Relations events in 2021/22

Date	Event
26 February 2021	Media and Analysts' Conference on Second-Half and Full Year 2020 results
23 April 2021	26th Annual General Meeting
10 May 2021	Payment of FY2020 Final Dividend
22 June 2021	Media and Analysts' Conference on 2021 Rights Issue
13 August 2021	Media and Analysts' Conference on Half Year 2021 results
30 August 2021	Payment of FY2021 Interim Dividend
9 February 2022	SIAS-Olam Virtual Information Session
18 February 2022	Scheme Meeting and Extraordinary General Meeting
15 March 2022	Payment of FY2021 Second Interim Dividend

Apart from earnings and corporate announcements briefings, we hold meetings (where face-to-face meetings are permitted under COVID-19 restrictions), telephone and video conference calls with the investing community to facilitate their understanding of the Company's business model and growth strategies. We would conduct investment roadshows and participate in investment conferences on a selective basis and virtually if required. Where necessary, the frequency of such roadshows and investment conferences may increase to meet the Company's requirements of communicating important key messages and addressing market concerns.

The Group Investor Relations team periodically receives investor/analyst requests for meetings or conference calls to discuss the Company. Generally, we accede to all requests for meetings/calls where our schedule permits, provided these meetings/calls do not fall within the closed periods prior to the announcement of financial results.

Share price performance (1 January 2021 – 9 March 2022)*

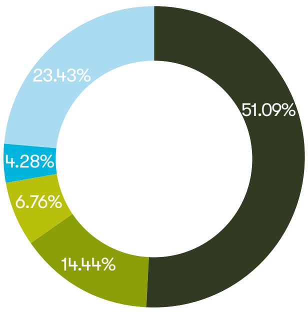


* Source: Nasdaq

In addition to outreach programmes targeted at institutional investors, we maintain communication with our employee and retail shareholders, through our employee connectivity platform and shareholder communication services facilitated by the Securities Investors' Association of Singapore (SIAS) respectively.

Tracking changes in shareholder base and interaction with investing community

Our shareholders – a diversified and supportive shareholder group with long-term investment horizon[1]



Temasek	51.09%
Mitsubishi Corporation	14.44%
Kewalram Chanrai Group	6.76%
Directors	4.28%
Other institutional and public	23.43%

Note: As of 28 February 2022, about 7.7% of total issued shares (excluding treasury shares) was held by institutional investors.

1. Shareholdings are based on 3,842,625,185 issued shares (excluding treasury shares) as of 16 March 2022.

We track and monitor changes in our shareholder base regularly to help us tailor our shareholder engagement and targeting programmes. We maintain an active electronic database of the investing community, which allows us to target investors and track every investor meeting so that we can measure the frequency, quality and impact of conversations.

As the web, social media, video and mobile applications have become more accessible, we continue to leverage such means to achieve a greater and faster reach to the investing community and facilitate their research by providing on-the-go access to financial and non-financial information, webcasts, tweets and other resources.

We hold dialogues with investors as part of our stakeholder management process and would seek their feedback on the Company's strategy and directions when reviewing our Strategic Plans. We would also commission investor surveys or studies for feedback on specific issues as well as on our investor relations strategy and outreach programmes.

Encouraging greater shareholder participation at AGMs

Olam promotes fair and equitable treatment of all shareholders. All shareholders enjoy rights as stipulated under the Singapore Companies' Act and the Constitution of the Company. These rights include, among others, the right to participate in profit distributions and the right to attend and vote at Annual General Meetings (AGMs). Ordinary shareholders are entitled to attend and vote at the AGM by person or proxy. Indirect investors who hold Olam shares through a nominee company or custodian bank or through a CPF agent bank may attend and vote at the AGM.

The AGM is an opportunity for us to communicate directly with shareholders and also for shareholders to ask questions and share their views on the Company. We are committed to establishing more effective ways of communicating with our shareholders around the AGM. Shareholders are informed of these meetings through notices published in the newspapers or through circulars.

For the 25th and 26th AGMs, the meetings were conducted only by electronic means in accordance with the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "Order") and the Joint Statement of the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation issued on 1 October 2020 titled "Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation". The proceedings of the AGMs were broadcasted through a "live" webcast comprising both video (audio-visual) and audio-only feeds. Shareholders had also voted at the AGM by appointing the Chairman as proxy to vote on their behalf in respect of all the Shares held by them.

With the exception of the 25th and 26th AGMs, our AGMs are held in Singapore's city centre, which is easily accessible by most shareholders. Board members, including the Chairman of all Board Committees, namely, the AC, BRC, CIC, CRSC and NRC, and key executives of the senior management team, attend the AGM. Our external auditors are also present to address shareholders' queries. The Group CEO would deliver a presentation to update shareholders on the Group's financial performance and progress over the past year.

We treat shareholder issues, particularly those that require shareholders' approval, such as the re-election of Directors and approval of Directors' fees, as distinct subjects and submit them to the AGM as separate resolutions. Shareholders are given time to ask questions on each resolution tabled. In support of greater transparency and an efficient voting system, the Company has been conducting electronic poll voting since 2011. Shareholders who are present in person or represented at the meeting will be entitled to vote on a one-share, one-vote basis on each of the resolutions by poll, using an electronic voting system.

Voting and vote tabulation procedures are declared and presented to shareholders in a video before the AGM proceeds. The Company appoints an independent scrutineer to count and validate the votes at the AGM. The independent scrutineer for the 26th AGM was RHT Governance, Risk & Compliance (Singapore) Pte. Ltd. The results of all votes cast for and against in respect of each resolution, including abstaining votes, are instantaneously displayed at the meeting and announced on SGXNET after the AGM.

During the AGM, shareholders are given the opportunity to ask questions or raise issues. The questions and answers are recorded and detailed in the minutes. The minutes of all general meetings from 2019 are available on the Company's Investor Relations website at www.olamgroup.com/investors. Due to the COVID-19 restrictions since 2020, shareholder were not able to physically attend the 25th and 26th AGM. Shareholders were able to submit their questions relating to the business of the AGM prior to the AGM. Management's responses to the substantial and relevant questions were posted on the SGXNET ahead of the meeting.

All Board members were present at the 26th AGM:

Chairman of the Board Committees

Lim Ah Doo, Chair of the BSC, NRC
Yap Chee Keong, Chair of the AC
Marie Elaine Teo, Chair of the BRC
Sanjiv Misra, Chair of the CIC
Nihal Vijaya Devadas Kaviratne CBE, Chair of the CRSC

Board Members

Sunny George Verghese, Executive Director, Co-Founder and Group CEO
Norio Saigusa, Non-Executive Director
Kazuo Ito, Non-Executive Director
Shekhar Anantharaman, Executive Director and CEO, Olam Food Ingredients (resigned on 31 December 2021)
Nagi Hamiyeh, Non-Executive Director
Ajai Puri (Dr.), Non-Executive and Independent Director
Joerg Wolle (Dr.), Non-Executive and Independent Director

1st AGM of Olam Group Limited in April 2022 (1st AGM)

With the prevailing COVID-19 situation in Singapore and keeping in mind the well-being of our shareholders, the 1st AGM will be held by electronic means on 25 April 2022. We look forward to the participation of our shareholders at the 1st AGM through the "live" webcast where shareholders or your duly appointed proxy could observe and/or listen to the 1st AGM proceedings, ask questions and vote in real-time via electronic means. Alternatively, shareholders may appoint the Chairman of the Meeting as proxy to vote on their behalf at the 1st AGM. Shareholders may refer to the summary booklet mailed to shareholders with registered address in Singapore or the announcement released on SGXNET, which sets out the information on pre-registration, submission of questions and voting at the 1st AGM, including CPF and SRS investors.

Dividend Policy

As a practice, the Company provides an explanation on the dividend recommended at the AGM in the explanatory notes of the Notice to AGM. The Company does not have a fixed dividend policy. The Directors seek to recommend dividends consistent with the Company's overall governing objective of maximising intrinsic value for its continuing shareholders. Please refer to the explanatory note for more information.

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

Given the extent of our business – sourcing, trading, growing, processing and distributing crops and industrial raw materials, many considered to be 'high-risk' sustainability-wise, and many in emerging markets, Olam has a wide and diverse stakeholder base.

Engagement therefore happens at every level of the business, across products, geographies and functions. Our stakeholders include:

- Employees and contract workers;
- Investors;
- Large and small-scale farmer suppliers;
- Communities;
- Customers from multi-national brands and retailers to SMEs;
- Campaigning NGOs;
- Technical NGOs who are partners in many cases;
- Financiers, including Development Finance Institutions;
- Governments;
- Regulatory bodies such as the commodity exchanges;
- Industry standard bodies;
- Trade associations;
- Certification partners;
- Foundations; and
- Research Institutions.

Across our businesses and geographies, we collaborate, engage and listen to our stakeholders; each of them important to the operations and business of the group. Across the Strategy Chapter of this Annual Report, we describe our engagement with key stakeholder groups, the type of partnerships we undertake and material issues and areas that matter to our stakeholders.

Dealing in Securities

Olam is committed to transparency, fairness and equity in dealing with all shareholders and in ensuring adherence to all laws and regulations that govern a company listed and trading on the SGX-ST. There is an established policy on dealings in securities of the Company in line with the SGX-ST Listing Rules for its Directors and employees, setting out the implications of insider trading and guidance on such dealings. The policy provides that the Company, its Directors and employees must not deal in the Company's securities at any time after a price-sensitive development has occurred, or has been the subject of a decision, until the price-sensitive decision has been publicly announced.

Directors and employees are discouraged from short-term speculative trading in the Company's securities; personal investment decisions should be geared towards long-term investment. In particular, the Company, its Directors and executives will not deal in the Company's securities during the periods commencing 1 month prior to making public the half-yearly and annual financial results and ending at the close of trading on the date of the announcement of the relevant results.

In keeping with the policy, Directors and employees of the Company are notified of close periods for dealing in the Company's securities as well as any special dealing restriction that may be imposed from time to time.

Directors who deal in the shares and any other securities of the Company are required to notify the Company within 2 business days of becoming aware of the transaction.

Material contracts

There was no material contract involving the interests of any director or controlling shareholder entered into by the Company or any of its subsidiaries and no such contract subsisted since and at the end of the financial year ended 31 December 2021.

Interested person transactions

Under the Scheme proposed by OIL to its shareholders and set out in OIL's circular to its shareholders dated 27 January 2022, OGL or the Company has, inter alia, allotted and issued to OIL shareholders OGL Shares, credited as fully paid, on the basis of one OGL Share for every one OIL share held by the OIL shareholders, and OGL succeeded OIL as the listed company on SGX-ST.

The terms and conditions of the OGL IPT Mandate are substantially the same as the mandate for interested person transactions of OIL ("Olam IPT Mandate"), including the (a) the names of interested persons with which the entities at risk will be transacting; (b) the nature of the transactions contemplated under the mandate; (c) the rationale for, and benefit to, the entities at risk; and (d) the methods or procedures for determining transaction prices.

Subject to the approval of the Scheme at the Scheme Meeting and the Scheme becoming effective, the OGL IPT Mandate will take effect on the effective date of the Scheme and will continue to be in force until the conclusion of the next annual general meeting of OGL ("OGL AGM") or the date by which the next OGL AGM is required by law to be held, whichever is earlier.

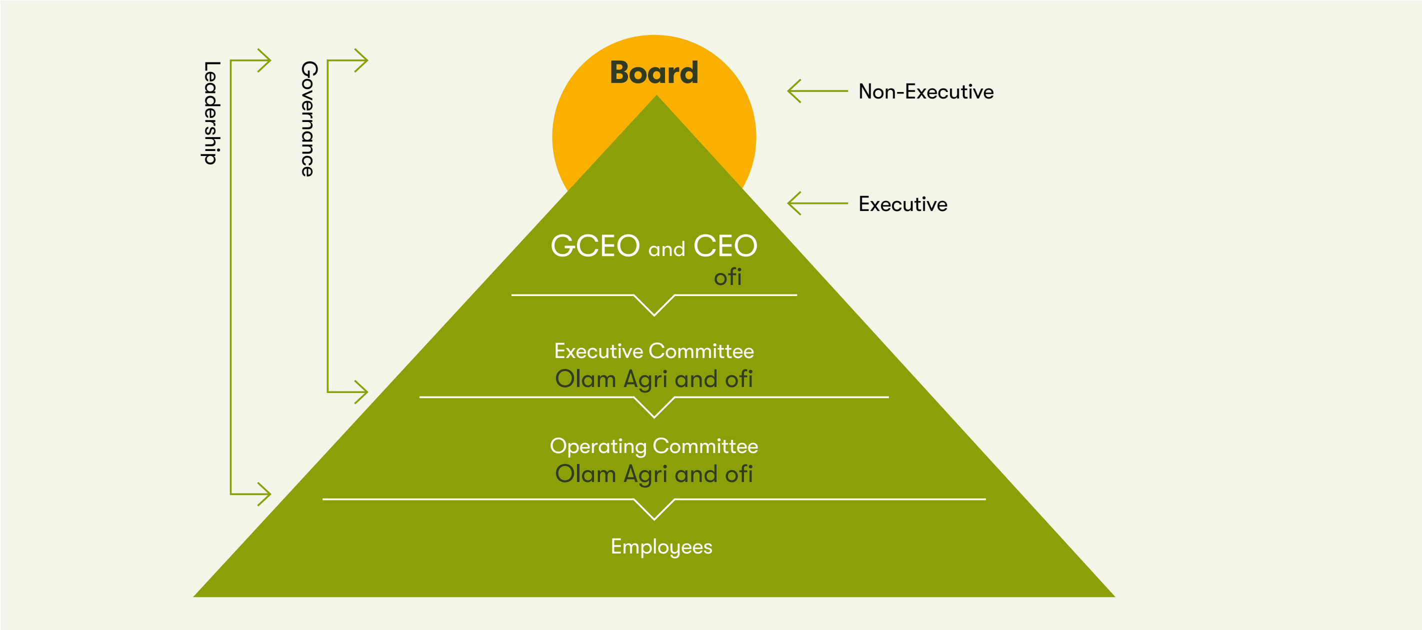
The Scheme effective date was 15 March 2022. As at 31 December 2021, OGL did not have in place the OGL IPT Mandate. OGL will not be seeking any renewal of the OGL IPT Mandate at the April 2022 annual general meeting.

Olam Group Limited

Board Committee Membership – At a glance as at 16 March 2022

Board	Membership	Board Committees	Date of first appointment
Lim Ah Doo	• Chairman • Non-Executive and Independent	• Board Steering Committee (Chairman) • Capital & Investment Committee • Nomination & Remuneration Committee (Chairman)	15 March 2022
Sunny George Verghese	• Executive • Co-Founder and Group CEO	• Board Steering Committee • Capital & Investment Committee • Corporate Responsibility & Sustainability Committee	26 August 2021
Sanjiv Misra	• Non-Executive and Independent	• Board Risk Committee • Capital & Investment Committee (Chairman) • Nomination & Remuneration Committee	15 March 2022
Nihal Vijaya Devadas Kaviratne CBE	• Non-Executive and Independent	• Audit Committee • Corporate Responsibility & Sustainability Committee (Chairman)	15 March 2022
Yap Chee Keong	• Non-Executive and Independent	• Audit Committee (Chairman) • Board Risk Committee • Nomination & Remuneration Committee	15 March 2022
Marie Elaine Teo	• Non-Executive and Independent	• Audit Committee • Board Risk Committee (Chair) • Corporate Responsibility & Sustainability Committee	15 March 2022
Norio Saigusa	• Non-Executive	• Board Risk Committee • Corporate Responsibility & Sustainability Committee • Nomination & Remuneration Committee	15 March 2022
Kazuo Ito	• Non-Executive	• Audit Committee • Board Steering Committee • Capital & Investment Committee	15 March 2022
Nagi Adel Hamiyeh	• Non-Executive	• Board Steering Committee • Capital & Investment Committee	15 March 2022
Ajai Puri (Dr.)	• Non-Executive and Independent	• Audit Committee • Capital & Investment Committee • Corporate Responsibility & Sustainability Committee	15 March 2022
Joerg Wolle (Dr.)	• Non-Executive and Independent	• Nomination & Remuneration Committee	15 March 2022

Corporate Information



'ofi' denotes Olam Food Ingredients

Directors

Lim Ah Doo
Ajai Puri (Dr.)
Joerg Wolle (Dr.)
Kazuo Ito
Marie Elaine Teo
Nagi Adel Hamiyeh
Nihal Vijaya Devadas Kaviratne CBE
Norio Saigusa
Sanjiv Misra
Yap Chee Keong
Sunny George Verghese

Company Secretary

Michelle Tanya Kwek

Registered office

7 Straits View
Marina One East Tower
#20-01
Singapore 018936
Telephone: (65) 6339 4100
Fax: (65) 6339 9755

External Auditor

Ernst & Young LLP
One Raffles Quay
North Tower Level 18
Singapore 048583

Partner in charge:
Christopher Wong Mun Yick
(since financial year
31 December 2019)

Share Registrar

Boardroom Corporate &
Advisory Services Pte Ltd
1 Harbourfront Avenue
#14-07 Keppel Bay Tower
Singapore 098632

Principal bankers

Australia and New Zealand Banking Group Limited

Banco Bilbao Vizcaya Argentaria S.A

Banco Santander, S.A.

BNP Paribas

Citibank N.A.

Commonwealth Bank of Australia

DBS Bank Ltd

First Abu Dhabi Bank P.J.S.C.

ING Bank N.V.

JPMorgan Chase Bank N.A.

Mizuho Bank, Ltd

MUFG Bank, Ltd

National Australia Bank Limited

Natixis

Rabobank International

Scotiabank

Standard Chartered Bank

Sumitomo Mitsui Banking Corporation

The Hongkong and Shanghai Banking Corporation Limited

Unicredit Bank AG

Westpac Banking Corporation

Shareholding Information

Substantial Shareholders

(As recorded in the Register of Substantial Shareholders as at 16 March 2022)

No.	Name of Shareholder	Direct Number of Shares[1]	Deemed Number of Shares[1]	% Held
1.	Breedens Investments Pte. Ltd.[2]	1,603,412,218	–	41.73
2.	Aranda Investments Pte. Ltd.[2]	359,736,514	–	9.36
3.	Seletar Investments Pte Ltd[2]	–	1,963,148,732	51.09
4.	Temasek Capital (Private) Limited[2]	–	1,963,148,732	51.09
5.	Temasek Holdings (Private) Limited[2]	–	1,963,148,732	51.09
6.	Mitsubishi Corporation	554,689,829	–	14.44
7.	Kewalram Singapore Limited[3]	260,000,000	–	6.77
8.	Chanrai Investment Corporation Limited[3]	–	260,000,000	6.77
9.	Kewalram Chanrai Holdings Limited[3]	–	260,000,000	6.77
10.	GKC Trustees Limited (as trustees of Girdhar Kewalram Chanrai Settlement)[3]	–	260,000,000	6.77
11.	MKC Trustees Limited (as trustees of Hariom Trust)[3]	–	260,000,000	6.77
12.	DKC Trustees Limited (as trustees of Damodar Kewalram Chanrai Settlement)[3]	–	260,000,000	6.77

Notes:

1. Percentages of interests are calculated based on the total number of issued ordinary Shares being 3,842,625,185 as at 16 March 2022. There are no treasury shares and subsidiary holdings.
2. Temasek Holdings (Private) Limited's ("**Temasek**") interest arises from the direct interest held by Breedens Investments Pte. Ltd. ("**Breedens**"), Aranda Investments Pte. Ltd. ("**Aranda**") and SeaTown Holdings Pte. Ltd. ("**SeaTown**").

   (A) Temasek's interest through Breedens — 41.73%

   (i) Breedens has a direct interest in 41.73% of voting Shares of the Company.

   (ii) Breedens is a subsidiary of Seletar Investments Pte Ltd ("**Seletar**").

   (iii) Seletar is a subsidiary of Temasek Capital (Private) Limited ("**Temasek Capital**").

   (iv) Temasek Capital is a subsidiary of Temasek.

   (B) Temasek's deemed interest through Aranda — 9.36%

   (i) Aranda has a direct interest in 9.36% of voting shares of the Company.

   (ii) Aranda is a subsidiary of Seletar.

   (iii) Seletar is a subsidiary of Temasek Capital.

   (C) Temasek's deemed interest through SeaTown — 0.0008%

   (i) SeaTown has an interest in 0.0008% of units on behalf of a client.

   (ii) SeaTown is an indirect subsidiary of Temasek.

   (iii) SeaTown is an independently-managed Temasek portfolio company. Temasek is not involved in its business or operating decisions, including those regarding its positions in the Shares of the Company.

   Total interest of Temasek — 51.09%

3. Kewalram Singapore Limited ("**KSL**") is a wholly-owned subsidiary of Chanrai Investment Corporation Limited ("**CICL**"), which in turn is a wholly-owned subsidiary of Kewalram Chanrai Holdings Limited ("**KCHL**"). By virtue of Section 4(7)(d) of the Securities and Futures Act (Chapter 289 of Singapore), each of CICL and KCHL are deemed to be interested in the voting shares of the Listed Issuer ("**Shares**").

   GKC Trustees Limited (as trustees of Girdhar Kewalram Chanrai Settlement) ("**GKC Settlement**"), MKC Trustees Limited (as trustees of Hariom Trust) ("**Hariom Trust**") and DKC Trustees Limited (as trustees of Damodar Kewalram Chanrai Settlement) ("**DKC Settlement**") are shareholders of KCHL. By virtue of Section 4(5) of the Securities and Futures Act (Chapter 289 of Singapore), each of the GKC Settlement, Hariom Trust and DKC Settlement are deemed to be interested in the voting shares of the Listed Issuer.

   CICL, KCHL, GKC Settlement, Hariom Trust and DKC Settlement are deemed interested in the Shares in which KSL has a direct interest.

   Total interest of the Kewalram Group — 6.77%

Statistics of Shareholdings

As at 16 March 2022

Issued and fully Paid-up Capital	S$6,233,595,001.3556
Number of Ordinary Shares in issue (excluding Treasury Shares)	3,842,625,185
Number of Ordinary Shares held as Treasury Shares	0.00
Percentage of Treasury Shares held against the total number of Issued Ordinary Shares outstanding (excluding Treasury Shares)	0.00%
Class of Shares	Ordinary Shares
Voting Rights	One vote per share

Distribution of Shareholdings

Size of Shareholdings	No. of Shareholders	%	No. of Shares	%
1 – 99	141	1.89	4,996	0.00
100 – 1,000	781	10.44	592,321	0.01
1,001 – 10,000	4,495	60.12	21,803,619	0.57
10,001 – 1,000,000	2,031	27.16	85,185,998	2.22
1,000,001 and above	29	0.39	3,735,038,251	97.20
Total	**7,477**	**100.00**	**3,842,625,185**	**100.00**

Twenty Largest Shareholders

No.	Name	No. of Shares	%
1	Breedens Investments Pte Ltd	1,603,412,218	41.73
2	HSBC (Singapore) Nominees Pte Ltd	582,864,952	15.17
3	Citibank Nominees Singapore Pte Ltd	413,508,123	10.76
4	Aranda Investments Pte Ltd	359,736,514	9.36
5	Raffles Nominees (Pte.) Limited	193,979,974	5.05
6	Kewalram Singapore Limited	170,000,000	4.42
7	DBS Nominees (Private) Limited	138,408,683	3.60
8	DBS Vickers Securities (Singapore) Pte Ltd	110,548,064	2.88
9	Daiwa Capital Markets Singapore Limited	57,500,000	1.50
10	DBSN Services Pte. Ltd.	22,884,488	0.60
11	Maybank Securities Pte. Ltd.	13,486,116	0.35
12	OCBC Securities Private Limited	11,139,448	0.29
13	UOB Kay Hian Private Limited	10,967,016	0.29
14	Phillip Securities Pte Ltd	6,410,973	0.17
15	DB Nominees (Singapore) Pte Ltd	5,999,416	0.16
16	United Overseas Bank Nominees (Private) Limited	5,198,019	0.14
17	CGS-CIMB Securities (Singapore) Pte. Ltd.	4,456,379	0.12
18	ABN AMRO Clearing Bank N.V.	4,019,354	0.10
19	OCBC Nominees Singapore Private Limited	3,210,348	0.08
20	Mak Seng Fook	3,137,540	0.08
Total		**3,720,867,625**	**96.85**

Public Float

Approximately 23.43% of the Company's Shares are held in the hands of the public. Accordingly, the Company has complied with Rule 723 of the Listing Manual of the SGX-ST.

Notice of Annual General Meeting

Olam Group Limited

(Company Registration No. 202180000W)
(Incorporated in The Republic of Singapore with limited liability)

In view of the ongoing COVID-19 pandemic, the Company will be conducting the First Annual General Meeting (the "**Meeting**") of **Olam Group Limited** (the "**Company**") wholly by electronic means in accordance with the COVID-19 (Temporary Measures) (Alternative Arrangements for Meetings for Companies, Variable Capital Companies, Business Trusts, Unit Trusts and Debenture Holders) Order 2020 (the "**Order**") and the Joint Statement of the Accounting and Corporate Regulatory Authority, Monetary Authority of Singapore and Singapore Exchange Regulation dated 4 February 2022 titled "Guidance on the Conduct of General Meetings Amid Evolving COVID-19 Situation" (the "**Joint Guidance**").

Shareholders of the Company ("**Shareholders**") should take note of the following arrangements for the Meeting:

(a) **No Attendance in Person:** The Meeting will be conducted only by electronic means and Shareholders will not be able to physically attend the Meeting. The proceedings of the Meeting will be broadcast through a "live" webcast comprising both video (audio-visual) and audio-only feeds. Please pre-register for the "live" webcast if you wish to attend the Meeting.

Live Audio and Video Webcasts: All Shareholders as well as investors who hold shares of the Company ("**Shares**") through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore (the "**Companies Act**")) or depository agents (as defined in Section 81SF of the Securities and Futures Act 2001 of Singapore ("**Relevant Intermediaries**"), including Central Provident Fund ("**CPF**") or Supplementary Retirement Scheme ("**SRS**") (collectively, "**Investors**"), who wish to follow the proceedings of the Meeting through the "live" webcast must **pre-register online at https://www.olamgroup.com/investors.html by Friday, 22 April 2022, 2.00 p.m. Singapore time** for verification purposes. If you are a Shareholder and wish to appoint a person (other than the Chairman of the Meeting ("**Chairman**")) as a proxy ("**Proxyholder**") to attend and vote at the Meeting on your behalf, please pre-register your Proxyholder for the "live" webcast. A Proxyholder need not also be a Shareholder. Following successful verification, details on how to join the webcast will be sent to you by **24 April 2022** at the email specified in your pre-registration details.

(b) **Submission of Questions:** All Shareholders and Investors can submit questions relating to the business of the Meeting up till Sunday, 17 April 2022, 2.00 p.m. Singapore time either (i) via the pre-registration website, or (ii) post to Boardroom Corporate & Advisory Services Pte Ltd, the Company's Share Registrar's office at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632, or (ii) via electronic mail to **olamagm@olamagri.com**. The Company will endeavour to respond to substantial and relevant questions so received by 20 April 2022 at 2.00 p.m. (via an announcement on the SGXNET and the Company's website). Alternatively, Shareholders who participate in the webcast of the Meeting will be able to ask questions "live" via a "chatbox" which will be made available to the Shareholders and Proxyholders to type in their questions during the webcast.

(c) **Live Voting:** "Live" voting will be conducted during the Meeting for Shareholders and Proxyholders. Shareholders and Proxyholders may cast their votes in real time for each resolution to be tabled via the "live" webcast. Login credentials provided to Shareholders and Proxyholders should be used to access the real time voting. Shareholders and Proxyholders must bring a web-browser enabled device in order to participate in real time voting. For the avoidance of doubt, "live" voting is not permissible by the audio-only feed. It is important for all persons attending the Meeting to have access to the latest versions of Chrome, Safari, Edge or Firefox to view the webcast and participate in real-time voting. Please ensure your browser is compatible.

Investors (including CPF or SRS Investors) should approach their respective Relevant Intermediary as soon as possible to make the necessary arrangements to participate in the Meeting or to specify voting instructions. Only Investors that have been duly appointed as proxies by their respective Relevant Intermediary may participate in the Meeting.

Voting via appointing Chairman as Proxy: As an alternative to "live" voting, Shareholders may also vote at the AGM by appointing the Chairman as proxy to vote on their behalf in respect of all the Shares held by them. If a Shareholder wishes to appoint a Proxyholder to vote in real time at the Meeting on their behalf or to appoint the Chairman as proxy to vote on their behalf, duly completed Proxy Forms **MUST** be deposited with the Company (i) via post to the Share Registrar's office at 1 Harbourfront Avenue #14-07 Keppel Bay Tower Singapore 098632, or (ii) via electronic mail to **oglagm2022@boardroomlimited.com** enclosing a clear scanned completed and signed Proxy Form, and must be received by the Company by **Friday, 22 April 2022, 2.00 p.m. Singapore time** (being 72 hours before the time appointed for the holding of the Meeting). Proxy Forms can be downloaded from SGXNET or the Company's website. In the Proxy Form, a Shareholder should specifically direct the proxy on how he/she is to vote for or vote against (or abstain from voting on) the resolutions to be tabled at the Meeting. If no specific direction as to voting is given, the Proxyholder or the Chairman (as applicable) will vote or abstain from voting at his/her discretion. All valid votes cast via proxy on each resolution will be counted. In view of the COVID-19 situation, the Company encourages shareholders to submit the completed and signed Proxy Form via electronic mail.

The Company may reject any instrument appointing a proxy lodged if the Shareholder appointing the proxy is not shown to have Shares entered against his/her name in the Depository Register as at 72 hours before the time appointed for holding the Meeting as certified by The Central Depository (Pte) Limited to the Company.

(d) **Voting by Investors holding Shares through Relevant Intermediaries (including CPF and SRS investors):** Investors (including CPF/SRS investors) who wish to vote should not make use of the Proxy Form and should instead approach their respective Relevant Intermediary as soon as possible to make the necessary arrangements to participate in the Meeting or specify voting instructions. CPF and SRS investors who wish to vote should approach their respective CPF Agent Bank/SRS Operator at least seven working days before the Meeting (i.e. by **Wednesday, 13 April 2022, 5.00 p.m. Singapore time**).

(e) **Voting Results:** An independent scrutineer will be appointed by the Company to direct and supervise the counting and validation of all valid votes cast through "live" voting and through Proxy Forms received as of the above-mentioned deadline. The voting results will be announced during the Meeting (and displayed on-screen for the "live" video webcast) in respect of each resolution put to the vote at the Meeting in turn, following which the Chairman shall declare the outcome of the relevant resolutions. The Company will also issue an announcement on SGXNET on the results of all of the resolutions put to vote at the Meeting.

Important Dates and Times

Date/Time	Actions
By Wednesday, 13 April 2022, 5.00 p.m.	Investors (including CPF/SRS Investors) that wish to vote should approach their respective Relevant Intermediary to make the necessary arrangements to participate in the meeting or to specify their voting instructions. Only Investors that have been duly appointed as proxies by their respective Relevant Intermediary may participate in the Meeting.
By Sunday, 17 April 2022, 2.00 p.m.	Shareholders/Investors to submit questions relating to the business of the Meeting either via (i) post to the Share Registrar's office, or (ii) email to **olamagm@olamagri.com**.
By Friday, 22 April 2022, 2.00 p.m.	Shareholders/Investors to pre-register online at **https://www.olamgroup.com/investors.html** to attend Meeting. Shareholders that wish to appoint a Proxyholder to attend and vote at the Meeting on their behalf should pre-register the appointed Proxyholder for the Meeting. Shareholders that wish to appoint a Proxyholder to attend and vote at the Meeting on their behalf or the Chairman as proxy to vote on their behalf **MUST** deposit their completed Proxy Forms either by (i) post to the Share Registrar's office, or (ii) email to **oglagm2022@boardroomlimited.com**. **In view of COVID-19 situation, we encourage Shareholders to submit the completed and signed Proxy Form via email.**
By Sunday, 24 April 2022	Verified Shareholders/Proxyholders/Investors will receive an email with details on how to attend the Meeting ("**Confirmation Email**"). Shareholders/Proxyholders/Investors that have validly pre-registered but have not received any Confirmation Email by this date should contact the Share Registrar at **oglagm2022@boardroomlimited.com**.
Monday, 25 April 2022, 2.00 p.m. **Day of Meeting**	Shareholders/Proxyholders/Investors to log-in/dial-in to the Meeting using the details received in the Confirmation Email. It is important for all attendees to the Meeting to have access to web-browser enabled devices ready for real time voting during the Virtual Meeting.

Documents and Information Relating to Meeting

Documents and information relating to the Meeting (including the Annual Report, Notice and Proxy Form) have been published on SGXNET (www.sgx.com) and the Company's website (www.olamgroup.com). For your convenience, printed copies of the Notice and Proxy Form will also be sent by post to Shareholders.

In view of the evolving COVID-19 situation, Shareholders are advised to continue to check SGXNET and the Company's website regularly for any updates relating to the Meeting.

NOTICE IS HEREBY GIVEN that the Meeting of the Company will be conducted wholly by electronic means, on **Monday, 25 April 2022 at 2.00 p.m. Singapore time** for the purpose of considering, and if thought fit, passing, the following resolutions:

Ordinary Business	Ordinary Resolutions
1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2021 together with the Auditors' Report thereon. Please refer to the explanatory note (i) provided.	**Resolution 1**
2. To re-elect the following Directors retiring pursuant to Regulation 113 of the Constitution of the Company (the "**Constitution**"), and who, being eligible, offer themselves for re-election:	
(a) Mr. Lim Ah Doo	**Resolution 2**
(b) Dr. Ajai Puri	**Resolution 3**
(c) Ms. Marie Elaine Teo	**Resolution 4**
(d) Dr. Joerg Wolle	**Resolution 5**
(e) Mr. Kazuo Ito	**Resolution 6**
(f) Mr. Nagi Hamiyeh	**Resolution 7**
(g) Mr. Nihal Vijaya Devadas Kaviratne CBE	**Resolution 8**
(h) Mr. Norio Saigusa	**Resolution 9**
(i) Mr. Sanjiv Misra	**Resolution 10**
(j) Mr. Yap Chee Keong	**Resolution 11**
(k) Mr. Sunny George Verghese Please refer to the explanatory note (ii) provided.	**Resolution 12**
3. To approve the payment of Directors' fees of up to S$3,300,000 for the financial year ending 31 December 2022 ("**FY2022**"). Please refer to the explanatory note (iii) provided.	**Resolution 13**
4. To approve the payment of one-off special fees of S$1,750,000 for the financial year ended 31 December 2021. Please refer to the explanatory note (iv) provided.	**Resolution 14**
5. To re-appoint Messrs Ernst & Young LLP as the auditors of the Company and to authorise the Directors to fix their remuneration. Please refer to the explanatory note (v) provided.	**Resolution 15**

Special Business	Ordinary Resolutions

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

6. **General Authority to Issue Shares** — **Resolution 16**

That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and Rule 806 of the Listing Manual of Singapore Exchange Securities Trading Limited ("**SGX-ST**") (the "**Listing Manual**"), the Directors be authorised and empowered to:

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

(ii) make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be issued, including but not limited to the creation and issue of (as well as adjustments to) securities, options, warrants, debentures or other instruments convertible into Shares,

at any time and upon such terms and conditions and for such purposes and to such persons as the Directors may in their absolute discretion deem fit; and

(b) (notwithstanding the authority conferred by this Resolution may have ceased to be in force) issue Shares in pursuance of any Instruments made or granted by the Directors while this Resolution was in force, provided that:

(1) the aggregate number of Shares to be issued pursuant to this Resolution (including Shares to be issued in pursuance of the Instruments, made or granted pursuant to this Resolution) shall not exceed fifty per cent. (50%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below), of which the aggregate number of Shares to be issued other than on a pro rata basis to shareholders of the Company ("**Shareholders**") shall not exceed ten per cent. (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) (as calculated in accordance with sub-paragraph (2) below);

(2) (subject to such calculation as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (1) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time of the passing of this Resolution, after adjusting for:

 (A) Any new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time of the passing of this Resolution; and

 (B) any subsequent bonus issue, consolidation or subdivision of Shares;

(3) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Companies Act, the Listing Manual (unless such compliance has been waived by the SGX-ST) and the Constitution for the time being in force; and

(4) unless revoked or varied by the Company in a general meeting, such authority shall continue in force until the conclusion of the next annual general meeting of the Company ("**AGM**") or the date by which the next AGM is required by law to be held, whichever is the earlier.

Please refer to the explanatory note (vi) provided.

7. **Authority to Issue Shares under the OG Share Grant Plan** **Resolution 17**

That the Directors be and are hereby authorised to:

(a) grant awards in accordance with the provisions of the OG Share Grant Plan; and

(b) allot and issue from time to time such number of fully paid-up Shares as may be required to be delivered pursuant to the vesting of awards under the OG Share Grant Plan,

provided that the total number of Shares which may be allotted and issued and/or Shares which may be delivered pursuant to awards granted under the OG Share Grant Plan on any date, when added to:

(i) the number of ordinary shares in the capital of Olam International Limited previously issued and/or transferred in respect of all awards granted under the Olam Share Grant Plan;

(ii) the total number of new Shares allotted and issued and/or to be allotted and issued, and issued Shares transferred and/or to be transferred in respect of all awards granted under the OG Share Grant Plan; and

(iii) all Shares, options or awards granted under any other share schemes of the Company then in force,

shall not exceed ten per cent. (10%) of the total number of issued Shares (excluding treasury shares and subsidiary holdings) from time to time, and that such authority shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next AGM or the date by which the next AGM is required by law to be held, whichever is the earlier.

Please refer to the explanatory note (vii) provided.

By Order of the Board

Michelle Tanya Kwek
Company Secretary
Singapore

Date: 8 April 2022

Please read the following notes and the explanatory notes to the resolutions as set out below before deciding how to vote.

Personal data privacy:
By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend and vote at the Meeting and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the Meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the Meeting (including any adjournment thereof) recordings and transmitting images and/or voice recordings when broadcasting the Meeting proceedings through webcast, and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes; and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Website
The Company's website, www.olamgroup.com, provides more information about the Company, including the latest Annual Report, the Notice of AGM and the Proxy Form.

Explanatory notes of the resolutions to be proposed at the Meeting

Resolutions 1 to 17 are proposed as ordinary resolutions. For an ordinary resolution to be passed, more than half of the votes cast must be in favour of the resolution.

(i) Ordinary Resolution 1

The Company was listed on the Mainboard of the SGX-ST on 16 March 2022 following the implementation of a scheme of arrangement dated 27 January 2022 (the "**Scheme**") proposed by Olam International Limited ("**OIL**") to its shareholders under Section 210 of the Companies Act, as described in OIL's circular to shareholders of OIL dated 27 January 2022 (the "**Scheme Circular**").

As announced in the Scheme Circular, OIL had undertaken an exercise to reorganise its diverse business portfolio into three new operating groups – Olam Food Ingredients ("**ofi**"), Olam Global Agri (now known as Olam Agri) and the remaining businesses (comprising the gestating businesses and the businesses carried out by Olam Ventures Pte. Ltd. and Olam Technology and Business Services Pte. Ltd.). This re-organisation was initiated to simplify OIL's portfolio, sharpen its focus, and unlock long-term value.

At the Extraordinary General Meeting of OIL held on 18 February 2022, the shareholders of OIL approved, inter alia, the Scheme. As announced by OIL on 3 March 2022, the Scheme was sanctioned by the High Court of the Republic of Singapore, and was to become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore.

On 15 March 2022, OIL issued an announcement stating that a copy of the Scheme Court Order will be lodged with the Registrar of Companies on 15 March 2022, and the Scheme would therefore become effective and binding on 15 March 2022. Upon the Scheme taking effect, the entire issued share capital of OIL was held indirectly by the Company.

On 16 March 2022, the Company commenced trading on the Mainboard of the SGX-ST, and OIL was delisted from the SGX-ST on the same date.

The Company has included in the Financial Report of the Annual Report, the Olam International Limited Directors' Statement and the audited consolidated financial statements for the financial year ended 31 December 2021 ("**FY2021**") together with the Auditors' Report thereon and the Olam Group Limited Directors' Statement and the audited financial statements for the FY2021 together with the Auditors' Report thereon. The Financial Report may also be read on our website at olamgroup.com/investors/investor-library.html.

(ii) Ordinary Resolutions 2 to 12

Mr. Lim Ah Doo will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as Chair of the Board, the Nomination and Remuneration Committee ("**NRC**") and the Board Steering Committee ("**BSC**"), and a member of the Capital and Investment Committee ("**CIC**"). He will be considered independent.

Dr. Ajai Puri will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as a member of the Audit Committee ("**AC**"), CIC and Corporate Responsibility and Sustainability Committee ("**CRSC**"). He will be considered independent.

Ms. Marie Elaine Teo will, upon re-election as a Director, continue her office as Non-Executive Director. She will remain as Chair of the Board Risk Committee ("**BRC**") and a member of the AC and CRSC. She will be considered independent.

Dr. Joerg Wolle will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain a member of the NRC. He will be considered independent.

Mr. Kazuo Ito will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as a member of the AC, BSC and CIC. He will not be considered independent.

Mr. Nagi Hamiyeh will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain a member of the BSC and CIC. He will not be considered independent.

Mr. Nihal Vijaya Devadas Kaviratne CBE will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as Chair of the CRSC and a member of the AC. He will be considered independent.

Mr. Norio Saigusa will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as a member of the BRC, CRSC and NRC. He will not be considered independent.

Mr. Sanjiv Misra will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as Chair of CIC and a member of BRC and NRC. He will be considered independent.

Mr. Yap Chee Keong will, upon re-election as a Director, continue his office as Non-Executive Director. He will remain as Chair of AC and a member of the BRC and NRC. He will be considered independent.

Mr. Sunny George Verghese will, upon re-election as a Director, continue his office as Executive Director and will remain as a member of the BSC, CIC and CRSC. He is also the Group CEO.

Please refer to the Addendum for the additional information on the aforementioned Directors provided pursuant to Rule 720(6) of the Listing Manual. You may also refer to the Governance Report of the 2021 Annual Report for the profile of each of these Directors.

The aforementioned Directors will refrain from making any recommendation on and, being Shareholders, shall abstain from voting on respective ordinary resolution in relation to their re-election. Other than the Chairman who will be voting as proxy pursuant to the Order and the Joint Guidance, the aforementioned Directors will not be able to accept appointment as proxies for any Shareholder to vote in respect of these resolutions unless specific directions as to voting have been specified in the relevant proxy form.

(iii) Ordinary Resolution 13

Ordinary Resolution 13 seeks the payment of up to S$3,300,000 to all Directors (other than the Executive Director) as Directors' fees for FY2022. The amount of Directors' fees paid to each Director for FY2021 in connection with their directorship with OIL prior to the Scheme taking effect is disclosed in full on page 22 of the Governance Report of the 2021 Annual Report.

For Directors' fees payable to the Non-Executive Directors for FY2022 (excluding certain Non-Executive Directors who, under their separate arrangements with their employer, do not retain their Directors' fees), the equity component (comprising approximately 30% of the Directors' fees) is intended to be paid out after the AGM with the actual number of Shares to be awarded to each such Non-Executive Director holding office at the time of payment to be determined by reference to the volume weighted average price of a Share on SGX-ST over the 10 trading days after the date of the announcement by the Company of its unaudited full year financial statements for FY2022. The number of Shares to be awarded will be rounded down to the nearest hundred and any residual balance will be settled in cash. In the event the Non-Executive Director leaves the Company prior to the acquisition of the Shares, the directors' fees due to him up to his date of cessation will be paid to him in cash. If Resolution 13 is passed, it is intended that such equity grant will be made in the form of awards under the OG Share Grant Plan with no vesting condition or the Company will purchase the Shares from the market around the date of the announcement by the Company of its unaudited full year financial statements for FY2022.

The Non-Executive Directors will refrain from making any recommendation on and, being shareholders, shall abstain from voting on Ordinary Resolution 13. Other than the Chairman who will be voting as proxy pursuant to the Order and the Joint Guidance, the aforementioned Directors will not be able to accept appointment as proxies for any Shareholder to vote in respect of this resolution unless specific directions as to voting have been specified in the relevant proxy form.

Ordinary Resolution 13, if passed, will facilitate the quarterly payment in arrears of Directors' fees during FY2022 in which the fees are incurred.

(iv) Ordinary Resolution 14

Ordinary Resolution 14 seeks approval of the payment of one-off special fees of S$1,750,000 in aggregate to all Non-Executive Directors (including Chairman). The proposed one-off special fees are in recognition and appreciation of the Non-Executive Directors' significant contribution of time and effort towards the envisioning, structuring, planning and realisation of the Reorganisation Exercise. Their added contribution and involvement in this regard was over and above their usual responsibility in, amongst others, providing Board leadership to Management and overseeing the process and framework for evaluating the adequacy of internal controls, which included financial, operational, compliance and information technology controls, and risk management systems, etc. If approved, it is intended that Chairman will receive a special fee of S$400,000 and each of the other 9 Non-Executive Directors will receive S$150,000. The Non-Executive Directors (including Chairman) shall decline to accept appointment as proxy for any shareholder to vote in respect of this resolution unless the shareholder concerned shall have given instructions in his/her/its proxy form as to the manner in which his/her/its votes are to be cast in respect of this resolution.

(v) Ordinary Resolution 15

Ordinary Resolution 15 seeks the re-appointment of Ernst & Young LLP as independent auditors to the Company (the "**Auditors**") and requests authority for the Directors to set the remuneration of the Auditors. The Board is careful that the Auditors' independence should not be compromised and the AC takes responsibility for reviewing the performance of the Auditors and making recommendations about the scope of their work and fees. The AC has recommended to the Board that the appointment of Ernst & Young LLP should be renewed until the conclusion of the next AGM.

More details on the external auditors and the review by the AC may be found in the Governance Report on pages 29 to 30 of the 2021 Annual Report.

(vi) Ordinary Resolution 16

Ordinary Resolution 16, if passed, will empower the Directors, effective until the earlier of (1) the conclusion of the next AGM, or (2) the date by which the next AGM is required by law to be held (unless such authority is varied or revoked by the Company in a general meeting), to issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, up to a number not exceeding, in total, fifty per cent. (50%) of the total number of issued Shares, of which up to ten per cent. (10%) may be issued other than on a pro rata basis to Shareholders. Although the Listing Manual enables the Company to seek a mandate to permit its Directors to issue Shares up to the fifty per cent. (50%) limit if made on a pro rata basis to Shareholders, and up to a sub-limit of twenty per cent. (20%) if made other than on a pro rata basis to Shareholders, the Company is nonetheless only seeking a sub-limit of ten per cent. (10%).

For determining the aggregate number of Shares that may be issued, the total number of issued Shares will be calculated based on the total number of issued Shares (excluding treasury shares and subsidiary holdings) at the time this Ordinary Resolution 16 is passed after adjusting for new Shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time when this Ordinary Resolution 16 is passed and any subsequent bonus issue, consolidation or subdivision of Shares.

(vii) Ordinary Resolution 17

Ordinary Resolution 17, if passed, will empower the Directors to grant awards under the OG Share Grant Plan and to issue new Shares in respect of such awards, subject to the limitations described in this Ordinary Resolution 17. Unless such authority has been revoked or varied by the Company in a general meeting, such authority shall expire at the conclusion of the next AGM, or the date by which the next AGM is required by law to be held, whichever is the earlier. More details on the OG Share Grant Plan may be found in the Scheme Circular and the 2021 Annual Report.

Addendum to the Annual Report 2021

Additional Information on Directors seeking Re-election pursuant to Rule 720(6) of the Listing Manual of the SGX-ST

Mr. Lim Ah Doo, Dr. Ajai Puri, Ms. Marie Elaine Teo, Dr. Joerg Wolle, Mr. Kazuo Ito, Mr. Nagi Hamiyeh, Mr. Nihal Vijaya Devadas Kaviratne CBE, Mr. Norio Saigusa, Mr. Sanjiv Misra, Mr. Yap Chee Keong and Mr. Sunny George Verghese are the Directors seeking re-election at the forthcoming annual general meeting of the Company to be convened on 25 April 2022 ("**AGM**") under Ordinary Resolutions 2, 3, 4, 5, 6, 7, 8, 9, 10, 11 and 12 as set out in the Notice of AGM dated 8 April 2022 (collectively, the "**Retiring Directors**" and each a "**Retiring Director**").

Pursuant to Rule 720(6) of the Listing Manual of the SGX-ST, the information relating to the Retiring Directors as set out in Appendix 7.4.1 to the Listing Manual of the SGX-ST is set out below:

Name of Director	Dr. Ajai Puri	Ms. Marie Elaine Teo	Dr. Joerg Wolle	Mr. Kazuo Ito	Mr. Lim Ah Doo
Date of Appointment	15 March 2022	15 March 2022	15 March 2022	15 March 2022	15 March 2022
Date of Last Re-appointment	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
Age	68	55	64	53	72
Country of principal residence	United Kingdom	Singapore	Switzerland	Japan	Singapore
The Board's comments on this appointment (including rationale, selection criteria, and the search and nomination process)	N.A.	N.A.	N.A.	N.A.	N.A.
Whether appointment is executive, and if so, the area of responsibility	Non-Executive	Non-Executive	Non-Executive	Non-Executive	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	• Independent Non-Executive Director • Member, Audit Committee ("**AC**") • Member, Capital & Investment Committee ("**CIC**") • Member, Corporate Responsibility & Sustainability Committee ("**CRSC**")	• Independent Non-Executive Director • Chairman, Board Risk Committee ("**BRC**") • Member, AC • Member, CRSC	• Independent Non-Executive Director • Member, Nomination & Remuneration Committee ("**NRC**")	• Non-Executive Director • Member, AC • Member, Board Steering Committee ("**BSC**") • Member, CIC	• Chairman • Independent Non-Executive Director • Chairman, BSC • Member, CIC • Chairman, NRC
Professional qualifications	• MBA, Crummer Business School, Rollins College, USA • PhD (Food Science), University of Maryland, USA	• Bachelor of Arts (Honours) in Experimental Psychology, Oxford University, UK • MBA, INSEAD	• PhD in Engineering "summa cum laude", Technical University Chemnitz, Germany • Executive Development Program, IMD Lausanne, Switzerland • Stanford Executive Program, GSB Stanford University, Palo Alto, CA, USA	• BA Economics, Keio University, Japan • BPSE, IMD Business School	• Degree (Honours) in Engineering, Queen Mary College, University of London, UK • Master in Business Administration, Cranfield School of Management, UK

	Mr. Nagi Adel Hamiyeh	Mr. Nihal Vijaya Devadas Kaviratne CBE	Mr. Norio Saigusa	Mr. Sanjiv Misra	Mr. Sunny George Verghese	Mr. Yap Chee Keong
	15 March 2022	15 March 2022	15 March 2022	15 March 2022	26 August 2021	15 March 2022
	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
	53	78	59	61	62	61
	Singapore	Singapore	Japan	Singapore	Singapore	Singapore
	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Non-Executive	Non-Executive	Non-Executive	Non-Executive	Executive	Non-Executive
	• Non-Executive Director • Member, BSC • Member, CIC	• Independent Non-Executive Director • Member, AC • Chairman, CRSC	• Non-Executive Director • Member, BRC • Member, CRSC • Member, NRC	• Independent Non-Executive Director • Chairman, CIC • Member, BRC • Member, NRC	• Executive Director Co-Founder and Group CEO • Member, BSC • Member, CIC • Member, CRSC	• Independent Non-Executive Director • Chairman, AC • Member, BRC • Member, NRC
	• Master of Science degree in Civil and Environmental Engineering, Massachusetts Institute of Technology, USA • Bachelor of Science in Civil Engineering, University of Texas, USA	• Bachelor of Arts, Economics (Honours), Bombay University, India	• Degree of Political Science and Economics, Waseda University, Tokyo, Japan	• Master in Management, JL Kellogg Graduate School of Management, Northwestern University, Chicago, IL, USA • Postgraduate Degree in Management, University of Delhi, Indian Institute of Management, Ahmedabad, India • Bachelor's Degree (Honours) in Economics, St Stephen's College, University of Delhi, India	• Postgraduate Degree in Business Management, Indian Institute of Management, Ahmedabad, India • Advanced Management Program, Harvard Business School, USA	• Bachelor of Accountancy, National University of Singapore • Fellow, Institute of Singapore Chartered Accountants and Certified Public Accounts, Australia

Name of Director	Dr. Ajai Puri	Ms. Marie Elaine Teo	Dr. Joerg Wolle	Mr. Kazuo Ito	Mr. Lim Ah Doo
Working experience and occupation(s) during the past 10 years	Dr. Ajai Puri brings more than three decades of global experience in various food and agri industries. His expertise spans several domains – innovation, science and technology, product integrity, food safety and consumer marketing. From 1981 to 2003, Dr. Puri worked for The Coca-Cola Company where he held a variety of roles in research and development, innovation, consumer marketing and general management. When he left Coca-Cola in 2003, he was Senior Vice President – Science and Technology for Coca-Cola's non-carbonated juice business in North America. From 2003 to 2007, Dr. Puri was Executive Board Member and President – Research, Development and Product Integrity at Amsterdam-based Royal Numico N.V. Previous non-executive roles include Tate & Lyle PLC (2012-2021), Nutreco N.V. (2009-2015) and Barry Callebaut AG (2011-2014). Dr. Puri is presently a Non-Executive Director with IMI PLC, Firmenich S.A., Britannia Industries Ltd, the Global Alliance for Improved Nutrition (G.A.I.N.) and Califa Farms LP.	Ms. Marie Elaine Teo brings investment experience across a broad range of industries and markets to bear in assessing opportunities and challenges in the future. She has over 20 years of investment experience, primarily with the Capital Group companies where she focused on Asian banks and global emerging markets, both as an analyst and an investment manager. Ms. Teo was formerly the Chairman of Capital International Research, Inc. and Managing Director of Capital International Inc., Asia.	Having been appointed CEO of Siber Hegner Ltd in 2000, Dr. Joerg Wolle was instrumental in a quick turnaround of the 130 year old Asia trading company which had fallen on hard times. Following this, he merged the company with two other Swiss-based Asia-focused distribution companies and created the leading business services and distribution group in the ASEAN region with more than 33,000 specialised staff. He grew sales three- and profits six-fold during his tenure as CEO and took the company public on the Zurich Stock Exchange. Dr. Wolle is presently Chairman of Kuehne + Nagel International Ltd and Klingelnberg AG. He was President and CEO of DKSH Holding Ltd from 2002 to 2017 and became its Chairman from 2017 to 2019. Dr. Wolle was a member of the Supervisory Board of Louis Dreyfus Company B.V. (2014 to 2018) and a member of the Board of Directors of UBS Ltd (2006 to 2009) and Diethelm Keller Holding Ltd. (2004 to 2019).	Mr. Kazuo Ito is currently the Division Chief Operating Officer, Global Fast Moving Consumer Goods Division, Food Industry Group of Mitsubishi Corporation. He has been with Mitsubishi Corporation since 1991 and has held various managerial roles including secondment to Princes Limited, a global food and drink group involved in the manufacture, import and distribution of branded products, having been its Chairman between 2007 to March 2018 and its Director since 2001 till January 2019. With over 20 years of experience in the global food and beverage industry, in his current role as Division COO, Kazuo oversees Mitsubishi Corporation's various food and beverage interests from agri-products procurement, trading, processing to sales and marketing of consumer products.	Mr. Lim Ah Doo brought with him over 40 years of broad and in-depth experience of the banking and commerce world. He was a senior banker with a distinguished career who led several landmark transactions during his banking days, top executive of a large major global leading resource-based group, and a director of several large-sized listed and private companies in and outside of Singapore. Mr. Lim was formerly the President and subsequently the non-executive Vice Chairman of RGE Pte Ltd (formerly known as RGM International Pte Ltd). His past working experience includes an 18-year banking career in Morgan Grenfell from 1977 to 1995, during which he held several key positions including that of Chairman of Morgan Grenfell (Asia) Limited.
Shareholding interest in the listed issuer and its subsidiaries?	59,994 ordinary shares	143,100 ordinary shares	44,298 ordinary shares	Nil	423,800 ordinary shares
Any relationship (including immediate family relationship) with any existing director, existing executive officer, the issuer and/or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Nil	Nil	Nil	Nil	Nil
Conflict of interests (including any competing business)	Nil	Nil	Nil	Nil	Nil
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes	Yes	Yes	Yes

Mr. Nagi Adel Hamiyeh	Mr. Nihal Vijaya Devadas Kaviratne CBE	Mr. Norio Saigusa	Mr. Sanjiv Misra	Mr. Sunny George Verghese	Mr. Yap Chee Keong
Mr. Nagi Hamiyeh brings 28 years of experience in strategy, corporate finance, mergers and acquisitions (M&A), growth equity, private equity and public investing in multiple industries across the globe. Furthermore, he was intimately involved in companies' consolidation and restructuring, as well as working closely with portfolio companies on value uplift opportunities. Lastly, he led the development of the various greenfield platforms by way of M&A and organic growth. Mr. Hamiyeh is the Joint Head of Temasek's Investment Group, and is concurrently the Head of Portfolio Development. Mr. Hamiyeh joined Temasek in 2005. Over the course of his career with Temasek, he had led the firm's Natural Resources, Industrials, Consumer and Real Estate Investment teams and was Joint Head of Enterprise Development Group and Head of Africa and Middle East, Australia and New Zealand. Prior to Temasek, Mr. Hamiyeh was a banker with Credit Suisse First Boston's Energy Group. He began his career at Bain & Company.	Mr. Nihal Kaviratne CBE's career with the Unilever Group spanned 40 years during which he held various senior level management positions in sales, marketing, brand and strategic planning and development, and as Chairman/CEO across Asia, Europe and Latin America. He retired from Unilever in 2005. Mr. Kaviratne was cited in HM Queen Elizabeth II's 2004 New Year Honours List in the UK and has been made the Commander of the Order of the British Empire (CBE) for services to UK business interests and to sustainable development in Indonesia. He was one of "25 leaders at the forefront of change" chosen by Business Week in 2002 for the Stars of Asia Award. In its year end 2010 issue, Forbes India listed him as one of the "5 top names to have on your Board". He was awarded for driving "Business Excellence" at the World Business Conclave 2016 in Hong Kong. Mr. Kaviratne brings with him extensive organisational, business, management, strategic planning and customer-based experience and knowledge.	Mr. Norio Saigusa is currently the Executive Vice President, Group CEO, Food Industry Group of Mitsubishi Corporation. He is concurrently a Non-executive Director of Thai Union Group Public Company Limited, a global seafood leader involved in the manufacture, import and distribution of seafood-based food products based in Thailand. He joined Mitsubishi Corporation in 1985 and has since been engaged in the food business. He has played various managerial roles in Mitsubishi Corporation in Tokyo as well as in its overseas offices, including Germany and Thailand. Prior to his current position, he was the President of Mitsubishi Company (Thailand), Ltd. and Thai-MC Company Limited in 2017 after he was promoted to the Division COO of Living Essential Resources Division in 2016.	Mr. Sanjiv Misra 's career in investment banking spanned mergers and acquisitions advisory, capital markets and restructuring in the US and Asia Pacific. Over this period, he held several senior roles at Goldman Sachs, Salomon Brothers/ Salomon Smith Barney and Citigroup in New York, Hong Kong and Singapore. These roles included Head of Asia Pacific Investment Corporate and Investment Banking at Citigroup and CEO of Citi's institutional businesses based in Singapore. He has subsequently been deeply engaged in investing in private markets; board roles at corporates, national educational, cultural and healthcare institutions in Singapore. These board roles include Singapore Management University, National University Healthcare System, Edelweiss Financial Services Ltd and OUE Hospitality Trust. Mr. Misra is also an active investor in early stage growth companies globally.	Mr. Sunny Verghese was with the Kewalram Chanrai Group (KC Group) and in 1989 was mandated to start the Company with a view to building an agricultural products business for the KC Group. Before joining the KC Group, he worked for Unilever in India. Mr. Verghese previously chaired CitySpring Infrastructure Management Pte Ltd, a listed Business Trust in Singapore and was also a Commissioner of the Business & Sustainable Development Commission (BSDC). Mr. Verghese has won several awards including 'Outstanding Chief Executive' at the Singapore Business Awards in 2007, 'Ernst & Young Entrepreneur of the Year' for Singapore in 2008 and 'Best CEO of the Year 2011' at the Singapore Corporate Awards. He was also awarded the Public Service Medal by the Government of the Republic of Singapore in 2010.	Mr. Yap Chee Keong's career included being the Executive Director of The Straits Trading Company Limited and the Chief Financial Officer of Singapore Power Ltd. Mr. Yap has also worked in various senior management roles in multinational and listed companies. He was a board member of the Accounting and Corporate Regulatory Authority and a member of the Public Accountants Oversight Committee, the MAS/ SGX/ACRA Work Group to review the Guidebook for Audit Committees in Singapore and the MAS/ SGX/ACRA/SID Review Panel to develop a Guide for Board Risk Committees in Singapore.
Nil	87,288 ordinary shares	Nil	141,353 ordinary shares	163,517,944 ordinary shares	167,571 ordinary shares
Nil	Nil	Nil	Nil	Nil	Nil
Nil	Nil	Nil	Nil	Nil	Nil
Yes	Yes	Yes	Yes	Yes	Yes

Other Principal Commitments Including Directorships

Name of Director	Dr. Ajai Puri	Ms. Marie Elaine Teo	Dr. Joerg Wolle	Mr. Kazuo Ito	Mr. Lim Ah Doo
Past (for the last 5 years)	• Olam International Limited • Tate and Lyle PLC	• Caregivers Alliance Ltd (Director) • CIMB Group Holdings Berhad (Member, International Advisory Panel) • Olam International Limited	• DKSH Holding Ltd. (Chairman and President & CEO) • Diethelm Keller Holding Ltd. • Louis Dreyfus Company B.V. • Kuehne + Nagel International Ltd. • Olam International Limited	• Nosan Corporation • Olam International Limited • Princes Holding (Rotterdam) B.V. • Princes Limited • YSW Co. Ltd • Princes Foods B.V. • Princes Tuna (Mauritius) Limited	• ARA Trust Management (Cache) Limited (formerly known as ARA-CWT Trust Management (Cache) Limited. trustee manager of Cache Logistics Trust) • Olam International Limited • SembCorp Marine Ltd • Singapore Technologies Marine Ltd • SM Investments Corporation • Commissioner to the High-Level Commission on Carbon Pricing and Competitiveness by World Bank Group • STT GDC Pte. Ltd.
Present	Listed company Director: • IMI PLC • Britannia Industries Ltd Non-listed company Director: • Califa Farms LP • Firmenich S.A. • Global Alliance for Improved Nutrition (G.A.I.N.)	Listed company Director: • G. K. Goh Holdings Limited • Monde Nissin Corporation Non-listed company • Amiradou Pte Ltd (Director) • ICHX Tech Pte Ltd (Director) • Mapletree Investments Pte Ltd (Director) • Mapletree Oakwood Holdings Pte Ltd (Director) • Tantallon Capital Advisors (Senior Advisor) • The Teng Ensemble Ltd (Chairman)	Listed company Chairman: • Kuehne + Nagel International Ltd. • Klingelnberg AG Non-listed company • Kuehne Holding Ltd. (Director) • Kuehne Foundation (Member, Board of Trustees)	Listed company • Nil Non-listed company • Mitsubishi Corporation (Division Chief Operating Officer, Global Fast Moving Consumer Goods Division, Food Industry Group) • MC Agri Alliance Limited (Director) • Princes Limited	Listed company Director: • GDS Holdings Ltd • GP Industries Ltd • Singapore Technologies Engineering Ltd Non-listed company Director: • Singapore Technologies Telemedia Pte Ltd • STT Communications Ltd • STT Global Data Centres India Private Limited • U Mobile Sdn Bhd • Virtus HoldCo Limited

Mr. Nagi Adel Hamiyeh

Director:

- Aquarius Healthcare Investments Pte. Ltd.
- Canopus Healthcare Investments Pte. Ltd.
- Carinus Healthcare Investments Pte. Ltd.
- Gallienus Healthcare Investments Pte. Ltd.
- Imperius Healthcare Investments Pte. Ltd.
- Lebanese International Finance Executives
- Olam International Limited
- Polaris Healthcare Investments Pte. Ltd.
- Sheares Healthcare China Holdings Pte. Ltd.
- Sheares Healthcare Group Pte. Ltd.
- Sheares Healthcare Holdings Pte. Ltd.
- Sheares Healthcare International Holdings Pte. Ltd.
- Sheares Healthcare Management Pte. Ltd.
- Sigma Healthcare Management Pte. Ltd.
- Sirius Healthcare Investments Pte. Ltd.
- Tana Africa Capital Limited
- Tana Africa Investment Managers Limited
- Valerius Healthcare Investments Pte. Ltd.

Listed company

- Sembcorp Industries Ltd (Director)

Non-listed company

- Temasek International (Joint Head of Investment Group and Head, Portfolio Development)

Director:

- CapitaLand Limited
- CLA Real Estate Holdings Pte. Ltd.
- Dream International BV
- ofi Group Limited
- Startree Investments Pte Ltd

Mr. Nihal Vijaya Devadas Kaviratne CBE

- DBS Group Holdings Ltd
- DBS Bank Ltd
- DBS Foundation Ltd
- Akzo Nobel India Limited
- Olam International Limited
- SATS Ltd

Listed company

Director:

- GlaxoSmithKline Pharmaceuticals Ltd
- StarHub Ltd

Non-listed company

- SATS Advisory Panel for Indonesia (Chairman)
- Caraway Pte. Ltd. (Chairman)
- Senior Advisor for South East Asia, Bain & Company
- Private Sector Portfolio Advisory Committee in India of the UK Government's Department for International Development (Member)
- Corporate Resilience Advisory Council, McKinsey & Company, Inc. (Member)

Mr. Norio Saigusa

- Mitsubishi Corporation LT (Thailand) Co., Ltd.
- Olam International Limited
- Thai Metal Processing Co., Ltd.
- Tri Petch Isuzu Sales Co., Ltd.
- Tri Petch Isuzu Leasing Co., Ltd.
- IVICT (Thailand) Company Limited.
- MCC Development Corporation
- Mitsubishi Cement Corporation
- MC Agri Alliance Ltd.
- Thai Kurabo Co., Ltd
- Thai Bridgestone Co., Ltd.
- Bridgestone Sales (Thailand) Co., Ltd.
- Mitsubishi Company (Thailand) Ltd.
- Thai-MC Company Limited

Listed company

- Thai Union Group Public Company Limited (Director)

Non-listed company

- Mitsubishi Corporation (Executive Vice President & Group CEO, Food Industry Group)

Mr. Sanjiv Misra

- Edelweiss Financial Services Ltd
- Edelweiss Capital (Singapore) Pte Ltd
- National University Health System
- Olam International Limited

Listed company

- Nil

Non-listed company

- Apollo Global Management, LLC (Chairman of the Asia Pacific Advisory Board)
- Clifford Capital Pte. Ltd. (Chairman)
- Clifford Capital Holdings Pte. Ltd. (Chairman)
- Clix Capital Services Private. Limited (Non-executive Director)
- Bayfront Infrastructure Management Pte. Ltd. (Chairman)
- EDBI Pte Ltd (Director and Chairman, Audit Committee)
- Singapore Symphony Group (Director and Member, Investment Committee)
- Phoenix Advisers Pte. Ltd. (President and Director)
- Partners Capital Investment Group Holdings LLP (Non-executive Director)
- Partners Capital Investment Group Holdings LLC (Non-executive Director)

Mr. Sunny George Verghese

- Chairman of World Business Council for Sustainable Development (WBCSD)
- Member of Emerging Stronger Task Force (EST), Government of Singapore

Listed company

- Nil

Non-listed company

- Human Capital Leadership Institute Pte Ltd (Chairman)
- JOil (S) Pte Ltd (Chairman)
- Singapore Management University Board of Trustee (Member)
- Policy Advisory Council for the Australian Centre for International Agricultural Research (Member)
- Caraway Pte. Ltd. (Director)
- ofi Group Limited

Mr. Yap Chee Keong

- Maxeon Solar Technologies Ltd
- Certis CISCO Security Pte Ltd
- Citibank Singapore Ltd
- Malaysia Smelting Corporation Berhad
- Rahman Hydraulic Tin Sdn Bhd
- The Straits Trading Company Limited
- ARA Asset Management Limited
- CityNet Infrastructure Management Pte Ltd (Trustee-Manager of NetLink Trust)
- Accounting & Corporate Regulatory Authority
- Public Accountants Oversight Committee (Board Committee of ACRA)
- Interoil Corporation
- Olam International Limited

Listed company

Director:

- Sembcorp Marine Ltd (Deputy Chair)
- Sembcorp Industries Ltd
- Shangri-La Asia Limited

Non-listed company

Director:

- Aviva Singlife Holdings Pte. Ltd.
- Ensign Infosecurity Pte Ltd
- MediaCorp Pte Ltd
- PIL Pte. Ltd.
- The Assembly of Christians of Singapore Ltd

Information required pursuant to Listing Rule 704(7) or Catalist Rule 704(6)

Name of Director	Dr. Ajai Puri	Ms. Marie Elaine Teo	Dr. Joerg Wolle
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No	No
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No	No
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:			
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No	No	No
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No	No
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere,	No	No	No
in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?			
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No	No

Mr. Kazuo Ito	Mr. Lim Ah Doo	Mr. Nagi Adel Hamiyeh	Mr. Nihal Vijaya Devadas Kaviratne CBE	Mr. Norio Saigusa	Mr. Sanjiv Misra	Mr. Sunny George Verghese	Mr. Yap Chee Keong
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	No	No	No	No	No	No	No
No	Yes, please refer to Appendix 1.	No	No	No	No	No	No
No	Yes, please refer to Appendix 1.	No	No	No	No	No	No
No	Yes, please refer to Appendix 1.	No	No	No	No	No	No
No	Yes, please refer to Appendix 1.	No	No	No	No	No	No
No	No	No	No	No	No	No	No

Appendix 1 to the Addendum

Mr. Lim Ah Doo

Linc Energy Ltd

Mr Lim was an independent and non-executive director of Linc Energy Ltd ("**Linc**") from 23 November 2013 to 23 June 2015. Linc is a global oil and gas company with a broad portfolio of oil, gas and coal assets. Linc announced on 15 April 2016 that it entered into voluntary administration and appointed administrators working with the company's management team to understand the options available which might potentially include a restructure of the company. Linc subsequently entered into liquidation on 23 May 2016.

PT Indosat

Mr Lim was non-executive Independent Commissioner of PT Indosat Tbk ("**PT Indosat**") from December 2002 to August 2008, and Chairman of Audit committee from June 2004 to June 2008. In November 2007, PT Indosat along with 6 other Indonesian telecommunications companies were investigated by Indonesia's anticompetition, KKPU, on allegations of price-fixing of charges for short text messages and breach of Anti-monopoly Law of Indonesia. PT Indosat and 8 other companies were also investigated by KKPU of concern of breaches of Article 27(a) of the Anti-monopoly law of Indonesia. There was no finding of breach of law by PT Indosat at the time Mr Lim left PT Indosat.

Asian Agri

Mr Lim was president of RGM International Pte Ltd ("**RGMI**") from October 2003 to June 2007 and non-executive vice chairman of RGMI from June 2007 to November 2008. Mr Lim was also acting president of AAA Oils and Fats Pte Ltd ("**AAA**") from June 2007 to November 2007 and non-executive deputy chairman of AAA from November 2007 to November 2008. RGMI provides strategy services and support to a global group of independent companies (the "**RGM** Group") operating in the resources development sector. Each business group within the RGM group operates independently with its own holding company and directors responsible for the operation of that business group. Asian Agri is a member of the RGM group and AAA is a member of Asian Agri.

Certain Indonesian companies of Asian Agri operating in Indonesia were investigated by the tax authorities of Indonesia in November 2006 for alleged non-payment of certain tax. The tax authorities of Indonesia had not confirmed any findings of breach of law at the time when Mr Lim left the RGM Group in November 2008. Mr Lim was not a member of the board nor was he concerned with the management of the companies under investigation.

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Proxy Form

Olam Group Limited

(Company Registration No. 202180000W)
(Incorporated in The Republic of Singapore)

IMPORTANT:
For investors holding shares of Olam Group Limited through relevant intermediaries (as defined under Section 181 of the Companies Act 1967 of Singapore), including CPF/SRS investors, this Proxy Form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them. Such investors should approach their relevant intermediary as soon as possible to specify voting instructions. CPF/SRS investors should approach their respective CPF Agent Banks or SRS Operators at least **seven (7) days** before the Meeting (i.e. by **Wednesday, 13 April 2022, 5.00 p.m.**) to ensure that their votes are submitted.

(Please see notes overleaf before completing this Form)

*I/We, ____________________ (*NRIC/Passport/Co. Reg No.____________________)

Of ____ (Address)

being a *member/members of Olam Group Limited (the "**Company**"), hereby appoint

Name	Email Address	NRIC/Passport No.	Proportion of Shareholding (%)

*and/or

Name	Email Address	NRIC/Passport No.	Proportion of Shareholding (%)

or failing whom, the Chairman of the First Annual General Meeting of the Company (the "**Meeting**"), as *my/our proxy/proxies to vote for *me/us on *my/our behalf at the Meeting to be convened and held by way of electronic means on **Monday, 25 April 2022** at **2.00 p.m. (Singapore time)**, and at any adjournment thereof. *I/We direct *my/our proxy/proxies to vote for or against or to abstain from voting on the Resolutions proposed at the Meeting as indicated hereunder. If no specific direction as to voting or abstention is given or in the event of any other matter arising at the Meeting and at any adjournment thereof, the proxy/proxies may vote or abstain from voting at his/her own discretion.

No.	Resolutions relating to:	For	Against	Abstain
	Ordinary Business			
1.	Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2021 ("**FY2021**") together with the Auditors' Report thereon			
2.	Re-election of Mr. Lim Ah Doo as a Director retiring under Regulation 113			
3.	Re-election of Dr. Ajai Puri as a Director retiring under Regulation 113			
4.	Re-election of Ms. Marie Elaine Teo as a Director retiring under Regulation 113			
5.	Re-election of Dr. Joerg Wolle as a Director retiring under Regulation 113			
6.	Re-election of Mr. Kazuo Ito as a Director retiring under Regulation 113			
7.	Re-election of Mr. Nagi Hamiyeh as a Director retiring under Regulation 113			
8.	Re-election of Mr. Nihal Vijaya Devadas Kaviratne CBE as a Director retiring under Regulation 113			
9.	Re-election of Mr. Norio Saigusa as a Director retiring under Regulation 113			
10.	Re-election of Mr. Sanjiv Misra as a Director retiring under Regulation 113			
11.	Re-election of Mr. Yap Chee Keong as a Director retiring under Regulation 113			
12.	Re-election of Mr. Sunny George Verghese as a Director retiring under Regulation 113			
13.	Approval of payment of Directors' fees of up to S$3,300,000 for the financial year ending 31 December 2022.			
14.	Approval of the payment of one-off special fees of S$1,750,000 for FY2021			
15.	To re-appoint Messrs Ernst & Young LLP as the auditors of the Company and to authorise the Directors to fix their remuneration.			
	Special Business			
16.	General authority to issue Shares			
17.	Authority to issue Shares under the OG Share Grant Plan			

(If you wish your proxy/proxies to exercise all your votes "For" or "Against" or to "Abstain" from the relevant Resolution, please tick [✓] within the box provided. Alternatively, if you wish your proxy/proxies to exercise your votes both "For", "Against" or to "Abstain" from the relevant Resolution, please indicate the number of Shares in the boxes provided.)

Dated this ____________ day of ____________ 2022

Total number of Shares Held

____

Signature of Shareholder(s) or
Common Seal of Corporate Shareholder

* Delete where inapplicable

IMPORTANT: Please read the notes overleaf before completing this Proxy Form.

Personal Data Privacy:

By submitting an instrument appointing a proxy, the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 8 April 2022.

Notes:

1. Please insert the total number of Shares held by you in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001 (2020 Revised Edition) of Singapore). If no number is inserted, the instrument appointing a proxy shall be deemed to relate to all the Shares held by you.

2. A member of the Company (other than a Relevant Intermediary (as defined in the Notice of AGM)) entitled to attend and vote at a meeting of the Company is entitled to appoint one (1) or two (2) proxies to attend and vote instead of him/her. A proxy need not be a member of the Company. Any appointment of a proxy by a member attending the Meeting shall be null and void and such proxy shall not be entitled to vote at the Meeting.

3. Where a member (other than a Relevant Intermediary (as defined in the Notice of AGM)) appoints two (2) proxies, the appointments shall be invalid unless he/she specifies the proportion of his/her shareholding (expressed as a percentage of the whole) to be represented by each proxy. A Relevant Intermediary may appoint more than two (2) proxies to attend and vote at a meeting of the Company, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by him (which number or class of Shares shall be specified).

4. The instrument appointing a proxy must be deposited by post to the office of the Share Registrar of the Company at 1 Harbourfront Avenue, #14-07 Keppel Bay Tower, Singapore 098632, or by electronic mail to oglagm2022@boardroomlimited.com enclosing a clear scanned completed and signed Proxy Form, and must be received by the Company not less than 72 hours before the time appointed for the Meeting.

5. (i) The instrument appointing a proxy must be under the hand of the appointor or of his/her/its attorney duly authorised in writing.

   (ii) Where the instrument appointing a proxy is executed by a corporation, it must be executed either under its seal or under the hand of an officer or attorney duly authorised.

   (iii) Where the instrument appointing a proxy is signed on behalf of the appointor by an attorney, the letter or the power of attorney or other authority, if any, or a duly certified true copy thereof shall (failing previous registration with the Company) be duly stamped (if required by law) and be deposited by post to the office of the Share Registrar, or by electronic mail to oglagm2022@boardroomlimited.com and must be received by the Company not less than 72 hours before the time for holding the Meeting or adjourned meeting at which the person named in the instrument proposes to vote and in default the instrument of proxy shall not be treated as valid.

General:

The Company shall be entitled to reject the instrument appointing a proxy if it is incomplete, unsigned, improperly completed or illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy. The Company shall not be responsible to confirm nor be liable for the rejection of any incomplete or invalid proxy instrument. In addition, the Company shall reject any instrument appointing a proxy lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

Stay up to date

olamgroup.com

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Olam

Transforming to serve a changing world

Financial Report
Olam Group Limited
Annual Report 2021

About Olam

Olam is a leading food and agribusiness supplying food, ingredients, feed and fibre to 20,900 customers worldwide. Our value chain spans over 60 countries and includes farming, origination, processing and distribution operations.

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

Headquartered and listed in Singapore, Olam currently ranks among the top 30 largest primary listed companies in Singapore in terms of market capitalisation on SGX-ST and we are a Fortune Global 500 company.

Since June 2020, Olam has been included in the FTSE4Good Index Series, a global sustainable investment index series developed by FTSE Russell, following a rigorous assessment of its supply chain activities, impact on the environment and governance transparency. The FTSE4Good Index Series identifies companies that demonstrate strong environmental, social and governance (ESG) practices and is used by a variety of market participants to create and assess responsible investment funds.

About this report

Our 2021 report is made up of three chapters: Strategy Report, Governance Report and Financial Report.

Financial Report: Our statutory accounts and notes are enclosed within this chapter. It should be read in conjunction with the Strategy Report to give a balanced account of internal and external factors.

Strategy Report

Governance Report

Financial Report

The full report is available online at olamgroup.com/investors

Image disclaimer

A number of images used in this report were taken prior to COVID-19. In some instances, images have been used from other Olam locations to illustrate programmes which we have been unable to photograph because of COVID-19 restrictions.

What You Should Know About the Financial Report FY2021

The Company was listed on the Mainboard of the SGX-ST on 16 March 2022 following the implementation of a scheme of arrangement (the "Scheme") proposed by Olam International Limited ("OIL") to its shareholders under Section 210 of the Companies Act 1967, as described in OIL's circular to shareholders dated 27 January 2022 (the "Scheme Circular").

As announced in the Scheme Circular, OIL had undertaken an exercise to reorganise its diverse business portfolio into three new operating groups – Olam Food Ingredients ("ofi"), Olam Global Agri (now known as Olam Agri) and the remaining businesses (comprising the gestating businesses and the businesses carried out by Olam Ventures Pte. Ltd. and Olam Technology and Business Services Pte. Ltd.). This re-organisation was initiated to simplify OIL's portfolio, sharpen its focus, and unlock long-term value.

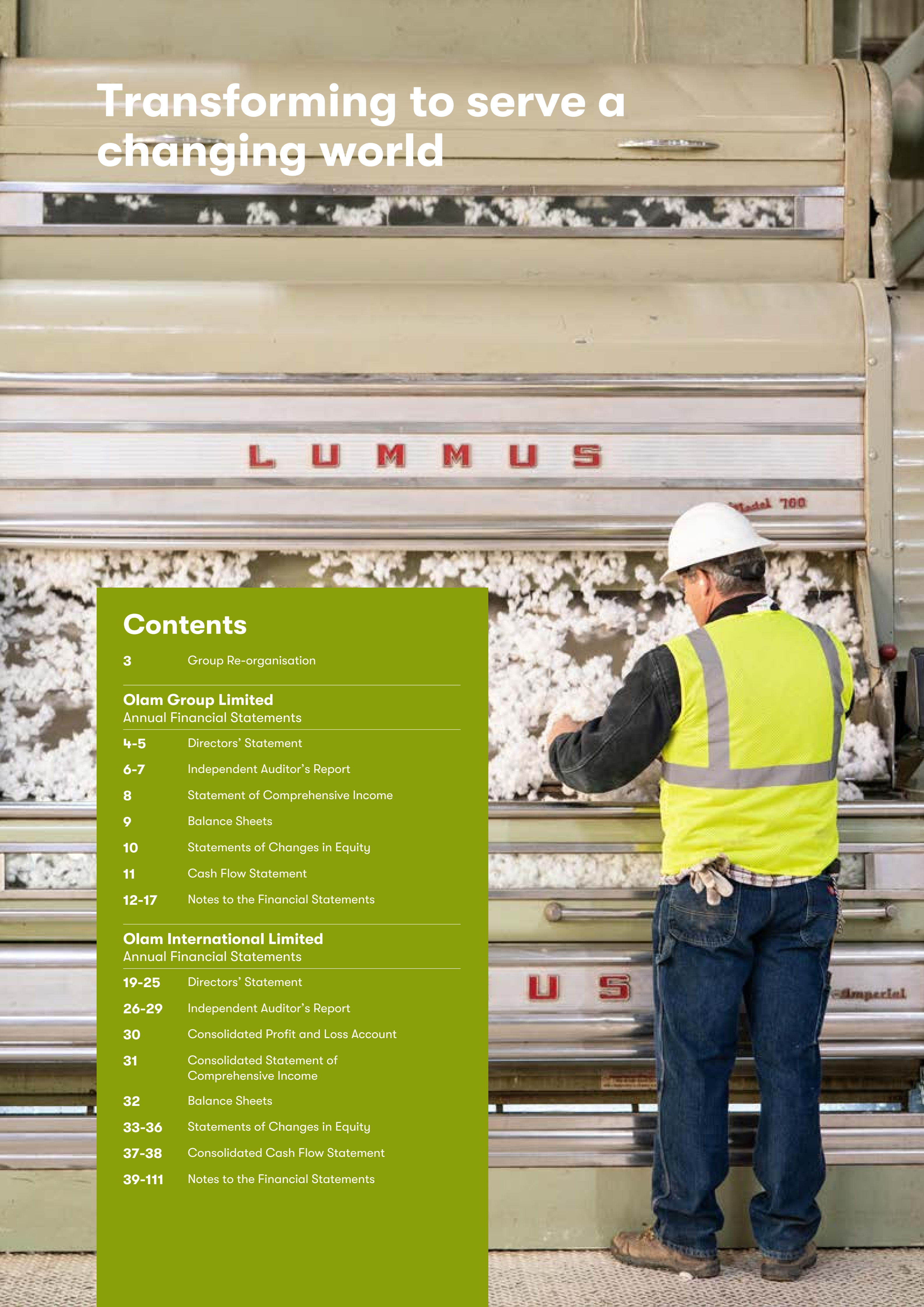
At the Extraordinary General Meeting of OIL held on 18 February 2022, the shareholders of OIL approved, inter alia, the Scheme. As announced by OIL on 3 March 2022, the Scheme was sanctioned by the High Court of the Republic of Singapore, and was to become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore.

On 15 March 2022, OIL issued an announcement stating that a copy of the Scheme Court Order will be lodged with the Registrar of Companies on 15 March 2022, and the Scheme would therefore become effective and binding on 15 March 2022. Upon the Scheme taking effect, the entire issued share capital of OIL was held indirectly by the Company.

On 16 March 2022, the Company commenced trading on the Mainboard of the SGX-ST, and OIL was delisted from the SGX-ST on the same date.

The Company has included in the Financial Report of the Annual Report, the Olam International Limited Directors' Statement and the audited consolidated financial statements for the financial year ended 31 December 2021 ("FY2021") together with the Auditors' Report thereon and the Olam Group Limited Directors' Statement and the audited financial statements for the FY2021 together with the Auditors' Report thereon. The Financial Report may also be read on our website at olamgroup.com/investors/investor-library.html.

Transforming to serve a changing world



Contents

Group Re-organisation

Olam International Limited ("OIL") had on 20 January 2020 announced that it would pursue a group reorganisation exercise of its portfolio of businesses into two new operating groups, Olam Food Ingredients ("ofi") and Olam Global Agri ("Olam Agri"), with the remaining business housed under Olam International Limited. This re-organisation was initiated to simplify OIL's portfolio, sharpen its focus, and unlock long-term value via a proposed carve-out, IPO and demerger of the two operating groups (the "Proposed Transactions").

On 14 December 2021, OIL announced that it is proposing to seek the approval of its shareholders to carry out the Proposed Transactions in relation to the proposed restructuring of OIL by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (the "Scheme"). As part of the Scheme, Olam Group Limited ("OGL"), which was incorporated on 26 August 2021, will succeed OIL as the new public limited company trading on Singapore Exchange Securities Trading Limited ("SGX-ST") and the concurrent delisting of OIL.

The circular in relation the Proposed Transactions through various corporate actions including the Scheme, proposed dividend in specie, proposed disposals, dilution and demerger as part of the group re-organisation exercise; and seeking for shareholders' approval through an extraordinary general meeting ("EGM"), was issued on 27 January 2022 (the "Circular"). The Circular stated that the intended OGL Directors as at the Scheme Effective Date are the same as the Directors of OIL. The EGM was held on 18 February 2022 and was approved by shareholders.

On 3 March 2022, the Court had sanctioned the Scheme and the Scheme shall become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore. Other key information included Scheme effective date on 15 March 2022 and commencement of trading of OGL on 16 March 2022 on SGX-ST and concurrent delisting of OIL.

On 15 March 2022, OIL issued an announcement on Scheme effectiveness and the listing and quotation of OGL Shares on the Mainboard of the SGX-ST on 16 March 2022. OGL Directors similar to the OIL Directors were appointed.

On 16 March 2022, OGL commenced trading on the Mainboard of the SGX-ST, and succeeded OIL as the listed entity.

Directors' Statement

The director is pleased to present their statement to the member together with the audited financial statements of Olam Group Limited (the "Company") for the financial period from 26 August 2021 (date of incorporation) to 31 December 2021.

Opinion of the director

In the opinion of the director,

(i) the financial statements of the Company are drawn up so as to give a true and fair view of the financial position of the Company as at 31 December 2021 and the financial performance, changes in equity and cash flows of the Company for the period from 26 August 2021 (date of incorporation) to 31 December 2021; and

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

Directors

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

Lim Ah Doo	(Appointed on 15 March 2022)
Ajai Puri (Dr.)	(Appointed on 15 March 2022)
Joerg Wolle (Dr.)	(Appointed on 15 March 2022)
Kazuo Ito	(Appointed on 15 March 2022)
Marie Elaine Teo	(Appointed on 15 March 2022)
Nagi Adel Hamiyeh	(Appointed on 15 March 2022)
Nihal Vijaya Devadas Kaviratne CBE	(Appointed on 15 March 2022)
Norio Saigusa	(Appointed on 15 March 2022)
Sanjiv Misra	(Appointed on 15 March 2022)
Yap Chee Keong	(Appointed on 15 March 2022)
Sunny George Verghese	(Appointed on 26 August 2021)

Arrangements to enable directors to acquire shares and debentures

Except as disclosed in the financial statements, neither at the end of nor at any time during the financial period was the Company a party to any arrangement whose object is to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

Directors' interests in shares and debentures

The following directors, who held office at the end of the financial period, had, according to the register of directors' shareholdings required to be kept under section 164 of the Companies Act 1967, an interest in shares and share options of the Company and related corporations (other than wholly-owned subsidiaries) as stated below:

	Held in the name of the director		Deemed interest	
	As at 26.8.2021	As at 31.12.2021	As at 26.8.2021	As at 31.12.2021
The Company				
Ordinary shares				
Sunny George Verghese	1	1	–	–

Except as disclosed in this statement, no other director who held office at the end of the financial period had interests in shares, share options, warrants or debentures of the Company, or of related corporations, either at the beginning of the financial period, or date of appointment if later, or at the end of the financial period.

Auditor

Ernst & Young LLP have expressed their willingness to accept re-appointment as auditor.

On behalf of the board of directors,

Lim Ah Doo
Director

Sunny George Verghese
Director

Singapore
16 March 2022

Independent Auditor’s Report

For the financial period from 26 August 2021 (date of incorporation) to 31 December 2021
Independent auditor’s report to the member of Olam Group Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Olam Group Limited (the “Company”), which comprise the balance sheet of the Company as at 31 December 2021, the statement of comprehensive income, statement of changes in equity and the cash flow statement of the Company for the period from 26 August 2021 (date of incorporation) to 31 December 2021, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements of the Company, the balance sheet, the statement of comprehensive income and the statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the “Act”) and Financial Reporting Standards in Singapore (“FRSs”) so as to give a true and fair view of the financial position of the Company as at 31 December 2021 and of the financial performance, changes in equity and cash flows of the Company for the period from 26 August 2021 (date of incorporation) to 31 December 2021.

Basis for Opinion

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

Other information

Management is responsible for other information. The other information comprises the general information and Directors’ Statement set out on pages 4 to 5.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

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

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

The directors’ responsibilities include overseeing the Company’s financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

– Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

– Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

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

– Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Christopher Wong.

Ernst & Young LLP
Public Accountants and
Chartered Accountants
Singapore
16 March 2022

Statement of Comprehensive Income

For the financial period from 26 August 2021 (date of incorporation) to 31 December 2021

There is no Statement of Comprehensive Income for the 31 December 2021 as the Company remains to be dormant since date of incorporation.

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Balance Sheet

As at 31 December 2021

	Note	2021 US$
ASSETS		
Current assets		
Cash balance	4	1
		1
Total assets		1
EQUITY ATTRIBUTABLE TO THE OWNERS OF THE COMPANY		
Share capital	5	1
Total equity		1

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statement of Changes in Equity

For the financial period from 26 August 2021 (date of incorporation) to 31 December 2021

	Share capital (Note 5) US$	Total US$
At 26 August 2021 (date of incorporation)		
Issuance of ordinary shares (Note 5)	1	1
Total other comprehensive income for the year	–	–
Balance at 31 December 2021	1	1

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Cash Flow Statement

For the financial period from 26 August 2021 (date of incorporation) to 31 December 2021

	26.8.2021 to 31.12.2021 US$
Cash flows from operating activities:	
Profit before taxation	–
Operating cash flows before changes in working capital	–
Net cash flows generated from operating activities	–
Cash flows from financing activities:	
Proceeds from issuance of ordinary shares (Note 5)	1
Net cash generated from financing activities	1
Net increase in cash and cash equivalents	1
Cash and cash equivalents at 26 August 2021 (date of incorporation)	–
Cash and cash equivalents at 31 December (Note 4)	1

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Notes to the Financial Statements

For the financial period from 26 August 2021 (date of incorporation) to 31 December 2021

1. Corporate information

Olam Group Limited (the "Company" or "OGL") is a private limited liability company incorporated in the Republic of Singapore on 26 August 2021 and converted into a public company limited by shares on 8 December 2021. The Company comprise one (1) ordinary share held by Sunny George Verghese, Co-Founder, Group CEO and Executive Director, as the Subscriber Shareholder on trust for and on behalf of the Company.

The registered office and the principal place of business is located at 7 Straits View, Marina One East Tower, #20-01, Singapore 018936.

The principal activities are wholesale trade of variety of goods without a dominant product, wholesale on a fee or commission basis. The Company is dormant as at 31 December 2021.

Related company is referred to Olam International Limited ("Olam") which is deemed to be related through shareholdings by a common director.

2. Summary of significant accounting policies

2.1 Basis of preparation

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in United States Dollars (USD or US$).

2.2 Changes in accounting policies

The Company has adopted all the new and amended standards which are relevant to the Company and are effective for annual financial periods beginning on or after 26 August 2021. The adoption of these standards and interpretations did not have any effect on the financial performance or position of the Company.

2.3 Standards issued but not yet effective

The Company has not adopted the following standards applicable to the Company that have been issued but not yet effective:

Description	Effective for annual periods beginning on or after
Amendments to FRS 109, FRS 39, FRS 107, FRS 104 and FRS 116 *Interest Rate Benchmark Reform – Phase 2*	1 January 2021
Amendments to FRS 116 *Covid-19 Related Rent Concessions beyond 30 June 2021*	1 April 2021
Amendments to FRS 103 *References to the Conceptual Framework in FRS Standards*	1 January 2022
Amendments to FRS 16 *Property, Plant and Equipment: Proceeds before Intended Use*	1 January 2022
Amendments to FRS 37 *Onerous Contracts – Costs of Fulfilling a Contract*	1 January 2022
Annual Improvements to FRSs 2018-2020	1 January 2022
Amendments to FRS 1 *Classification of Liabilities as Current or Non-current*	1 January 2023
Amendments to FRS 1 and FRS Practice Statements 2 *Disclosure of Accounting Policies*	1 January 2023
Amendments to FRS 8 *Definition of Accounting Estimates*	1 January 2023
Amendments to FRS 12 *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*	1 January 2023
FRS 117 *Insurance Contracts*	1 January 2023
Amendments to FRS 110 & FRS 28 *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	To be determined

The directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application.

2. **Summary of significant accounting policies** continued

2.4 Foreign currency

The financial statements are presented in United States Dollar (USD), which is also the Company's functional currency.

Transactions and balances

Transactions in foreign currencies are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting period are recognised in profit and loss.

2.5 Financial instruments

(a) Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when the Company becomes a party to the contractual provisions of the instruments. The Company determines the classification of its financial assets at initial recognition.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

Subsequent measurement – Amortised cost

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

De-recognition

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments, is recognised in profit or loss.

2. Summary of significant accounting policies continued

2.5 Financial instruments continued

(b) Financial liabilities

Initial recognition and measurement
Financial liabilities are recognised when, and only when, the Company becomes a party to the contractual provisions of the financial instrument. The Company determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement
After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

De-recognition
A financial liability is de-recognised when the obligation under the liability is discharged or cancelled or expires. On derecognition, the difference between the carrying amounts and the consideration paid is recognised in profit or loss.

2.6 Cash and cash equivalents

Cash and cash equivalents comprise cash and bank balances and short-term fixed bank deposits that are subject to an insignificant risk of changes in value. These also include bank overdrafts that form an integral part of the Company's cash management. Cash and cash equivalents carried in the balance sheets are classified and accounted as measured at amortised cost under FRS 109. The accounting policy for this category of financial assets is stated in Note 2.5.

2.7 Share capital and share issue expenses

Proceeds from issuance of ordinary shares net of directly attributable expenses are recognised as share capital in equity.

2.8 Taxes

(a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the end of the reporting period, in the countries where the Company operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(b) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

– Where the deferred tax liability arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

– In respect of taxable temporary differences associated with investments in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

2. **Summary of significant accounting policies** continued

2.8 Taxes continued

(b) **Deferred tax** continued

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- Where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither accounting profit nor taxable profit or loss; and
- In respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting period and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the end of each reporting period.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

2.9 Contingencies

A contingent liability is:

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or

(b) a present obligation that arises from past events but is not recognised because:

(i) It is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

(ii) The amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

Contingent liabilities and assets are not recognised on the balance sheet of the Company.

3. Significant accounting judgements and estimates

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

There were no significant areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements.

4. Cash and cash equivalents

Cash and cash equivalents consist of cash on hand amounting to US$1 as of 31 December 2021.

Cash and cash equivalent denominated in foreign currency as at 31 December are as follows:

	2021 US$
Singapore Dollars	1

5. Share capital

	2021	
	No. of shares	US$
Issued and fully paid:		
At 26 August 2021 (date of incorporation)	–	–
Issuance of new ordinary share	1	1
At 31 December	1	1

The holder of ordinary shares is entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions. The ordinary shares have no par value.

6. Related party transactions

There were no significant related party transactions entered into by the Company in the ordinary course of business.

Compensation of key management personnel

Key management personnel of the Company comprise the director of the Company. No remuneration or any other fees were paid to the director during the financial year.

7. Financial risk management objectives and policies

There are no risks for the financial year ended year ended 31 December 2021 as the Company is dormant.

8. Fair values of financial instruments

The current asset as disclosed on the balance sheet approximate their carrying amount because of their short-term nature.

9. Capital management

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may obtain new borrowings and/or rely on immediate holding company's financial support.

10. Subsequent event

On 20 January 2020, Olam International Limited ("Olam") (Note 1) announced that that it would pursue a group reorganisation exercise of its portfolio of businesses into two new operating groups: (1) Olam Food Ingredients ("ofi") which focuses on cocoa, coffee, dairy, edible nuts and spices; and (2) Olam Global Agri ("Olam Agri") which focuses on grains, animal feed, edible oils, rice, cotton, and commodity financial services, having proprietary and operating capabilities in farming, global origination, processing, trading, logistics, distribution and risk management; and (iii) Olam International Limited ("OIL") which focusses on gestating and infrastructure assets and the packaged foods business. This reorganisation was initiated to simplify Olam's portfolio, sharpen its focus, and unlock long-term value via a proposed carve-out, IPO and demerger of the two operating groups (the "Proposed Transactions").

Following from the above, on 14 December 2021, Olam announced that it is proposing to seek the approval of its shareholders to carry out the Proposed Transactions in relation to the proposed restructuring of Olam by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (the "Scheme"). As part of the Scheme, the Company will acquire all of the shares in the Company held by its shareholders through the Scheme. This would result in the Company taking over Olam as the new public limited company trading on SGX-ST and the concurrent delisting of the Company.

On 3 March 2022, the General Division of the High Court of Singapore sanctioned the Scheme and the Scheme shall become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore.

Accordingly, on 9 March 2022, Olam has submitted the request for suspension of trading of its shares on SGX-ST in connection with the Proposed Transactions by way of the Scheme with immediate effect.

On 15 March 2022, the shares in Olam was transferred to the Company. On 16 March 2022, the Company commenced trading on the Mainboard of the Singapore Exchange Securities Trading Limited and Olam was concurrently delisted.

11. Comparative figures

The financial statements cover the financial period from 26 August 2021 (date of incorporation) to 31 December 2021. This being the first set of audited financial statements, there are no comparative figures.

12. Authorisation of financial statements for issue

The financial statements for the period ended 31 December 2021 were authorised for issue in accordance with a resolution of the directors on 16 March 2022.

Olam International Limited and its subsidiary companies

Annual Financial Statements

For the financial year ended 31 December 2021

Directors' Statement

The directors are pleased to present their statement to the members together with the audited consolidated financial statements of Olam International Limited (the 'Company') and its subsidiary companies (the 'Group') and the balance sheet and statement of changes in equity of the Company for the financial year ended 31 December 2021.

1. Opinion of the directors

In the opinion of the directors,

(i) the financial statements set out on pages 14 to 95 are drawn up so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2021, changes in equity of the Group and of the Company, the financial performance and the cash flows of the Group for the financial year ended on that date; and

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

2. Directors

The director of the Company in office at the date of this statement is:-

Sunny George Verghese

3. Arrangements to enable directors to acquire shares and debentures

Except as disclosed in this report, neither at the end of nor at any time during the financial year ended 31 December 2021 was the Company a party to any arrangement whose objects are, or one of whose objects is, to enable the directors of the Company to acquire benefits by means of the acquisition of shares or debentures of the Company or any other body corporate.

4. Directors' interests in shares and debentures

According to the register of the directors' shareholdings, none of the directors holding office at the end of the financial year had any interest in the shares or debentures of the Company or its related corporations, except as follows:

	Held in the name of the director or nominee			Deemed interest		
Name of directors	As at 1.1. 2021 or date of appointment, if later	**As at 31.12.2021**	**As at 21.1.2022**	As at 1.1.2021 or date of appointment, if later	**As at 31.12.2021**	**As at 21.1.2022**
The Company						
Olam International Limited						
(a) Ordinary shares						
Lim Ah Doo [1]	139,300	**305,600**	**305,600**	–	**–**	**–**
Sunny George Verghese	136,530,385	**158,035,000**	**158,035,000**	–	**–**	**–**
Sanjiv Misra	45,799	**103,153**	**103,153**	–	**–**	**–**
Nihal Vijaya Devadas Kaviratne CBE	23,842	**59,388**	**59,388**	–	**–**	**–**
Yap Chee Keong	65,501	**128,571**	**128,571**	–	**–**	**–**
Marie Elaine Teo	47,482	**104,600**	**104,600**	–	**–**	**–**
Joerg Wolle (Dr.)	4,586	**25,398**	**25,398**	–	**–**	**–**
Ajai Puri (Dr.)	4,117	**32,794**	**32,794**	–	**–**	**–**

4. Directors' interests in shares and debentures continued

	Held in the name of the director or nominee			Deemed interest		
Name of directors	As at 1.1. 2021 or date of appointment, if later	**As at 31.12.2021**	**As at 21.1.2022**	As at 1.1.2021 or date of appointment, if later	**As at 31.12.2021**	**As at 21.1.2022**
Subsidiaries of the Company's ultimate holding company						
Temasek Group of companies						
(a) Mapletree Logistics Trust Management Ltd (Unit holdings in Mapletree Logistics Trust)						
Lim Ah Doo [1]	185,000	**215,200**	**215,200**	–	**–**	**–**
(b) Singapore Technologies Engineering Ltd (Ordinary Shares)						
Lim Ah Doo [1]	87,300	**99,900**	**99,900**	–	**–**	**–**
(c) Starhub Ltd (Ordinary Shares)						
Nihal Vijaya Devadas Kaviratne CBE	87,500	**123,400**	**123,400**	–	**–**	**–**
Sanjiv Misra [2]	60,000	**60,000**	**60,000**	–	**–**	**–**
(d) Mapletree Industrial Trust Management Ltd. (Ordinary Shares in Mapletree Industrial Trust)						
Marie Elaine Teo	11,800	**11,800**	**11,800**	–	**–**	**–**
(e) Astrea IV Pte Ltd (4.35% bonds due 2028)						
Yap Chee Keong	$250,000	**$250,000**	**$250,000**	–	**–**	**–**
(f) Astrea VI Pte Ltd (3.00 % bonds due 2031)						
Yap Chee Keong	–	**$30,000**	**$30,000**	–	**–**	**–**
(g) Ascott Residence Trust (3.88% fixed rate perpetual securities)						
Yap Chee Keong	$250,000	**$250,000**	**$250,000**	–	**–**	**–**
(h) SembCorp Marine Ltd						
Yap Chee Keong	–	**897,485**	**897,485**	–	**–**	**–**
(i) Musel Private Trust (Unit holdings)						
Marie Elaine Teo	800	**800**	**800**	–	**–**	**–**
(j) CapitaLand Integrated Commercial Trust Management Limited (Ordinary Shares in CapitaLand Integrated Commercial Trust (fka CapitaLand Commercial Trust))						
Sanjiv Misra [2]	111,618	**111,618**	**111,618**	–	**–**	**–**
(k) Mapletree Real Estate Advisors Pte. Ltd. (Unit holdings in Mapletree Europe Income Trust)						
Marie Elaine Teo [1]	–	**1,655**	**1,655**	–	**–**	**–**
(l) Mapletree US Logistics Private Trust (MUSLOG)						
Marie Elaine Teo	–	**300**	**300**	–	**–**	**–**

1. Held in trust by a trustee or nominee on behalf of the director.
2. Held in trust by Windsor Castle Holding Ltd for Sanjiv Misra and spouse.

5. Olam employee share option scheme and Olam share grant plan

The Company offers the following share plans to its employees:

(a) Olam Employee Share Option Scheme, and
(b) Olam Share Grant Plan.

These share plans are administered by the Nomination & Remuneration Committee ('NRC'), which comprises the following directors and co-opted member:-

Lim Ah Doo
Sanjiv Misra
Yap Chee Keong
Joerg Wolle (Dr.)
Norio Saigusa
Chan Wai Ching (Co-opted)

Olam Employee Share Option Scheme

The Olam Employee Share Option Scheme ('the ESOS') was approved by the shareholders on 4 January 2005 at the Extraordinary General Meeting of the Company. The ESOS Rules were amended on 29 October 2008 at the Extraordinary General Meeting of the Company. Under the amended rules, the directors (including Non-Executive directors and Independent directors) and employees of the Group are eligible to participate in the ESOS, and all subsequent options issued to the Group's employees and Executive directors shall have a life of ten years instead of five. For options granted to the Company's Non-Executive directors and Independent directors, the option period shall be no longer than five years. Controlling Shareholders and associates of Controlling Shareholders are not eligible to participate in the ESOS.

Pursuant to the voluntary conditional cash offer by Breedens International Pte Ltd approval was sought and granted on 8 April 2014 such that all outstanding options which have not been exercised at the expiry of the accelerated exercise period shall not automatically lapse and become null and void but will expire in accordance with their original terms. The ESOS has expired on 3 January 2015. The terms of the ESOS continue to apply to outstanding options granted under the ESOS. The ESOS rules amended on 29 October 2008 may be read in the Appendix 1 of the Company's circular dated 13 October 2008.

Details of all the options to subscribe for ordinary shares of the Company pursuant to the ESOS outstanding as at 31 December 2021 are as follows:-

	Exercise price ($)	Number of options
15 June 2022	1.76	15,907,000

Outstanding options under the Olam ESOS

The Company had on 14 December 2021 announced the proposed restructuring by way of a Scheme of Arrangement under Section 210 of the Companies Act 1967 (the "Scheme"), proposed listing of ofi Group Limited, and proposed demerger of the Olam Food Ingredients business (the "Announcement"). The Announcement described the ESOS outstanding in which information on how it would be addressed would be provided in the Circular to Shareholders (the "Circular", issued for purpose of the proposed restructuring and the terms and conditions upon which the Scheme will be implemented set out in the composite document to be released by the Company to the Shareholders).

5. **Olam employee share option scheme and Olam share grant plan** continued

Olam Share Grant Plan

The Company had adopted the Olam Share Grant Plan ('OSGP') at the 2014 Annual General Meeting, which was amended at the 2020 Annual General Meeting.

The OSGP helps retain staff whose contributions are essential to the well-being and prosperity of the Group and to give recognition to outstanding employees and executive directors of the Group who have contributed to the growth of the Group. The OSGP gives participants an opportunity to have a personal equity interest in the Company and will help to achieve the following positive objectives:

- motivate participants to optimise their performance standards and efficiency, maintain a high level of contribution to the Group and strive to deliver long-term shareholder value;
- align the interests of employees with the interests of the Shareholders of the Company;
- retain key employees and executive directors of the Group whose contributions are key to the long-term growth and profitability of the Group;
- instil loyalty to, and a stronger identification by employees with the long-term prosperity of, the Company; and
- attract potential employees with relevant skills to contribute to the Group and to create value for the Shareholders of the Company.

The OSGP was amended in May 2020 to enable non-executive directors of the Group (the 'Group Non-Executive Directors') to participate in the OSGP. The Company had also updated the OSGP to take into account the relevant changes to the Companies Act introduced since the OSGP was adopted to ensure consistency with the listing rules of the SGX-ST as well as to streamline and rationalise certain other provisions.

An employee's Award under the OSGP will be determined at the absolute discretion of the NRC. In considering an Award to be granted to an employee, the NRC may take into account, *inter alia*, the employee's performance during the relevant period, and his capability, entrepreneurship, scope of responsibility and skills set. The OSGP contemplates the award of fully-paid Shares, when and after pre-determined performance or service conditions are accomplished. Any performance targets set under the OSGP are intended to be based on longer-term corporate objectives covering market competitiveness, quality of returns, business growth and productivity growth. Examples of performance targets include targets based on criteria such as total shareholders' return, return on invested capital, economic value added, or on the Company meeting certain specified corporate target(s). It is also currently intended that a Retention Period, during which the Shares awarded may not be transferred or otherwise disposed of (except to the extent set out in the Award Letter or with the prior approval of the NRC), may be imposed in respect of Shares awarded to the employees under the OSGP.

In the case of a Group Non-Executive Director, no performance condition may be specified in relation to Awards granted to Group Non-Executive Directors under the OSGP. Where an award is to be made to a Group Non-Executive Director under the OSGP as part of his/her directors' remuneration in lieu of cash, approximately 30% (or such other percentage as may be determined for the relevant financial year) of his/her remuneration for a particular financial year will be paid out in the form of shares comprised in such awards (with the balance being paid out in cash). These awards will consist of the grant of fully paid shares outright, with no performance conditions attached and no vesting periods imposed.

Outstanding awards under the OSGP

The Company had on 14 December 2021 announced the proposed restructuring by way of a Scheme of Arrangement under Section 210 of the Companies Act 1967 (the "Scheme"), proposed listing of ofi Group Limited, and proposed demerger of the Olam Food Ingredients business (the "Announcement"). The Announcement described the outstanding Performance Share Awards and Restricted Share Awards in which information on how it would be addressed would be provided in the Circular to Shareholders (the "Circular", issued for purpose of the proposed restructuring and the terms and conditions upon which the Scheme will be implemented set out in the composite document to be released by the Company to the Shareholders).

5. **Olam employee share option scheme and Olam share grant plan** continued

Olam Share Grant Plan continued

Details of the Awards granted (including to the directors), are as follows:-

Type of Grant	**Performance share awards ('PSA')**	**Restricted share awards ('RSA')**
Date of Grant	**9 April 2021**	**9 April 2021**
Number of Shares which are subject of the Awards granted	**16,262,314**	**9,767,329**
Number of employees receiving Shares Awards	**798**	**798**
Market Value of Olam Shares on the Date of Grant	**1.75**	**1.75**
Number of Shares awarded granted to directors of the Company	**Sunny George Verghese** **912,214**	**Sunny George Verghese** **547,329**
	45,611#	**27,366#**
Vesting Date of Shares awarded	**April 2024**	**Tranche 1 – 25%: 1 April 2022** **Tranche 2 – 25%: 1 April 2023** **Tranche 3 – 25%: 1 April 2024** **Tranche 4 – 25%: 1 April 2025**

Type of Grant	Performance share awards ('PSA')	Restricted share awards ('RSA')
Date of Grant	3 April 2020	3 April 2020
Number of Shares which are subject of the Awards granted	16.443,135	9,736,488
Number of employees receiving Shares Awards	767	767
Market Value of Olam Shares on the Date of Grant	$1.36	$1.36
Number of Shares awarded granted to directors of the Company	Sunny George Verghese 1,213,235	Sunny George Verghese 720,588
	60,662#	27,022#
Vesting Date of Shares awarded	April 2023	Tranche 1 – 25%: 1 April 2021 Tranche 2 – 25%: 1 April 2022 Tranche 3 – 25%: 1 April 2023 Tranche 4 – 25%: 1 April 2024

Type of Grant	Performance share awards ('PSA')	Restricted share awards ('RSA')
Date of Grant	12 April 2019	12 April 2019
Number of Shares which are subject of the Awards granted	7,974,087	4,946,477
Number of employees receiving Shares Awards	661	661
Market Value of Olam Shares on the Date of Grant	$1.98	$1.98
Number of Shares awarded granted to directors of the Company	Sunny George Verghese 368,687	Sunny George Verghese 367,677
	18,434#	9,192#
Vesting Date of Shares awarded	April 2022	Tranche 1 – 25%: 1 April 2020 Tranche 2 – 25%: 1 April 2021 Tranche 3 – 25%: 1 April 2022 Tranche 4 – 25%: 1 April 2023

Type of Grant	Restricted share awards ('RSA')	
Date of Grant	16 April 2018	12 April 2018
Number of Shares which are subject of the Awards granted	491,500	4,932,400
Number of employees receiving Shares Awards	2	712
Market Value of Olam Shares on the Date of Grant	$2.34	$2.36
Number of Shares awarded granted to directors of the Company	Sunny George Verghese 286,800	–
	3,585#	–
Vesting Date of Shares awarded	Tranche 1 – 25%: 1 April 2019 Tranche 2 – 25%: 1 April 2020 Tranche 3 – 25%: 1 April 2021 Tranche 4 – 25%: 1 April 2022	Tranche 1 – 25%: 1 April 2019 Tranche 2 – 25%: 1 April 2020 Tranche 3 – 25%: 1 April 2021 Tranche 4 – 25%: 1 April 2022

Additional share awards granted from the adjustment of outstanding share awards under the rules of the OSGP following the 2021 Rights Issue.

The actual number of shares to be delivered pursuant to the PSA granted in the table above will range from 0% to 200.0% of the base award and is contingent on the achievement of pre-determined targets set out in the three year performance period and other terms and conditions being met.

5. Olam employee share option scheme and Olam share grant plan continued

Olam Share Grant Plan continued

The details of awards granted to the directors, are as follows:-

Name of Participant	Share awards granted during financial year under review	Aggregate share awards granted since the commencement of the scheme to the end of financial year under review	Aggregate share awards vested since the commencement of the scheme to the end of financial year under review	Aggregate share awards cancelled since the commencement of the scheme to the end of the financial year under review	Aggregate share awards outstanding as at the end of financial year under review
Performance Share Awards:					
Sunny George Verghese	1,036,921	4,298,990	1,183,679	496,468	2,618,843
Restricted Share Awards:					
Sunny George Verghese	614,494	2,791,706	1,381,232	–	1,410,474

Apart from that which is disclosed above, no directors or employees of the Group received 5% or more of the total number of options/shares available under the ESOS/OSGP.

The options/shares granted by the Company do not entitle the holder of the options, by virtue of such holding, to any right to participate in any share issue of any other company.

There were no incentive options/shares granted from commencement of ESOS/OSGP to the financial year end under review.

There were no options/shares granted at a discount.

There were no options/shares granted to controlling shareholders of the Company and their associates.

On 23 September 2021, the Company had announced that pursuant to the rules of the OSGP and ESOS and in relating to the Rights Issue (Note 27a(2)), the Nomination and Remuneration Committee ("NRC") in its absolute discretion, decided to adjust the class and/or number of shares which are the subject of an award to the extent not yet vested and/or the class and/or number of shares in respect of which future awards may be granted under the OSGP (the "Share Awards"), and in respect of the ESOS, the subscription price for the shares, the nominal amount, class and/or number of shares comprised in an option to the extent unexercised and/or the nominal amount, class and/or number of shares over which options may be granted under the ESOS (the "Share Options"). The Company with the advice of external remuneration consultants, had determined the adjustment basis for the outstanding Share Awards and Share Options to be adopted in connection with the Rights Issue, and Ernst & Young LLP, the external auditors of the Company, have confirmed that the adjustment basis is fair and reasonable. Following the adjustments, (i) an additional 2,955,250 Share Awards in respect of the outstanding Share Awards have been released under the OSGP; and (ii) the subscription/exercise price for the outstanding Share Options of 1,790,000 and 15,967,000 were adjusted from $2.16 to $2.05 and $1.76 to $1.66, respectively.

6. Audit Committee

The Audit Committee (the "AC" or "Committee") comprises five Non-Executive directors of which majority are independent. The members of the AC are Mr. Yap Chee Keong (Chairman), Mr. Nihal Vijaya Devadas Kaviratne CBE, Ms. Marie Elaine Teo, Mr. Kazuo Ito and Dr. Ajai Puri.

The AC performed its functions in accordance with the Companies Act 1967, the Listing Manual of the SGX-ST and the Code of Corporate Governance 2018, which include, amongst others, the following:

- Review of the Group's half-yearly and annual financial statements and quarterly business performance for recommendation to the Board;
- Review of the salient accounting matters and legal and regulatory matters that may have a material impact on the financial statements and related compliance policies and programmes;
- Review, with the external auditors, their scope of work, audit plans, the results of their examinations and evaluation of the Group's internal accounting control systems, the adequacy of the Company's system of accounting controls, the cooperation given by the Management of the Company to the external auditors;
- Review the adequacy of the Group's material internal controls, including financial, operational, compliance and information technology controls and risk management systems through the integrated risk assurance framework;
- Review the assurance given by the Group CEO and GCFO in relation to the adequacy and effectiveness of the Group's risk management and internal control systems;
- Review, with the internal auditors, their scope of work and organisation, their audit plans, quarterly report of the results of their audits of the business, operations and functions and whistle-blowers' reports;
- Review the adequacy, independence and effectiveness of the internal auditors;
- Review the adequacy, independence and objectivity of the external auditors; and
- Review the interested person transactions (as defined in Chapter 9 of the Listing Manual of the SGX-ST).

During the year under review, the AC:

- held meetings with the external auditors and internal auditors in separate executive sessions to discuss any matters that these groups believed should be discussed privately with the AC;
- made recommendations to the board of directors in relation to the external auditor's reappointment; and
- reported key issues discussed and actions taken from the AC meetings to the board of directors with such recommendations as the AC considered appropriate.

The AC has reviewed and considered the audit and non-audit arrangements and services provided by Ernst & Young LLP and considered the nature and extent of such arrangements and services performed by the external auditors. The Committee has opined that these arrangements and services would not affect the independence of Ernst & Young LLP.

The AC has recommended to the Board the re-appointment of Ernst & Young LLP as independent external auditor of the Company at the forthcoming Annual General Meeting of the Company on 25 April 2022.

Please refer to the additional disclosures on the AC provided in the Corporate Governance Report in the Company's Annual Report to shareholders.

7. Auditor

Ernst & Young LLP have expressed their willingness to accept re-appointment as independent external auditor.

Signed by the sole director of the Company,

Sunny George Verghese
Director

16 March 2022

Independent Auditor's Report

For the financial year ended 31 December 2021
To the Members of Olam International Limited

Report on the financial statements

We have audited the accompanying financial statements of Olam International Limited (the 'Company') and its subsidiaries (collectively, the 'Group') set out on pages 13 to 99 which comprise the balance sheets of the Group and the Company as at 31 December 2021, the statements of changes in equity of the Group and the Company and the consolidated profit and loss account, consolidated statement of comprehensive income and consolidated cash flow statement of the Group for the financial year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements of the Group, the balance sheet and the statement of changes in equity of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 and Singapore Financial Reporting Standards (International) in Singapore (SFRS(I)s) so as to give a true and fair view of the consolidated financial position of the Group and the financial position of the Company as at 31 December 2021 and of the consolidated financial performance, consolidated changes in equity and consolidated cash flows of the Group and changes in equity of the Company for the year ended on that date.

Basis for opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled our responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

1 Valuation of goodwill, intangible assets and tangible assets/liabilities through business combinations

During the year, the Group completed various acquisitions as disclosed in Note 12. The Group has determined these acquisitions to be business combinations for which the purchase price is to be allocated between acquired assets and liabilities, identified intangible assets (including assessment of estimated useful lives) and contingent liabilities, and leading to the resultant recognition of goodwill at their respective fair values. As a policy, for significant acquisitions, independent professional valuers were engaged by the Group to perform purchase price allocation exercise, fair valuation of acquired assets and liabilities and/or identification and valuation of intangible assets and its estimated useful lives. The identification of such assets and liabilities, including intangible assets and contingent liabilities and their measurement at fair value is inherently judgemental, thus we considered this to be a key audit matter.

We have obtained the valuations prepared by independent valuers engaged by the Group for the assets and liabilities acquired through business combinations. We, together with our valuation specialists, assessed the competence and capabilities of the valuers and objectivity of the valuers, and assessed the reasonableness of their conclusions having regard to the key assumptions including forecast cash flows focusing on revenues and earnings before interest, tax, depreciation and amortisation ('EBITDA'), appropriateness of discount and growth rates and cross-checking valuation calculations against comparable companies, whilst considering the risk of management bias and also the reasonableness of the useful lives of the intangible and tangible assets and the consideration given.

Key audit matters continued

2 Impairment assessment of property, plant and equipment, goodwill and indefinite/definite life intangible assets

The Group has significant property, plant and equipment, goodwill and indefinite/definite life intangible assets as disclosed in Notes 11 and 12. Management performs periodic and annual impairment reviews of goodwill, intangible assets with indefinite/definite life and impairment assessments for identified property, plant and equipment where there are indications of impairment. Recoverable values of the property, plant and equipment, goodwill and indefinite/definite life intangible assets are determined based on fair value less costs to sell or value-in-use assessment where relevant and are performed by management with the help of independent professional valuers where applicable. These assessments involve judgement exercised in fair value less costs to sell, future revenues (yield), operating costs, growth rates and discount rates. The estimates and assumptions used in the cashflow projections which form the basis of recoverable amounts require significant judgement due to the inherent estimation uncertainty including the potential impact from the ongoing Covid 19 pandemic. As such, we have considered this to be a key audit matter.

For fair value less costs to sell calculation where independent professional valuers are involved, we have reviewed, with the assistance of our internal valuation specialist where required, the competence, capabilities and objectivity of the independent professional valuers, and evaluated the appropriateness of the fair valuation prepared by independent professional valuers.

For the value-in-use assessment, we have obtained the business units' cash flow forecasts assessment prepared by management and evaluated the reasonableness of management's conclusions on key assumptions including forecast cash flows focusing on revenues and earnings before interest, tax, depreciation and amortisation ('EBITDA'). We also assessed the appropriateness of discount rates with the assistance of our internal valuation specialist where required and growth rates to historical and market trends to assess the reliability of management's forecast.

We also reviewed the adequacy of the Group's disclosures in relation to property, plant and equipment, goodwill and indefinite/definite life intangible assets as disclosed in Notes 11 and 12.

3 Valuation of biological assets

The Group operates various farms and plantations for which the dairy cows, poultry, agricultural produce ('fruits on trees') and annual crops are subject to fair valuation. These significant biological assets are fair valued by management and/or independent professional valuers engaged by the Group using industry/market accepted valuation methodology and approaches. As the measurement of fair value involves judgement on the assumptions and estimates used considering that climate risks factors could have an impact on the key assumptions, we have considered this to be a key audit matter.

We obtained the valuations of biological assets prepared by management and/or independent professional valuers engaged by the Group. We reviewed the fair value reports, together with our internal valuation specialists where required, for appropriateness of the fair value methodology used and reasonableness of the key assumptions used, including forecast cash flows, discount rates and yield rates for the plantations and market prices of the fruits or nuts/crop and livestock. To the extent where independent professional valuers are involved, we reviewed the competence, capabilities and objectivity and evaluated the appropriateness of the valuation models prepared by independent professional valuers.

We also reviewed the adequacy of the Group's disclosures in relation to biological assets as disclosed in Note 13.

Key audit matters continued

4 Valuation of financial instruments

The Group entered into various financial instruments which are required to be carried at fair value as disclosed in Notes 35 and 36. These include fair value of financial assets and financial liabilities relating to Level 3 financial instruments. Estimation uncertainty is high for these financial instruments where significant valuation inputs are unobservable and judgement is involved on the assumptions and estimates used and therefore, this is considered a key audit matter.

We have reviewed and assessed the controls over identification, measurement and management of valuation risk, and evaluated the methodologies, inputs and assumptions used by the Group in determining fair values as at year end. We have evaluated the assumptions and models used or performed an independent valuation to assess the reasonableness of the computed fair value with the help of our internal valuation specialist where required. The review also included testing of the evidence supporting significant unobservable inputs utilised in Level 3 measurements in the fair value hierarchy as outlined in Notes 35 and 36 to the financial statements, which included assessing management's valuation assumptions against independent price quotes, recent transactions and other verifiable supporting documentation.

We have also reviewed the adequacy of disclosures of fair value risks and sensitivities in Notes 35 and 36 to the financial statement to reflect the Group's exposure to valuation risk.

Information other than the Financial Statements and Auditor's Report Thereon

Management is responsible for the other information. The other information in the Annual Report 2021 comprises the information included in (i) Strategy Report, (ii) Governance Report and (iii) Directors' Statement (within the Financial Report) sections, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. We have nothing to report in this regard.

Responsibilities of Management and Directors for the Financial Statements

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

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

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

Auditor's responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Auditor's responsibilities for the Audit of the Financial Statements continued

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company and by those subsidiary corporations incorporated in Singapore of which we are the auditors have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditor's report is Christopher Wong.

Ernst & Young LLP
Public Accountants and Chartered Accountants
Singapore
16 March 2022

Consolidated Profit and Loss Account

For the financial year ended 31 December 2021

		Group	
	Note	**2021 $'000**	2020 $'000
Sale of goods and services	4	**47,001,951**	35,820,043
Other income	5	**77,429**	136,175
Cost of goods sold	6	**(43,095,117)**	(32,663,155)
Net gain/(loss) from changes in fair value of biological assets	13	**69,229**	(60,277)
Depreciation and amortisation	10, 11, 12	**(627,194)**	(561,264)
Other expenses	7	**(2,271,270)**	(2,147,572)
Finance income		**92,330**	102,772
Finance costs	8	**(530,395)**	(518,475)
Share of results from joint ventures and associates		**19,775**	113,929
Profit before taxation		**736,738**	222,176
Income tax expense	9	**(133,927)**	(43,987)
Profit for the financial year		**602,811**	178,189
Attributable to:			
Owners of the Company		**686,430**	245,697
Non-controlling interests		**(83,619)**	(67,508)
		602,811	178,189
Earnings per share attributable to owners of the Company (cents)			**As restated**
Basic	26	**18.29**	5.81
Diluted	26	**18.00**	5.73

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Statement of Comprehensive Income

For the financial year ended 31 December 2021

	Group	
	2021 $'000	2020 $'000
Profit for the financial year	**602,811**	178,189
Other comprehensive income		
Items that may be reclassified subsequently to profit or loss:		
Net gain/(loss) on fair value changes during the financial year	**35,111**	(39,318)
Recognised in the profit and loss account on occurrence of hedged transactions	**(18,436)**	20,241
Foreign currency translation adjustments	**3,425**	(163,942)
Share of other comprehensive income of joint ventures and associates	**(41,244)**	21,583
	(21,144)	(161,436)
Items that will not be reclassified subsequently to profit or loss:		
Net fair value gain/(loss) on equity instrument at fair value through other comprehensive income	**6,993**	(39,738)
Other comprehensive income for the year, net of tax	**(14,151)**	(201,174)
Total comprehensive income for the year	**588,660**	(22,985)
Attributable to:		
Owners of the Company	**654,732**	62,242
Non-controlling interests	**(66,072)**	(85,227)
	588,660	(22,985)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Balance Sheet

As at 31 December 2021

	Note	Group 2021 $'000	Group 2020 $'000	Company 2021 $'000	Company 2020 $'000
Non-current assets					
Property, plant and equipment	11	**5,867,075**	5,904,563	**4,435**	6,110
Right-of-use assets	10	**782,659**	712,249	**112,875**	62,565
Intangible assets	12	**2,578,287**	1,242,798	**297,514**	336,323
Biological assets	13	**489,013**	473,165	**–**	–
Subsidiary companies	14	**–**	–	**8,225,032**	9,099,919
Deferred tax assets	9	**266,766**	227,802	**–**	–
Investments in joint ventures and associates	15	**572,292**	664,946	**416,770**	448,078
Long-term investment	16	**31,335**	24,342	**–**	24,342
Other non-current assets	22	**25,711**	34,384	**–**	–
		10,613,138	9,284,249	**9,056,626**	9,977,337
Current assets					
Trade receivables	18	**2,441,350**	1,910,362	**1,080,924**	711,530
Margin accounts with brokers	19	**555,260**	121,663	**498,185**	96,593
Inventories	20	**8,857,220**	7,380,615	**1,538,721**	1,958,979
Advance payments to suppliers	21	**543,456**	621,943	**84,789**	125,425
Advance payments to subsidiary companies	21	**–**	–	**446,598**	496,552
Cash and short-term deposits	34	**4,317,519**	3,115,877	**1,402,558**	1,032,192
Derivative financial instruments	35	**3,594,791**	3,243,054	**2,813,192**	2,609,137
Other current assets	22	**1,001,662**	985,624	**290,088**	257,809
		21,311,258	17,379,138	**8,155,055**	7,288,217
Non-current assets held for sale	22	**136,316**	39,255	**–**	–
		21,447,574	17,418,393	**8,155,055**	7,288,217
Current liabilities					
Amounts due to subsidiary companies (net)	17	**–**	–	**(2,722,718)**	(2,833,243)
Trade payables and accruals	23	**(4,679,678)**	(3,070,057)	**(2,567,188)**	(1,424,718)
Borrowings	25	**(6,937,615)**	(6,466,457)	**(1,115,104)**	(1,318,482)
Lease liabilities	25	**(138,015)**	(96,472)	**(60,294)**	(24,981)
Derivative financial instruments	35	**(2,335,888)**	(2,276,851)	**(2,045,056)**	(2,006,753)
Provision for taxation		**(180,089)**	(203,655)	**(16,547)**	(33,724)
Other current liabilities	24	**(740,013)**	(533,710)	**(131,041)**	(92,410)
		(15,011,298)	(12,647,202)	**(8,657,948)**	(7,734,311)
Net current assets/(liabilities)		**6,436,276**	4,771,191	**(502,893)**	(446,094)
Non-current liabilities					
Deferred tax liabilities	9	**(583,261)**	(369,230)	**(2,407)**	(836)
Borrowings	25	**(8,794,760)**	(6,780,887)	**(1,415,079)**	(1,863,756)
Lease liabilities	25	**(839,800)**	(815,546)	**(53,919)**	(39,600)
Other non-current liabilities	24	**(52,916)**	(53,798)	**–**	–
		(10,270,737)	(8,019,461)	**(1,471,405)**	(1,904,192)
Net assets		**6,778,677**	6,035,979	**7,082,328**	7,627,051
Equity attributable to owners of the Company					
Share capital	27	**4,339,545**	3,748,994	**4,339,545**	3,748,994
Treasury shares	27	**(114,446)**	(140,172)	**(114,446)**	(140,172)
Capital securities	27	**906,789**	1,045,732	**906,789**	1,045,732
Reserves		**1,639,341**	1,307,905	**1,950,440**	2,972,497
		6,771,229	5,962,459	**7,082,328**	7,627,051
Non-controlling interests		**7,448**	73,520	**–**	–
Total equity		**6,778,677**	6,035,979	**7,082,328**	7,627,051

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Statements of Changes in Equity

For the financial year ended 31 December 2021

31 December 2021 Group	Share capital (Note 27) $'000	Treasury shares (Note 27) $'000	Capital securities (Note 27) $'000	Capital reserves[1] $'000	Foreign currency translation reserves[2] $'000	Fair value adjustment reserves[3] $'000	Share-based compensation reserves[4] $'000	Revenue reserves $'000	Total reserves $'000	Total $'000	Total non-controlling interests $'000	Total equity $'000
				Attributable to owners of the Company								
At 1 January 2021	3,748,994	(140,172)	1,045,732	259,292	(1,259,303)	(462,923)	141,955	2,628,884	1,307,905	5,962,459	73,520	6,035,979
Profit for the financial year	–	–	–	–	–	–	–	686,430	686,430	686,430	(83,619)	602,811
Other comprehensive income												
Net gain on fair value changes during the financial year	–	–	–	–	–	42,104	–	–	42,104	42,104	–	42,104
Recognised in the profit and loss account on occurrence of hedged transactions	–	–	–	–	–	(18,436)	–	–	(18,436)	(18,436)	–	(18,436)
Foreign currency translation adjustments	–	–	–	–	(14,122)	–	–	–	(14,122)	(14,122)	17,547	3,425
Share of other comprehensive income of joint ventures and associates	–	–	–	–	(41,244)	–	–	–	(41,244)	(41,244)	–	(41,244)
Other comprehensive income for the financial year, net of tax	–	–	–	–	(55,366)	23,668	–	–	(31,698)	(31,698)	17,547	(14,151)
Total comprehensive income for the year	–	–	–	–	(55,366)	23,668	–	686,430	654,732	654,732	(66,072)	588,660
Contributions by and distributions to owners												
Issue of treasury shares for Performance Share and Restricted Share Award (Note 27)	–	25,611	–	–	–	–	(25,611)	–	(25,611)	–	–	–
Issue of treasury shares on exercise of share options	98	115	–	–	–	–	(115)	–	(115)	98	–	98
Issue of shares on account of rights issue, net of transaction costs (Note 27)	590,453	–	–	–	–	–	–	–	–	590,453	–	590,453
Repayment (net of proceeds from issue) of capital securities, net of transaction costs (Note 27)	–	–	(135,665)	–	–	–	–	–	–	(135,665)	–	(135,665)
Share-based expense	–	–	–	–	–	–	27,893	–	27,893	27,893	–	27,893
Dividends on ordinary shares (Note 28)	–	–	–	–	–	–	–	(267,872)	(267,872)	(267,872)	–	(267,872)
Accrued capital securities distribution	–	–	57,591	–	–	–	–	(57,591)	(57,591)	–	–	–
Payment of capital securities distribution	–	–	(60,869)	–	–	–	–	–	–	(60,869)	–	(60,869)
Total contributions by and distributions to owners	590,551	25,726	(138,943)	–	–	–	2,167	(325,463)	(323,296)	154,038	–	154,038
Total transactions with owners in their capacity as owners	590,551	25,726	(138,943)	–	–	–	2,167	(325,463)	(323,296)	154,038	–	154,038
At 31 December 2021	4,339,545	(114,446)	906,789	259,292	(1,314,669)	(439,255)	144,122	2,989,851	1,639,341	6,771,229	7,448	6,778,677

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

31 December 2020 Group	Share capital (Note 27) $'000	Treasury shares (Note 27) $'000	Capital securities (Note 27) $'000	Capital reserves[1] $'000	Foreign currency translation reserves[2] $'000	Fair value adjustment reserves[3] $'000	Share-based compensation reserves[4] $'000	Revenue reserves $'000	Total reserves $'000	Total $'000	Total non-controlling interests $'000	Total equity $'000
	Attributable to owners of the Company											
At 1 January 2020	3,748,994	(158,807)	1,045,867	280,168	(1,156,708)	(404,108)	135,255	2,941,327	1,795,934	6,431,988	108,072	6,540,060
Effect of change in accounting policy related to SFRS(I) 16	–	–	–	–	1,169	–	–	(247,992)	(246,823)	(246,823)	–	(246,823)
At 1 January 2020, restated	3,748,994	(158,807)	1,045,867	280,168	(1,155,539)	(404,108)	135,255	2,693,335	1,549,111	6,185,165	108,072	6,293,237
Profit for the financial year	–	–	–	–	–	–	–	245,697	245,697	245,697	(67,508)	178,189
Other comprehensive income												
Net loss on fair value changes during the financial year	–	–	–	–	–	(79,056)	–	–	(79,056)	(79,056)	–	(79,056)
Recognised in the profit and loss account on occurrence of hedged transactions	–	–	–	–	–	20,241	–	–	20,241	20,241	–	20,241
Foreign currency translation adjustments	–	–	–	–	(146,223)	–	–	–	(146,223)	(146,223)	(17,719)	(163,942)
Share of other comprehensive income of joint ventures and associates	–	–	–	(20,876)	42,459	–	–	–	21,583	21,583	–	21,583
Other comprehensive income for the financial year, net of tax	–	–	–	(20,876)	(103,764)	(58,815)	–	–	(183,455)	(183,455)	(17,719)	(201,174)
Total comprehensive income for the year	–	–	–	(20,876)	(103,764)	(58,815)	–	245,697	62,242	62,242	(85,227)	(22,985)
Contributions by and distributions to owners												
Issue of treasury shares for Restricted Share Award (Note 27)	–	18,635	–	–	–	–	(18,635)	–	(18,635)	–	–	–
Share-based expense	–	–	–	–	–	–	25,335	–	25,335	25,335	–	25,335
Dividends on ordinary shares (Note 28)	–	–	–	–	–	–	–	(253,708)	(253,708)	(253,708)	–	(253,708)
Accrued capital securities distribution	–	–	56,440	–	–	–	–	(56,440)	(56,440)	–	–	–
Payment of capital securities distribution	–	–	(56,575)	–	–	–	–	–	–	(56,575)	–	(56,575)
Total contributions by and distributions to owners	–	18,635	(135)	–	–	–	6,700	(310,148)	(303,448)	(284,948)	–	(284,948)
Changes in ownership interests in subsidiaries												
Acquisition of subsidiaries	–	–	–	–	–	–	–	–	–	–	50,675	50,675
Total transactions with owners in subsidiaries	–	–	–	–	–	–	–	–	–	–	50,675	50,675
Total transactions with owners in their capacity as owners	–	18,635	(135)	–	–	–	6,700	(310,148)	(303,448)	(284,948)	50,675	(234,273)
At 31 December 2020	3,748,994	(140,172)	1,045,732	259,292	(1,259,303)	(462,923)	141,955	2,628,884	1,307,905	5,962,459	73,520	6,035,979

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

31 December 2021 Company	Share capital (Note 27) $'000	Treasury shares (Note 27) $'000	Capital securities (Note 27) $'000	Capital reserves[1] $'000	Foreign currency translation reserves[2] $'000	Fair value adjustment reserves[3] $'000	Share-based compensation reserves[4] $'000	Revenue reserves $'000	Total reserves $'000	Total $'000
	Attributable to owners of the Company									
At 1 January 2021	3,748,994	(140,172)	1,045,732	140,486	(226,566)	(462,837)	141,955	3,379,459	2,972,497	7,627,051
Loss for the financial year	–	–	–	–	–	–	–	(879,613)	(879,613)	(879,613)
Other comprehensive income										
Net gain on fair value changes during the financial year	–	–	–	–	–	33,463	–	–	33,463	33,463
Recognised in the profit and loss account on occurrence of hedged transactions	–	–	–	–	–	(18,436)	–	–	(18,436)	(18,436)
Foreign currency translation adjustments	–	–	–	–	165,980	–	–	–	165,980	165,980
Transfer of fair value reserve of equity instruments designated at FVOCI to revenue reserves upon sale	–	–	–	–	–	419,840	–	(419,840)	–	–
Other comprehensive income for the financial year, net of tax	–	–	–	–	165,980	434,867	–	(419,840)	181,007	181,007
Total comprehensive income for the year	–	–	–	–	165,980	434,867	–	(1,299,453)	(698,606)	(698,606)
Contributions by and distributions to owners										
Issue of treasury shares for Performance Share and Restricted Share Awards (Note 28)	–	25,611	–	–	–	–	(25,611)	–	(25,611)	–
Issue of treasury shares on exercise of share options	98	115	–	–	–	–	(115)	–	(115)	98
Issue of shares on account of rights issue, net of transaction costs (Note 27)	590,453	–	–	–	–	–	–	–	–	590,453
Repayment (net of proceeds from issue) of capital securities, net of transaction costs (Note 28)	–	–	(135,665)	–	–	–	–	–	–	(135,665)
Share-based expense	–	–	–	–	–	–	27,738	–	27,738	27,738
Dividends on ordinary shares (Note 28)	–	–	–	–	–	–	–	(267,872)	(267,872)	(267,872)
Accrued capital securities distribution	–	–	57,591	–	–	–	–	(57,591)	(57,591)	–
Payment of capital securities distribution	–	–	(60,869)	–	–	–	–	–	–	(60,869)
Total contributions by and distributions to owners	590,551	25,726	(138,943)	–	–	–	2,012	(325,463)	(323,451)	153,883
Total transactions with owners in their capacity as owners	590,551	25,726	(138,943)	–	–	–	2,012	(325,463)	(323,451)	153,883
At 31 December 2021	4,339,545	(114,446)	906,789	140,486	(60,586)	(27,970)	143,967	1,754,543	1,950,440	7,082,328

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

31 December 2020 Company	Share capital (Note 27) $'000	Treasury shares (Note 27) $'000	Capital securities (Note 27) $'000	Capital reserves[1] $'000	Foreign currency translation reserves[2] $'000	Fair value adjustment reserves[3] $'000	Share-based compensation reserves[4] $'000	Revenue reserves $'000	Total reserves $'000	Total $'000
				Attributable to owners of the Company						
At 1 January 2020	3,748,994	(158,807)	1,045,867	140,486	(109,081)	(409,771)	135,255	4,100,258	3,857,147	8,493,201
Loss for the financial year	–	–	–	–	–	–	–	(410,651)	(410,651)	(410,651)
Other comprehensive income										
Net loss on fair value changes during the financial year	–	–	–	–	–	(73,307)	–	–	(73,307)	(73,307)
Recognised in the profit and loss account on occurrence of hedged transactions	–	–	–	–	–	20,241	–	–	20,241	20,241
Foreign currency translation adjustments	–	–	–	–	(117,485)	–	–	–	(117,485)	(117,485)
Other comprehensive income for the financial year, net of tax	–	–	–	–	(117,485)	(53,066)	–	–	(170,551)	(170,551)
Total comprehensive income for the year	–	–	–	–	(117,485)	(53,066)	–	(410,651)	(581,202)	(581,202)
Contributions by and distributions to owners										
Issue of treasury shares for Restricted Share Awards (Note 27)	–	18,635	–	–	–	–	(18,635)	–	(18,635)	–
Share-based expense	–	–	–	–	–	–	25,335	–	25,335	25,335
Dividends on ordinary shares (Note 28)	–	–	–	–	–	–	–	(253,708)	(253,708)	(253,708)
Accrued capital securities distribution	–	–	56,440	–	–	–	–	(56,440)	(56,440)	–
Payment of capital securities distribution	–	–	(56,575)	–	–	–	–	–	–	(56,575)
Total contributions by and distributions to owners	–	18,635	(135)	–	–	–	6,700	(310,148)	(303,448)	(284,948)
Total transactions with owners in their capacity as owners	–	18,635	(135)	–	–	–	6,700	(310,148)	(303,448)	(284,948)
At 31 December 2020	3,748,994	(140,172)	1,045,732	140,486	(226,566)	(462,837)	141,955	3,379,459	2,972,497	7,627,051

1 Capital reserves

Capital reserves represent the premium paid and discounts on acquisition of non-controlling interests, gain on partial disposal of subsidiary which did not result in loss of control, residual amount of convertible bonds net of proportionate share of transaction costs, after deducting the fair value of the debt and derivative component on the date of issuance and the share of capital reserve of a joint venture.

2 Foreign currency translation reserves

The foreign currency translation reserves are used to record exchange differences arising from the translation of the financial statements of the Company and the Group's foreign operations whose functional currencies are different from that of the Group's presentation currency as well as the share of foreign currency translation reserves of joint ventures and associates.

3 Fair value adjustment reserves

Fair value adjustment reserves record the portion of the fair value changes on derivative financial instruments designated as hedging instruments in cash flow hedges that are determined to be effective hedges as well as fair value changes of long term investment.

4 Share-based compensation reserves

Share-based compensation reserves represent the equity-settled shares and share options granted to employees. The reserve is made up of the cumulative value of services received from employees recorded over the vesting period commencing from the grant date of equity-settled shares and share options and is reduced by the expiry of the share options.

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Consolidated Cash Flow Statement

For the financial year ended 31 December 2021

	2021 $'000	2020 $'000
Cash flows from operating activities		
Profit before taxation	**736,738**	222,176
Adjustments for:-		
Allowance for doubtful debts	**(7,165)**	30,791
Amortisation of intangible assets, depreciation of property, plant and equipment and depreciation of right-of-use assets	**627,194**	561,264
Share-based expense	**27,893**	25,335
Fair value of biological assets (Note 13)	**(69,229)**	60,277
Gain on disposal of subsidiaries, net (Note 5)	**(5,391)**	–
Gain on disposal/partial divestment of joint venture and associate	**(7,946)**	(74,160)
Loss on disposal of property, plant and equipment and intangible assets	**1,414**	3,508
Impairment of investment in joint venture and associate	**2,233**	6,913
Impairment of goodwill, property, plant and equipment and intangible assets	**46,969**	500,950
Interest income	**(92,330)**	(102,772)
Interest expense	**530,395**	518,475
Inventories written down, net (Note 20)	**16,266**	58,478
Share of results from joint ventures and associates	**(19,775)**	(113,929)
Operating cash flows before reinvestment in working capital	**1,787,266**	1,697,306
Increase in inventories	**(1,170,218)**	(166,051)
(Increase)/decrease in receivables and other current assets	**(729,454)**	268,695
Decrease/(increase) in advance payments to suppliers	**84,958**	(60,084)
Increase in margin account with brokers	**(431,149)**	(137,429)
Increase/(decrease) in payables and other current liabilities	**1,756,673**	(1,066,077)
Cash flows from operations	**1,298,076**	536,360
Interest income received	**92,330**	102,772
Interest expense paid	**(520,045)**	(539,806)
Tax paid	**(179,865)**	(177,821)
Net cash flows generated from/(used in) operating activities	**690,496**	(78,495)
Cash flows from investing activities		
Proceeds from disposal of property, plant and equipment	**67,564**	26,161
Purchase of property, plant and equipment	**(665,028)**	(595,614)
Purchase of intangible assets (Note 12)	**(28,426)**	(83,351)
Acquisition of subsidiaries, net of cash acquired (Note 12)	**(1,187,729)**	(74,389)
Investment/loan to associates and joint ventures, net	**(17,585)**	36,587
Proceeds from partial stake sale of long term investment	**–**	7,423
Dividends received from associate and joint venture	**12,541**	4,226
Proceeds from disposal/partial divestment of joint venture and associate	**84,499**	165,260
Proceeds from divestment of subsidiaries (Note 14)	**13,163**	–
Net cash flows used in investing activities	**(1,721,001)**	(513,697)

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

	2021 $'000	2020 $'000
Cash flows from financing activities		
Dividends paid on ordinary shares by the Company	**(274,799)**	(253,708)
Proceeds from borrowings, net	**2,378,553**	1,019,750
Repayment of lease liabilities	**(135,844)**	(98,753)
Proceeds from issuance of shares on exercise of share options	**98**	–
Payment of capital securities, net of distribution	**(60,869)**	(56,575)
Repayment (net of proceeds from issue) of capital securities, net of transaction costs	**(135,665)**	–
Proceeds from issuance of shares on account of rights issue, net of transaction costs	**590,453**	–
Net cash flows generated from financing activities	**2,361,927**	610,714
Net effect of exchange rate changes on cash and cash equivalents	**(20,467)**	(145,544)
Net increase/(decrease) in cash and cash equivalents	**1,310,955**	(127,022)
Cash and cash equivalents at beginning of period	**2,849,894**	2,976,916
Cash and cash equivalents at end of period (Note 34)	**4,160,849**	2,849,894

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

Notes to the Financial Statements

For the financial year ended 31 December 2021

These notes form an integral part of the financial statements.

The financial statements for the financial year ended 31 December 2021 were authorised for issue by the Board of Directors on 16 March 2022.

1. Corporate information

Olam International Limited (the 'Company') is a limited liability company, which is domiciled and incorporated in Singapore. The Company is listed on the Singapore Exchange Securities Trading Limited (SGX-ST).

The Company's immediate holding company is Temasek Capital (Private) Limited and its ultimate holding company is Temasek Holdings (Private) Limited, both companies are incorporated in Singapore.

The principal activities of the Company are those of sourcing, processing, packaging and merchandising of agricultural products. The principal activities of the subsidiaries are disclosed in Note 14 to the financial statements.

The registered office and principal place of business of the Company is at 7 Straits View, #20-01 Marina One East Tower, Singapore 018936.

2. Summary of significant accounting policies

2.1 Basis of preparation

The consolidated financial statements of the Group and the balance sheet and statement of changes in equity of the Company have been prepared in accordance with Singapore Financial Reporting Standards (International) (SFRS(I)).

The financial statements have been prepared on a historical cost basis except as disclosed in the accounting policies below.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

The financial statements are presented in Singapore Dollars ($ or SGD) and all values in the tables are rounded to the nearest thousand ($'000) as indicated.

2.2 Changes in accounting policies

The accounting policies adopted are consistent with those of the previous financial year except in the current financial year, the Group has adopted all the new and revised standards which are effective for annual financial periods beginning on or after 1 January 2021. The adoption of these standards did not have any effect on the financial performance or position of the Group and the Company.

2. Summary of significant accounting policies continued

2.3 Standards issued but not yet effective

The Group has not adopted the following standards and interpretations applicable to the Group that have been issued but are not yet effective:

Description	Effective for financial year beginning on
Amendments to SFRS(I) 3/ FRS 103: Reference to the Conceptual Framework	1 January 2022
Amendments to SFRS(I) 1-16/ FRS 16: Property, Plant and Equipment—Proceeds before Intended Use	1 January 2022
Amendments to SFRS(I) 1-37/ FRS 37: Onerous Contracts—Cost of Fulfilling a Contract	1 January 2022
Annual Improvements to SFRS(I)s / FRSs 2018-2020	1 January 2022
SFRS(I) 17 Insurance Contracts	1 January 2023
Amendments to SFRS(I) 1-1/ FRS 1: Classification of Liabilities as Current or Non-current	1 January 2023
Amendments to SFRS(I) 1-8: Definition of accounting estimates	1 January 2023
Amendments to SFRS(I) 1-1: Disclosure of accounting policies	1 January 2023
Amendments to SFRS(I) 1-12: Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction	1 January 2023
Amendments to SFRS(I) 10 & SFRS(I) 1-28/FRS 110 & FRS 28 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Date to be determined

The directors expect that the adoption of the other standards and interpretations above will have no material impact on the financial statements in the period of initial application.

2.4 Functional and foreign currency

The Group's consolidated financial statements are presented in Singapore Dollars as the Company is domiciled in Singapore.

The Company's functional currency is the United States Dollar ('USD'), which reflects the economic substance of the underlying events and circumstances of the Company as most of the Company's transactions are denominated in USD. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

(a) Transactions and balances

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the balance sheet date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation.

2. Summary of significant accounting policies continued

2.4 Functional and foreign currency continued

(b) Consolidated financial statements

For consolidation purpose, the assets and liabilities of foreign operations are translated into USD at the rate of exchange ruling at the balance sheet date and their profit or loss are translated at the weighted average exchange rates for the year. The exchange differences arising on the translation are recognised in other comprehensive income. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

In the case of a partial disposal without loss of control of a subsidiary that includes a foreign operation, the proportionate share of the cumulative amount of the exchange differences are re-attributed to non-controlling interest and are not recognised in profit or loss. For partial disposals of associates or joint ventures that are foreign operations, the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

(c) Translation to the presentation currency

The financial statements are presented in Singapore Dollar ('SGD') as the Company's principal place of business is in Singapore.

The financial statements are translated from USD to SGD as follows:-

- Assets and liabilities for each balance sheet presented are translated at the closing rate ruling at that balance sheet date;
- Income and expenses for each profit and loss account are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and

All exchange differences arising on the translation are included in the foreign currency translation reserves.

2.5 Subsidiary companies, basis of consolidation and business combinations

(a) Subsidiary companies

A subsidiary is an investee that is controlled by the Group. The Group controls an investee when it is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses.

A list of the Group's significant subsidiary companies is shown in Note 14.

2. Summary of significant accounting policies continued

2.5 Subsidiary companies, basis of consolidation and business combinations continued

(b) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the end of the reporting period. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Subsidiaries are consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Losses within a subsidiary are attributed to the non-controlling interest even if that results in a deficit balance.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost;
- Derecognises the carrying amount of any non-controlling interest;
- Derecognises the cumulative translation differences recorded in equity;
- Recognises the fair value of the consideration received;
- Recognises the fair value of any investment retained;
- Recognises any surplus or deficit in profit or loss;
- Reclassifies the Group's share of components previously recognised in other comprehensive income to profit or loss or retained earnings, as appropriate.

(c) Business combinations and goodwill

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are recognised as expenses in the periods in which the costs are incurred and the services are received.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in profit or loss.

Non-controlling interest in the acquiree, that are present ownership interests and entitle their holders to a proportionate share of net assets of the acquiree are recognised on the acquisition date at either fair value, or the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

Any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interest in the acquiree (if any) and the fair value of the Group's previously held equity interest in the acquiree (if any) over the net fair value of the acquiree's identifiable assets and liabilities is recorded as goodwill. In instances where the latter amount exceeds the former, the excess is recognised as gain on bargain purchase in profit or loss on the acquisition date. The accounting policy for goodwill is set out in Note 2.10(a).

In business combinations achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

2. **Summary of significant accounting policies** continued

2.6 Transactions with non-controlling interests

Non-controlling interest represents the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company, and are presented separately in the consolidated profit and loss and within equity in the consolidated balance sheet, separately from equity attributable to owners of the Company.

Changes in the Company's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

2.7 Joint arrangements

A joint arrangement is a contractual arrangement whereby two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

A joint arrangement is classified either as joint operation or joint venture, based on the rights and obligations of the parties to the arrangement.

To the extent the joint arrangement provides the Group with rights to the assets and obligations for the liabilities relating to the arrangement, the arrangement is a joint operation. To the extent the joint arrangement provides the Group with rights to the net assets of the arrangement, the arrangement is a joint venture.

The Group recognises its interest in a joint venture as an investment and accounts for the investment using the equity method. The accounting policy for investment in joint venture is set out in Note 2.8.

2.8 Joint ventures and associates

An associate is an entity over which the Group has the power to participate in the financial and operating policy decisions of the investee but does not have control or joint control of those policies.

The Group account for its investments in associates and joint ventures using the equity method from the date on which it becomes an associate or joint venture.

On acquisition of the investment, any excess of the cost of the investment over the Group's share of the net fair value of the investee's identifiable assets and liabilities represents goodwill and is included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the investee's identifiable assets and liabilities over the cost of the investment is included as income in the determination of the entity's share of the associate or joint venture's profit or loss in the period in which the investment is acquired.

Under the equity method, the investment in associates or joint ventures are carried in the balance sheet at cost plus post-acquisition changes in the Group's share of net assets of the associates or joint ventures. The profit or loss reflects the share of results of the operations of the associates or joint ventures. Distributions received from joint ventures or associates reduce the carrying amount of the investment. Where there has been a change recognised in other comprehensive income by the associates or joint venture, the Group recognises its share of such changes in other comprehensive income. Unrealised gains and losses resulting from transactions between the Group and associate or joint ventures are eliminated to the extent of the interest in the associates or joint ventures.

When the Group's share of losses in an associate or joint venture equals or exceeds its interest in the associate or joint venture, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate or joint venture.

2. Summary of significant accounting policies continued

2.9 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Such cost includes the cost of replacing part of the property, plant and equipment and borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying property, plant and equipment. The accounting policy for borrowing costs is set out in Note 2.16. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Subsequent to recognition, all items of property, plant and equipment (except for freehold land) are stated at cost less accumulated depreciation and accumulated impairment losses. Freehold land has an unlimited useful life and therefore is not depreciated. Buildings and improvements are depreciable over the shorter of the estimated useful life of the asset or the lease period, where applicable.

Depreciation of an asset begins when it is available for use and is computed on a straight line basis over the estimated useful life except for ginning assets of Queensland Cotton Holdings Pty Ltd., which are depreciated using the units of use method. The estimated useful life of the assets is as follows:-

Bearer plants	• 15 to 30 years
Buildings and improvements	• 5 to 50 years
Plant and machinery	• 3 to 25 years; 30 years for ginning assets
Motor vehicles	• 3 to 5 years
Furniture and fittings	• 5 years
Office equipment	• 5 years
Computers	• 3 years

Bearer plants - Immature plantations are stated at acquisition cost which includes costs incurred for field preparation, planting, farming inputs and maintenance, capitalisation of borrowing costs incurred on loans used to finance the development of immature plantations and an allocation of other indirect costs based on planted hectarage.

Capital work-in-progress is not depreciated as these assets are not yet available for use.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit and loss account in the year the asset is derecognised.

2. Summary of significant accounting policies continued

2.10 Intangible assets

(a) Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired. Impairment is determined for goodwill by assessing the recoverable amount of each cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in the profit and loss account. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the cash-generating unit retained.

(b) Other intangible assets

Intangible assets acquired separately are measured initially at cost. Following initial acquisition, intangible assets are measured at cost less any accumulated amortisation and accumulated impairment losses.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite useful lives are amortised on a straight-line basis over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates.

Intangible assets with indefinite useful lives or that are not yet available for use are not subject to amortisation and they are tested for impairment annually or more frequently if the events and circumstances indicate that the carrying value may be impaired either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable.

2. Summary of significant accounting policies continued

2.11 Biological assets

(a) Agricultural produce ('Fruits on trees') and annual crops

The agricultural produce ('fruits on trees') are valued at fair value less costs to sell, with any changes recognised in the profit or loss. The fair value amount is an aggregate of the fair valuation of the current financial year and the reversal of the prior year's fair valuation. The fair value takes into account current selling prices and related costs. The calculated value is then discounted by a suitable factor to take into account the agricultural risk until maturity.

The annual crops have been valued using adjusted cost, which is the estimate of the yield and cost of the crop at harvest discounted for the remaining time to harvest, which approximates fair value.

(b) Livestock

Livestock are stated at fair value less estimated costs to sell, with any resultant gain or loss recognised in the profit or loss. Costs to sell include all costs that would be necessary to sell the assets. The fair value of livestock is determined based on valuations by an independent professional valuer using the market prices of livestock of similar age, breed and generic merit.

(c) Poultry

Poultry are stated at fair value less estimated costs to sell, with any resultant gain or loss recognised in the profit or loss. Costs to sell include all costs that would be necessary to sell the assets. The fair value of poultry is determined based on estimated market price of livestock of similar age, breed and generic merit.

Breeding chickens are carried at fair value, which approximates cost and are amortised over the economic egg-laying lives of the breeding chickens after it starts producing eggs.

2.12 Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. The Group makes an estimate of the asset's recoverable amount with the help of independent professional valuers where applicable.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount.

Impairment losses are recognised in profit or loss. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss. Impairment losses relating to goodwill cannot be reversed in future periods.

2. **Summary of significant accounting policies** continued

2.13 Financial instruments

(a) Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when, the Group becomes a party to the contractual provisions of the instruments. The Group determines the classification of its financial assets at initial recognition.

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

Subsequent measurement

Debt instruments – amortised costs

Financial assets that are held for the collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets are measured at amortised cost using the effective interest method, less impairment. Gains and losses are recognised in profit or loss when the assets are derecognised or impaired, and through amortisation process.

Equity instruments

On initial recognition of an equity instrument that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in OCI. Dividends from such investments are to be recognised in profit or loss when the Group's right to receive payments is established.

Changes in fair value of financial assets at FVOCI are recognised in OCI and are not reclassified to profit or loss. Consequently, there is no need to review such instruments for impairment.

On derecognition of the equity instrument in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income may however be transferred to another component of equity.

Derivatives

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period. Changes in fair value of derivatives are recognised in profit or loss.

Impairment

For trade receivables, the Group applies a simplified approach in calculating expected credit losses ('ECLs'). The Group recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. This is similar for other financial assets on the balance sheet. Impairment losses are reflected in the allowance account of the respective financial asset class on the balance sheet:

- Loan to associate (Note 15)
- Amount due from subsidiary companies (Note 17)
- Trade receivables (Note 18)
- Other current assets – Sundry receivables, export incentives and subsidies receivable, deposits, staff advances, insurance receivables, amount due from joint venture, associates and a shareholder related company (Note 22)

Derecognition

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income for debt instruments, is recognised in profit or loss.

2. Summary of significant accounting policies continued

2.13 Financial instruments continued

(b) Financial liabilities

Initial recognition and measurement

Financial liabilities are recognised when, and only when, the Group becomes a party to the contractual provisions of the financial instrument. The Group determines the classification of its financial liabilities at initial recognition.

All financial liabilities are recognised initially at fair value plus, in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

Subsequent measurement

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. On derecognition, the difference between the carrying amounts and the consideration paid is recognised in profit or loss. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability and the difference in the respective carrying amounts are recognised in profit or loss.

(c) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheets, when and only when, there is a currently enforceable legal right to set off the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

2.14 Cash and cash equivalents

Cash and cash equivalents comprise cash and bank balances and short-term fixed bank deposits that are subject to an insignificant risk of changes in value. These also include bank overdrafts that form an integral part of the Group's cash management. Cash and cash equivalents carried in the balance sheets are classified and accounted as measured at amortised cost under SFRS(I) 9. The accounting policy for this category of financial assets is stated in Note 2.13.

2.15 Inventories

Inventories for commodity trading businesses are measured at fair value less costs to sell, with changes in fair value less costs to sell recognised in the profit or loss in the period of the change.

Other inventories are stated at the lower of cost and net realisable value and are valued on a first-in-first-out basis. Net realisable value represents the estimated selling price in the ordinary course of business, less anticipated cost of disposal and after making allowance for damages and slow-moving items.

For fruits on trees that are harvested, are stated at fair value less estimated point-of-sale costs at the time of harvest (the 'initial cost'). Thereafter these inventories are carried at the lower of initial cost and net realisable value.

Where necessary, allowance is provided for damaged, obsolete and slow-moving items to adjust the carrying value of inventories to the lower of cost and net realisable value.

2.16 Borrowing costs

Borrowing costs are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2. Summary of significant accounting policies continued

2.17 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimates. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.18 Employee benefits

(a) Defined contribution plan

The Group participates in the national pension schemes as defined by the laws of countries in which it has operations. In particular, the Singapore companies in the Group make contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

(b) Employee leave entitlement

Employee entitlements to annual leave are recognised as a liability when they accrue to employees. A provision is made for the estimated liability for leave as a result of services rendered by employees up to the balance sheet date.

(c) Employee share options scheme/share grant plan

Employees (including senior executives) of the Group receive remuneration in the form of share options or shares as consideration for services rendered ('equity-settled transactions').

The cost of these equity-settled share-based payment transactions with employees is measured with reference to the fair value at the date on which the share subscriptions/options are granted which takes into account market conditions and non-vesting conditions.

This cost is recognised in the profit or loss, with a corresponding increase in the share-based compensation reserve, over the vesting period. The cumulative expense recognised at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of options that will ultimately vest. The charge or credit to the profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

No expense is recognised for options that do not ultimately vest, except for options where vesting is conditional upon a market condition or non-vesting condition, which are treated as vested irrespective of whether or not the market condition or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied. In the case where the option does not vest as the result of a failure to meet a non-vesting condition that is within the control of the Group or the employee, it is accounted for as a cancellation. In such case, the amount of the compensation cost that otherwise would be recognised over the remainder of the vesting period is recognised immediately in profit or loss upon cancellation.

In situations where equity instruments are issued and some or all of the goods or services received by the entity as consideration cannot be specifically identified, the unidentified goods or services received (or to be received) are measured as the difference between the fair value of the share-based payment and the fair value of any identifiable goods or services received at the grant date. This is then capitalised or expensed as appropriate.

Where the terms of an equity-settled award are modified, an expense is recognised as if the terms had not been modified. In addition, an expense is recognised for a modification, which increases the total fair value of the share-based payment arrangement, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it has vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

2. Summary of significant accounting policies continued

2.19 Leases

Lease contracts, as defined by SFRS(I) 16 Leases, are recorded in the balance sheet, which leads to the recognition of:

- an asset representing a right-of-use of the asset leased during the lease term of the contract;
- a liability related to the payment obligation.

Right-of-use assets
Right-of-use assets are measured at cost, which comprise the following - lease liability, lease payments made at or prior to delivery, less lease incentives received, initial direct costs and restoration obligations.

Following initial recognition, right-of-use assets are subsequently measured at amortised cost and depreciated over the term of the lease using the straight-line method.

Lease liability
The lease liability at commencement date is recognised for an amount equal to the present value of the lease payments over the lease term.

The lease liability is subsequently measured based on a process similar to the amortised cost method using the discount rate: where the liability is increased by the accrued interests resulting from the discounting of the lease liability, at the beginning of the lease period and less payments made. The interest cost for the period as well as variable payments, not taken into account in the initial measurement of the lease liability and incurred over the relevant period are recognised as costs.

Variable lease payments
The Group enters into 'Tiered Revenue Sharing Arrangements' for certain leases of land, buildings, plant and machinery and other assets. Arising from such arrangements are variable lease payments that do not depend on an index or rate and are based on production volumes or revenues of the underlying performance of the respective business units. Such variable lease payments are recognised in profit or loss in the period in which the event that triggers the occurrence of payments.

To the extent that the lease contract is a tiered revenue sharing arrangement in a sale and leaseback transaction, the Group shall measure the right-of-use asset arising from the leaseback at the proportion of the previous carrying amount of the asset that relates to the right-of-use retained by the Group. Accordingly, the Group shall recognise only the amount of any gain or loss that relates to the rights transferred to the buyer-lessor.

Short term leases and low-value assets
The Group applies the short-term lease recognition exemption to its short-term leases of land, buildings, plant and machinery and other assets (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to other assets that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

2. Summary of significant accounting policies continued

2.20 Revenue from contracts with customers

Revenue is measured based on the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Revenue is recognised when the Group satisfies a performance obligation by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation.

(a) Sale of goods

Revenue from sale of goods is recognised at the point in time when control of the asset is transferred to the customer, generally on delivery of the goods as performance obligation is judged to have been satisfied and revenue is therefore recognised.

Revenue is measured at the consideration promised in the contract with a customer, less discounts and rebates.

(b) Sale of services

Revenue from services rendered is recognised in the accounting period in which services are rendered.

2.21 Interest income

Interest income is recognised using the effective interest method.

2.22 Government grants, export incentives and subsidies

Government grants, export incentives and subsidies are recognised at their fair values when there is reasonable assurance that the grant will be received and all conditions attached will be complied with. When the grant relates to an expense item, it is recognised in the profit or loss over the period necessary to match it on a systematic basis to the costs that it is intended to compensate. When the grant relates to an asset, the fair value is recognised as deferred capital grant on the balance sheet and is amortised to the profit or loss over the expected useful life of the relevant asset by equal annual instalments.

2.23 Taxes

(a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the end of the reporting period, in the countries where the Group operates and generates taxable income.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

2. Summary of significant accounting policies continued

2.23 Taxes continued

(b) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the balance sheet date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:-

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carryforward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised except:-

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax asset is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the balance sheet date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, would be recognised subsequently if new information about facts and circumstances changed. The adjustment would be treated either as a reduction to goodwill (as long as it does not exceed goodwill) if incurred during the measurement period or in profit or loss.

(c) Sales tax

Revenues, expenses and assets are recognised net of the amount of sales tax except:-

- where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the assets or as part of the expense item as applicable; and
- where receivables and payables are stated with the amount of sales tax included.

The net amount of sales tax recoverable from or payable to the taxation authority is included as part of receivables or payables in the balance sheet.

2. **Summary of significant accounting policies** continued

2.24 Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services, which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge.

The segment managers report directly to the management of the Company which regularly reviews the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 39, including the factors used to identify the reportable segments and the measurement basis of segment information.

2.25 Share capital and share issue expenses

Proceeds from issuance of ordinary shares net of directly attributable expenses are recognised as share capital in equity.

2.26 Treasury shares

The Group's own equity instruments, which are reacquired (treasury shares) are recognised at cost (including directly attributable expenses) and deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Any difference between the carrying amount of treasury shares and the consideration received, if reissued, is recognised directly in equity. Voting rights related to treasury shares are nullified for the Group and no dividends are allocated to them respectively.

2.27 Perpetual capital securities

The perpetual capital securities do not have a maturity date and the Company is able to elect to defer making a distribution subject to the terms and conditions of the securities issue. The Company is considered to have no contractual obligation to make principal repayments or distributions in respect of its perpetual capital securities issue. Accordingly, the perpetual capital securities do not meet the definition for classification as financial liability and are presented within equity. Distributions are treated as dividends which will be directly debited from equity. Incremental costs directly attributable to the issue of the perpetual capital securities are deducted against the proceeds from the issue.

2.28 Contingencies

A contingent liability is:-

(a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or

(b) a present obligation that arises from past events but is not recognised because:

   (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

   (ii) the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Contingent liabilities and assets are not recognised on the balance sheet of the Group, except for contingent liabilities assumed in a business combination that are present obligations and for which the fair values can be reliably determined.

2. Summary of significant accounting policies continued

2.29 Derivative financial instruments and hedging activities

Derivative financial instruments include forward currency contracts, commodity futures, options, over-the-counter ('OTC') structured products, commodity physical forwards, foreign currency swap and interest rate swap contracts. These are used to manage the Group's exposure to risks associated with foreign currency, commodity price and interest rate fluctuations. Certain derivatives are also used for trading purposes. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivative financial instruments are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

The fair value of forward currency contracts and interest rate derivatives are calculated by reference to current forward exchange rates and interest rates respectively for contracts with similar maturity profiles. The fair values of commodity futures, options, OTC structured products and physical forwards are determined by reference to available market information and market valuation methodology. Where the quoted market prices are not available, fair values are based on management's best estimates, which are arrived at by reference to market prices.

Hedge accounting

The Group applies hedge accounting for certain hedging relationships which qualify for hedge accounting.

For the purpose of hedge accounting, hedges are classified as:-

- fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment; or
- cash flow hedges when hedging exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction or the foreign currency risk in an unrecognised firm commitment.

(a) Fair value hedges

Fair value hedge accounting is applied to hedge the Group's exposure to changes in the fair value portion of such an asset or liability or an identified portion of such an asset or liability that is attributable to a particular risk – commodity price risk that could affect the profit and loss account. For fair value hedges, the carrying amount of the hedged item (inventories) is adjusted for gains and losses attributable to the risk being hedged, the derivative (hedging instrument) is remeasured at fair value, gains and losses from both are taken to the profit and loss account.

When inventories are designated as a hedged item, the subsequent cumulative change in the fair value of these inventories attributable to the hedged commodity price risk is recognised as part of inventories with a corresponding gain or loss in the profit and loss account. The hedging instrument is recorded at fair value as an asset or liability and the changes in the fair value of the hedging instrument are also recognised in the profit and loss account.

The application of hedge accounting is discontinued in cases where the Group revokes the hedging relationship. Effective from SFRS(I) 9, hedging relationships may not be voluntarily revoked unless there is a change in risk management objective. Accordingly, in cases where a hedging relationship ceases to meet the hedge effectiveness requirement relating to the hedge ratio but the risk management objective remains unchanged, the Group adjusts the hedging ratio to re-establish the effectiveness of the hedging relationship. Furthermore, the Group discontinues the application of hedge accounting in cases where there is a change in the risk management objective for the hedging relationship.

(b) Cash flow hedges

For each cash flow hedge relationship, the effective part of any gain or loss on the derivative financial instrument is recognised directly in other comprehensive income. Amounts recognised as other comprehensive income are transferred to profit or loss when the hedged transaction affects profit or loss. The ineffective part of any gain or loss is recognised immediately in the profit and loss account at the time hedge effectiveness is tested.

When a cash flow hedge is discontinued, any cumulative gain or loss previously recognised in other comprehensive income will remain in the cash flow hedge reserve until the future cash flows occur. If the hedged future cash flows no longer expected to occur, the net cumulative gain or loss is immediately reclassified to profit and loss account.

2. Summary of significant accounting policies continued

2.30 Related parties

A related party is defined as follows:-

(a) A person or a close member of that person's family is related to the Group and Company if that person:

(i) has control or joint control over the Company;

(ii) has significant influence over the Company; or

(iii) is a member of the key management personnel of the Group or Company or of a parent of the Company.

(b) An entity is related to the Group and the Company if any of the following conditions applies:-

(i) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

(iii) both entities are joint ventures of the same third party.

(iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity.

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company.

(vi) the entity is controlled or jointly controlled by a person identified in (a).

(vii) a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

3. Significant accounting judgements and estimates

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimating uncertainty as at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

(a) Valuation of goodwill, intangible and tangible assets/liabilities through business combinations

Business combinations are accounted for by applying the acquisition method. Identifiable assets acquired and liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The fair value of such assets and liabilities are estimated by independent professional valuers where significant, or using the discounted cash flow model, which requires the Group to make an estimate of the expected future cash flows of the acquired business and choosing a suitable discount rate. In addition, the Group also assesses the reasonableness of the estimated useful lives of such newly acquired assets which would also have an impact to the underlying fair valuation. The business combinations completed during the current financial year are disclosed in Note 12 to the financial statements.

3. Significant accounting judgements and estimates continued

Key sources of estimation uncertainty continued

(b) Impairment of goodwill and intangible assets with indefinite/definite useful life

Management performs periodic reviews of goodwill, intangible assets with indefinite/definite life for indication of impairment. The Group estimates the value in use of the cash-generating units to which the goodwill and intangible asset with indefinite/definite useful life is allocated. Estimating the value in use requires the Group, with the help of independent professional valuers where applicable, to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The impairment tests are sensitive to forecasted EBITDA, growth rates and discount rates. Changes in these assumptions may result in changes in recoverable values. The carrying amount of the Group's goodwill and indefinite/definite life intangible assets at the balance sheet date is disclosed in Note 12 to the financial statements.

(c) Impairment of property, plant and equipment

An impairment exists when the carrying value of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing the asset. The Group had engaged independent professional valuers, where relevant to assess the fair values for certain assets using recognised valuation techniques.

The value in use calculation is based on a discounted cash flow model and requires the Group, with the help of independent professional valuers where applicable, to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The value in use calculations are sensitive to forecasted EBITDA, growth rates and discount rates.

Changes in these above assumptions may result in changes in recoverable values. The carrying amount of the Group's property, plant and equipment at the balance sheet date is disclosed in Note 11 to the financial statements.

(d) Biological assets

The fair value of biological assets (other than livestock and poultry) is estimated using the discounted cash flow model, which requires the Group to make an estimate of the expected future cash flows from the biological assets. Key assumptions where judgement is involved includes choosing a suitable discount rate in order to calculate the present value of those cash flows, which is referenced to professional valuations or fair valued by independent professional valuers where significant and considering effect of climate risks factors on the assumptions. The valuation of these biological assets is particularly sensitive to discount rates and they are disclosed in Note 13.

(e) Fair value of financial instruments

Where the fair values of financial instruments recorded on the balance sheet cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flow model. The inputs to these models are derived from observable market data where possible, but where this is not feasible, a degree of judgement is required in establishing fair values (Level 3). The judgements include considerations of model inputs regarding forward prices, credit risk, volatility and counterparty risk that are not supported by observable market data. Changes in assumptions about these factors could affect the reported fair value of financial instruments. The valuation of financial instruments is described in more detail in Note 36.

3. Significant accounting judgements and estimates continued

Key sources of estimation uncertainty continued

(f) Taxation

The Group establishes provisions, based on reasonable estimates, of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the relevant tax authority. Such differences of interpretation may arise on a wide variety of issues including transfer pricing arrangements which vary by tax jurisdiction. In addition to the complexity of its tax environment, there is a level of unpredictability of tax authority's assessment of the Group's tax filings, which results in the application of management judgment in ascertaining reasonable estimates.

For open tax years, the Group assesses its liabilities and contingencies based upon the latest information available. Inherent uncertainties exist in estimates of tax contingencies due to complexities of interpretation and changes in tax laws. The Group records reasoned estimates of uncertain tax positions where it is assessed on the balance of probabilities that an adjustment is likely. Management does not anticipate a significant risk of material changes in estimates in this matter in the next financial year.

In addition to the above, deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised and when temporary differences are created if the carrying amount of an asset is less than its tax base. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the estimated unwinding of the deferred tax against taxable income or taxable temporary differences, together with future tax planning strategies.

The carrying amounts of the Group's provision for taxation, deferred tax assets and deferred tax liabilities as at 31 December 2021 is disclosed in Note 9 to the financial statements.

4. Revenue from contracts with customers – disaggregation of revenue

	Group	
	2021 $'000	2020 $'000
Types of goods or services		
Sale of goods	**45,701,687**	35,561,529
Sale of services	**1,300,264**	258,514
Total revenue from contracts with customers	**47,001,951**	35,820,043
Timing of revenue recognition		
Goods transferred at point in time	**45,701,687**	35,561,529
Services transferred at point in time	**1,292,974**	257,837
Others	**7,290**	677
Total revenue from contracts with customers	**47,001,951**	35,820,043

Revenue from sale of services mainly represents ginning and toll processing income and freight charter income.

For further disaggregation disclosure of revenue from contracts with customers by business and geographical segments – refer to Note 39.

5. Other income

Other income included the following:-

	Group	
	2021 $'000	2020 $'000
Gain on disposal of subsidiaries, net (Note 14)	**5,391**	–
Gain on disposal/partial divestment of joint venture and associate (Note 15)	**8,630**	75,008
Commissions and claims, sale of packaging materials, sales of scrap and others	**63,408**	61,167
	77,429	136,175

6. Cost of goods sold

The significant portion of the cost of goods sold pertains to the purchase costs of inventories sold (Note 20). There are other directly attributable costs associated with cost of goods sold and these include:-

	Group	
	2021 $'000	2020 $'000
Shipping, logistics, commission and claims	**(5,261,654)**	(3,556,399)
Foreign exchange on cost of goods sold [1]	**(59,364)**	(84,493)
(Losses)/gains on derivatives net of fair value changes	**(786,949)**	346,403
Inventories written down, net (Note 20)	**(16,266)**	(58,478)
Export incentives, subsidies and grant income received [2]	**43,980**	28,220

1. Foreign exchange on cost of goods sold relate to foreign exchange movement arising between the time of purchase of goods and the time of sale of such goods.
2. Export incentives and subsidies relate to income from government agencies of various countries for the export of agricultural products.

7. Other expenses

Other expenses are stated after (charging)/crediting:-

	Group	
	2021 $'000	2020 $'000
Loss on disposal of joint venture and associate, net	**(684)**	(848)
Loss of disposal of property, plant and equipment and intangible assets, net	**(1,414)**	(3,508)
Employee benefits expenses (Note 31)	**(1,294,870)**	(1,045,581)
(Loss)/gain on foreign exchange, net	**(117,219)**	34,377
Bank charges	**(79,118)**	(73,047)
Travelling expenses	**(45,812)**	(38,946)
Transaction costs incurred in business combinations (Note 12)	**(6,280)**	(1,088)
Reversal/(impairment loss) on financial assets – Trade receivables (Note 18)	**8,878**	(26,705)
Allowance for doubtful debts – Advance payments to suppliers (Note 21)	**(1,713)**	(4,086)
Impairment of intangible assets (Note 12)	**–**	(2,315)
Impairment of property, plant and equipment (Note 11)	**(46,969)**	(498,635)
Impairment of investment in joint venture (Note 15(a))	**(2,233)**	–
Group re-organisation costs [1]	**(107,184)**	–
Business restructuring and closure costs	**(72,358)**	(101,982)
Auditor's remuneration:		
• Ernst & Young LLP, Singapore	**(2,037)**	(2,279)
• Other member firms of Ernst & Young Global	**(7,622)**	(6,955)
Non-audit fees:		
• Ernst & Young LLP, Singapore [2]	**(2,766)**	(361)
• Other member firms of Ernst & Young Global [3]	**(7,221)**	(1,694)

1. The Group re-organisation costs relates to the announcement of 20 January 2020, where the Group announced that it would pursue a re-organisation of its portfolio of businesses into two new operating groups: (1) Olam Food Ingredients ("ofi") and (2) Olam Global Agri ("Olam Agri").
2. The non-audit fees paid to Ernst & Young LLP, Singapore comprise of work performed arising from the re-organisation of the group into 3 operating groups, ofi, Olam Agri and the remaining businesses that included, amongst others, financial due diligence and audit of ofi and Olam Agri as standalone operating group in connection with the ofi IPO and significant minority sale in relation to Olam Agri.
3. Non-audit fees paid to other member firms of Ernst & Young Global also includes fees which relates to the reporting accountants' work performed in preparation for the premium listing of sub-group ofi on the London Stock Exchange.

8. Finance costs

Finance costs include the following:-

	Group	
	2021 $'000	2020 $'000
Interest expense:		
• On bank overdrafts	**36,415**	33,884
• On bank loans	**358,658**	371,253
• On medium-term notes	**93,562**	101,184
• On bonds	**863**	15,712
• On lease liabilities (Note 10, 25)	**54,687**	52,063
• Others	**30,745**	24,628
	574,930	598,724
Less: interest expense capitalised in:		
• Property, plant and equipment and biological assets	**(44,535)**	(80,249)
	530,395	518,475

Interest was capitalised to capital work-in-progress, plant and machinery, buildings and biological assets by various subsidiaries of the Group at rates ranging from 2.70% to 7.50% (2020: from 2.70% to 7.50%) per annum.

9. Income tax

(a) Major components of income tax expense

	Group 2021 $'000	Group 2020 $'000
Profit and loss account		
Current income tax:		
• Singapore	**4,437**	14,754
• Foreign	**180,216**	139,610
(Over)/under provision in respect of prior years	**(15,187)**	86
	169,466	154,450
Deferred income tax:		
• Singapore	**(6,893)**	(368)
• Foreign	**(28,646)**	(110,095)
Income tax expense	**133,927**	43,987

	Group 2021 $'000	Group 2020 $'000
Statement of comprehensive income:		
Deferred income tax related to items credited directly to other comprehensive income:		
Net change in fair value adjustment reserves for derivative financial instruments designated as hedging instruments in cash flow hedges	**921**	(168)
Deferred tax recorded in other comprehensive income	**921**	(168)

(b) Relationship between tax expense and accounting profit

A reconciliation of the statutory tax rate to the Group's effective tax rate ("ETR") is as follows:-

	Group 2021 %	Group 2020 %
Tax using Singapore tax rate 17% (2020: 17%)	**17.0**	17.0
Tax effect of non-deductible expenses	**4.9**	17.0
Higher statutory tax rates of other countries [1]	**7.0**	2.5
Tax effect on (over)/under provision in respect of prior years	**(2.1)**	0.0
Tax effect of income taxed at concessionary rate [2]	**(9.7)**	(7.6)
Tax effect on non-taxable/exempt income [3]	**(0.9)**	(20.2)
Tax effect of joint ventures/associates	**(0.5)**	(1.5)
Tax effect of deferred tax assets not recognised	**1.9**	12.2
Tax effect of others, net	**0.6**	0.4
Effective tax rate	**18.2**	19.8

1. The above reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction.
2. The Company is an approved company under the Global Trader Programme ('GTP') of Enterprise Singapore and Development and Expansion Incentive ('DEI') under the International Headquarters ('IHQ') award of Singapore Economic Development Board. By virtue of this, the Company is entitled to a concessionary income tax rate of 5% and 5.5% respectively for a period of 5 years from 1 July 2018 until and including 31 December 2022 on qualifying activities, products and income.
3. There are six (2020: eight) subsidiaries within the Group that are taxed at the preferential tax rate ranging from 0% to 10% (as opposed to the local headline/statutory tax rates ranging from 20% to 30%) by the local tax authorities for periods ranging from 0 to 8 years (2020: 0.7 to 3 years), except one subsidiary which does not have an expiry date on preferential tax rate.

9. Income tax continued

(c) Deferred income tax

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current income tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The amounts, after such offsets, are disclosed on the balance sheet as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Deferred tax assets	**266,766**	227,802	**–**	–
Deferred tax liabilities	**(583,261)**	(369,230)	**(2,407)**	(836)
Net deferred tax liabilities	**(316,495)**	(141,428)	**(2,407)**	(836)

Details of deferred tax assets and liabilities before offsetting is as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Deferred tax liabilities on:				
Property, plant and equipment	**202,283**	185,050	**258**	302
Right-of-use asset / lease liability	**2,319**	2,586	**–**	–
Intangible assets	**209,078**	11,209	**–**	–
Fair value adjustment on business combinations	**160,676**	169,609	**2,369**	2,375
Biological assets	**100,853**	106,839	**–**	–
Revaluation of financial instruments to fair value	**49,510**	19,106	**396**	–
Others	**24,574**	22,723	**–**	–
	749,293	517,122	**3,023**	2,677
Amount offset against deferred tax assets	**(166,032)**	(147,892)	**(616)**	(1,841)
	583,261	369,230	**2,407**	836
Deferred tax assets on:				
Property, plant and equipment	**38,736**	33,305	**–**	–
Right-of-use asset	**60,188**	61,696	**–**	–
Intangible assets	**176,823**	134,481	**–**	–
Allowance for impairment	**3,778**	2,362	**–**	–
Inventories written down	**6,570**	3,973	**549**	1,222
Revaluation of financial instruments to fair value	**21**	518	**–**	518
Unabsorbed losses	**41,994**	44,805	**–**	–
Others	**104,688**	94,554	**67**	101
	432,798	375,694	**616**	1,841
Amount offset against deferred tax liabilities	**(166,032)**	(147,892)	**(616)**	(1,841)
	266,766	227,802	**–**	–
Net deferred tax liabilities	**(316,495)**	(141,428)	**2,407**	(836)

9. **Income tax** continued

(c) Deferred income tax continued

Movements in deferred tax during the financial year is as follows:-

	Group	
	2021 $'000	2020 $'000
As at beginning of year	**(141,428)**	(224,064)
Business combinations (Note 12)	**(202,322)**	(12,311)
Tax income recognised in profit and loss	**35,539**	110,463
Tax (expense)/income recognised in equity	**(921)**	168
Foreign currency translation adjustments	**(7,363)**	(15,684)
	(316,495)	(141,428)

Unrecognised tax losses and capital allowances for which no deferred tax assets have been recognised

The Group has tax losses of approximately $383,785,000 (2020: $488,502,000) and capital allowances of $27,721,000 (2020: $39,597,000) that are available for offset against future taxable profits of the companies in which the losses arose for which no deferred tax asset has been recognised. The use of these tax losses is subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate and there is no expiry date on the utilisation of such tax losses and capital allowances for offset against future taxable profits, except for amounts of $325,280,000 (2020: $431,252,000) which will expire over financial years 2022 to 2034.

Unrecognised temporary differences relating to investments in subsidiaries and joint ventures

At the end of the financial years ended 31 December 2020 and 31 December 2021, no deferred tax liability has been recognised for taxes that would be payable on the undistributed earnings of certain of the Group's subsidiaries and joint ventures as:-

- The Group has determined that undistributed earnings of its subsidiaries will not be distributed in the foreseeable future; and
- The joint ventures of the Group cannot distribute its earnings until it obtains the consent of both parties. At the end of the reporting period, the Group does not foresee giving such consent.

Such temporary differences for which no deferred tax liability has been recognised aggregate to $171,629,000 (2020: $74,261,000). The deferred tax liability is estimated to be $12,824,000 (2020: $12,624,000).

Tax consequences of proposed dividends

There are no income tax consequences attached to the dividends to the shareholders proposed by the Company but not recognised as a liability in the financial statements in respect of the current and previous financial year (Note 28).

10. Right-of-use assets

Group	Leasehold land $'000	Leasehold buildings $'000	Water rights $'000	Other assets[1] $'000	Total $'000
Cost					
As at 1 January 2020	304,972	189,357	132,874	92,047	719,250
Additions in relation to business combinations (Note 12)	734	–	–	–	734
Additions/(disposals), net	460	33,297	–	62,756	96,513
Charge for the year	(16,252)	(56,336)	(5,513)	(41,079)	(119,180)
Foreign currency translation adjustments	6,801	(1,970)	9,941	160	14,932
As at 31 December 2020 and 1 January 2021	296,715	164,348	137,302	113,884	712,249
Additions in relation to business combinations (Note 12)	–	60,514	–	368	60,882
Additions/(disposals), net	8,394	44,162	–	115,625	168,181
Non-current assets held for sale (Note 22)	(2,992)	–	–	–	(2,992)
Charge for the year	(18,674)	(59,437)	(5,651)	(63,576)	(147,338)
Foreign currency translation adjustments	(4,977)	1,604	(4,927)	(23)	(8,323)
As at 31 December 2021	**278,466**	**211,191**	**126,724**	**166,278**	**782,659**
Average remaining amortisation period (years) – 31 December 2021	1 - 40	1 - 37	1 - 23	1 – 10	
Average remaining amortisation period (years) – 31 December 2020	1-40	1-40	1-24	1-4	

1. Other assets comprise of vessel charter contracts, motor vehicles, office equipment and computers.

Company	Leasehold buildings $'000	Other assets[1] $'000	Total $'000
Cost			
As at 1 January 2020	14,084	39,440	53,524
Additions	12,152	27,080	39,232
Charge for the year	(7,365)	(21,422)	(28,787)
Foreign currency translation adjustments	(459)	(945)	(1,404)
As at 31 December 2020 and 1 January 2021	**18,412**	**44,153**	**62,565**
Additions	482	96,228	96,710
Charge for the year	(7,065)	(40,782)	(47,847)
Foreign currency translation adjustments	351	1,096	1,447
As at 31 December 2021	**12,180**	**100,695**	**112,875**
Average remaining amortisation period (years) – 31 December 2021	1-3	1-4	
Average remaining amortisation period (years) – 31 December 2020	1-3	1-4	

Amount recognised in profit and loss

	Group	
	2021 $'000	2020 $'000
Interest expense on lease liabilities (Note 8)	**54,687**	52,063
Expenses relating to variable leases (included in Cost of Goods Sold)	**28,754**	29,830
Expenses relating to short-term leases (included in Other Operating Expenses)	**63,163**	62,223
Expenses relating to leases of low value assets (included in Other Operating Expenses)	**3,136**	2,683

These leases have no contingent rent provision included in the contracts. Lease terms do not contain restrictions on the Group's activities concerning dividends, additional debt or further leasing. The Group had total cash outflows for leases of $277,928,000 in the current financial year (2020: $241,602,000).

11. Property, plant and equipment

Group	Freehold land $'000	Buildings and improvements $'000	Plant and machinery $'000	Other assets[1] $'000	Capital work-in-progress $'000	Bearer plants $'000	Total $'000
Cost							
As at 1 January 2020	397,100	2,282,647	2,800,790	366,507	419,459	1,941,818	8,208,321
Additions in relation to business combinations (Note 12)	15,212	20,784	5,853	5,681	3,899	–	51,429
Additions	27,037	50,232	89,115	43,979	265,316	165,568	641,247
Disposals	(25,013)	(24,774)	(58,057)	(13,846)	(1,650)	–	(123,340)
Reclassification	3,320	59,604	68,093	7,771	(141,358)	2,570	–
Non-current assets held for sale (Note 22)	(206)	(7,211)	(95,516)	(325)	–	–	(103,258)
Foreign currency translation adjustments	(6,594)	(15,073)	(88,973)	(7,232)	5,580	91,555	(20,737)
As at 31 December 2020 and 1 January 2021	410,856	2,366,209	2,721,305	402,535	551,246	2,201,511	8,653,662
Additions in relation to business combinations (Note 12)	551	23,023	76,290	6,354	1,327	–	107,545
Additions	975	32,631	103,009	53,849	401,895	74,318	666,677
Disposals	(14,543)	(29,413)	(36,465)	(38,842)	(44,452)	(15,371)	(179,086)
Reclassification	9,663	78,222	142,783	892	(230,315)	(1,245)	–
Sale of subsidiaries (Note 14)	–	(6,222)	(3,726)	(1,637)	(904)	(10,926)	(23,415)
Non-current assets held for sale (Note 22)	(155,290)	(23,029)	(51,218)	(8,169)	(1,079)	–	(238,785)
Foreign currency translation adjustments	(572)	(42,872)	(28,942)	(10,240)	(23,222)	(76,423)	(182,271)
As at 31 December 2021	**251,640**	**2,398,549**	**2,923,036**	**404,742**	**654,496**	**2,171,864**	**8,804,327**
Accumulated depreciation and impairment loss							
As at 1 January 2020	49,834	463,207	995,899	208,648	–	303,770	2,021,358
Charge for the year	–	100,102	196,716	52,132	–	57,137	406,087
Disposals	(10,485)	(27,679)	(39,787)	(12,624)	–	–	(90,575)
Reclassification	(1,901)	3,134	(2,921)	1,688	–	–	–
Non-current assets held for sale (Note 22)	–	(4,503)	(59,173)	(327)	–	–	(64,003)
Impairment	81	3,415	5,495	251	–	489,393	498,635
Foreign currency translation adjustments	(273)	(322)	(33,110)	(621)	–	11,923	(22,403)
As at 31 December 2020 and 1 January 2021	37,256	537,354	1,063,119	249,147	–	862,223	2,749,099
Charge for the year	–	111,290	204,847	55,971	–	52,462	424,570
Sale of subsidiaries (Note 14)	–	(1,619)	(3,445)	(1,436)	–	(354)	(6,854)
Disposals	(5,774)	(10,758)	(28,303)	(36,032)	–	(15,442)	(96,309)
Reclassification	(381)	348	1,407	(1,374)	–	–	–
Non-current assets held for sale (Note 22)	(49,926)	(23,029)	(42,899)	(8,170)	(1,079)	–	(125,103)
Impairment	18,853	16,370	9,530	1,141	1,075	–	46,969
Foreign currency translation adjustments	757	(6,401)	(13,372)	(6,900)	4	(29,208)	(55,120)
As at 31 December 2021	**785**	**623,555**	**1,190,884**	**252,347**	**–**	**869,681**	**2,937,252**
Net carrying value							
As at 31 December 2021	**250,855**	**1,774,994**	**1,732,152**	**152,395**	**654,496**	**1,302,183**	**5,867,075**
As at 31 December 2020	373,600	1,828,855	1,658,186	153,388	551,246	1,339,288	5,904,563

1. Other assets comprise of motor vehicles, furniture and fittings, office equipment and computers.

11. **Property, plant and equipment** continued

Company	Buildings and improvements $'000	Plant and machinery $'000	Motor vehicles $'000	Furniture and fittings $'000	Office equipment $'000	Computers $'000	Total $'000
Cost							
As at 1 January 2020	556	507	1,012	9,040	849	24,521	36,485
Additions	–	–	–	172	62	1,457	1,691
Disposals	(155)	–	–	–	(22)	(7)	(184)
Foreign currency translation adjustments	(3)	(9)	(18)	(167)	(17)	(497)	(711)
As at 31 December 2020 and 1 January 2021	398	498	994	9,045	872	25,474	37,281
Additions	–	–	471	13	63	1,767	2,314
Disposals	–	(71)	(412)	–	(7)	(19,289)	(19,779)
Foreign currency translation adjustments	8	10	20	184	18	455	695
As at 31 December 2021	**406**	**437**	**1,073**	**9,242**	**946**	**8,407**	**20,511**
Accumulated depreciation							
As at 1 January 2020	468	359	351	4,520	487	21,402	27,587
Charge for the year	41	27	179	1,866	148	2,175	4,436
Disposals	(155)	–	–	–	(17)	(7)	(179)
Foreign currency translation adjustments	(3)	(8)	(14)	(162)	(14)	(472)	(673)
As at 31 December 2020 and 1 January 2021	351	378	516	6,224	604	23,098	31,171
Charge for the year	7	25	171	1,835	154	1,676	3,868
Disposals	–	(70)	(262)	–	(3)	(19,205)	(19,540)
Foreign currency translation adjustments	7	8	10	132	12	408	577
As at 31 December 2021	**365**	**341**	**435**	**8,191**	**767**	**5,977**	**16,076**
Net carrying value							
As at 31 December 2021	**41**	**96**	**638**	**1,051**	**179**	**2,430**	**4,435**
As at 31 December 2020	47	120	478	2,821	268	2,376	6,110

In the previous financial year, an impairment loss of $489,393,000 was recognised on bearer plants which mainly related to palm plantation assets in Gabon. The impairment was recognised in "Other expenses" (Note 7) in the profit and loss account, against the recoverable amount based on its value in use.

The Group's land, buildings, plant and machinery with a carrying amount of $117,963,000 (2020: $136,922,000) have been pledged to secure the Group's borrowings as set out in Note 25 to the financial statements.

Bearer plants consist of mature and immature almond orchards, coffee, pepper, palm and rubber plantations. All trees within the Group's mature plantations presently consist of trees aged between 1 and 30 years (2020: 1 and 30 years).

Immature plantations mainly consist of almond orchards, pepper, palm and rubber trees aged between 1 and 7 years (2020: 1 and 7 years) amounting to $351,458,000 (2020: $695,657,000).

At the end of the financial year, the Group's total planted area of plantations is approximately 106,707 (2020: 107,655) hectares, excluding hectares for those commodities whose plantations are not managed by the Group.

12. Intangible assets

Group	Goodwill $'000	Customer relationships $'000	Brands and trademarks[1] $'000	Software $'000	Water Rights[2] $'000	Concession Rights[3] $'000	Others[4] $'000	Total $'000
Cost								
As at 1 January 2020	839,707	137,944	145,911	101,540	–	85,192	135,205	1,445,499
Additions in relation to business combinations (Note 12)	7,016	8,296	18,665	–	–	–	15,623	49,600
Additions	–	–	–	72,718	10,109	–	524	83,351
Disposals	–	–	–	(8,024)	–	–	(71)	(8,095)
Foreign currency translation adjustments	(14,531)	(2,847)	(3,397)	(5,801)	445	9,217	(2,414)	(19,328)
As at 31 December 2020 and 1 January 2021	832,192	143,393	161,179	160,433	10,554	94,409	148,867	1,551,027
Additions in relation to business combinations (Note 12)	503,477	478,136	356,575	–	104	–	2,943	1,341,235
Additions	–	–	–	13,157	–	–	15,269	28,426
Disposals	–	–	–	(25,273)	–	–	(1,486)	(26,759)
Sale of subsidiaries (Note 14)	–	–	–	–	–	–	(3,616)	(3,616)
Foreign currency translation adjustments	21,823	7,961	7,089	2,293	(388)	(2,700)	2,171	38,249
As at 31 December 2021	**1,357,492**	**629,490**	**524,843**	**150,610**	**10,270**	**91,709**	**164,148**	**2,928,562**
Accumulated amortisation and impairment								
As at 1 January 2020	15,355	82,994	23,822	52,375	–	51,587	54,135	280,268
Amortisation	–	11,726	–	15,010	–	4,625	4,636	35,997
Impairment	–	–	–	–	–	–	2,315	2,315
Disposals	–	–	–	(3,576)	–	–	(2)	(3,578)
Foreign currency translation adjustments	(388)	(2,026)	(421)	(2,656)	–	(556)	(726)	(6,773)
As at 31 December 2020 and 1 January 2021	14,967	92,694	23,401	61,153	–	55,656	60,358	308,229
Amortisation	–	28,096	–	16,238	–	4,505	6,447	55,286
Disposals	–	–	–	(15,955)	–	–	(1,056)	(17,011)
Sale of subsidiaries (Note 14)	–	–	–	–	–	–	(924)	(924)
Foreign currency translation adjustments	419	1,951	476	472	–	650	727	4,695
As at 31 December 2021	**15,386**	**122,741**	**23,877**	**61,908**	**–**	**60,811**	**65,552**	**350,275**
Net carrying value								
As at 31 December 2021	**1,342,106**	**506,749**	**500,966**	**88,702**	**10,270**	**30,898**	**98,596**	**2,578,287**
As at 31 December 2020	817,225	50,699	137,778	99,280	10,554	38,753	88,509	1,242,798
Average remaining amortisation period (years)								
– 31 December 2021	**–**	**1 – 10**	**–**	**1 – 13**	**–**	**5 – 15**	**1 - 44**	
– 31 December 2020	–	1 – 11	–	1 – 13	–	6 – 16	1 - 45	

12. Intangible assets continued

Company	Goodwill $'000	Brands and trademarks $'000	Software $'000	Others[4] $'000	Total $'000
Cost					
As at 1 January 2020	195,809	851	69,857	67,670	334,187
Additions	–	–	69,430	479	69,909
Disposals	–	–	(9,426)	–	(9,426)
Foreign currency translation adjustments	(3,463)	(15)	(3,861)	(1,218)	(8,557)
As at 31 December 2020 and 1 January 2021	192,346	836	126,000	66,931	386,113
Additions	–	–	11,022	250	11,272
Disposals	–	–	(18,211)	(1,486)	(19,697)
Reclassification	(32,516)	–	–	–	(32,516)
Foreign currency translation adjustments	3,797	17	2,538	1,357	7,709
As at 31 December 2021	**163,627**	**853**	**121,349**	**67,052**	**352,881**
Accumulated amortisation					
As at 1 January 2020	–	–	26,298	15,786	42,084
Amortisation	–	–	11,064	1,279	12,343
Disposals	–	–	(3,504)	–	(3,504)
Foreign currency translation adjustments	–	–	(796)	(337)	(1,133)
As at 31 December 2020 and 1 January 2021	–	–	33,062	16,728	49,790
Amortisation	–	–	13,642	1,156	14,798
Disposals	–	–	(9,194)	(1,056)	(10,250)
Foreign currency translation adjustments	–	–	689	340	1,029
As at 31 December 2021	**–**	**–**	**38,199**	**17,168**	**55,367**
Net carrying amount					
As at 31 December 2021	**163,627**	**853**	**83,150**	**49,884**	**297,514**
As at 31 December 2020	**192,346**	**836**	**92,938**	**50,203**	**336,323**
Average remaining amortisation period (years)					
– 31 December 2021	**–**	**–**	**2–10**	**1–44**	
– 31 December 2020	–	–	2–10	1–45	

1. Brands and trademarks include 'OK Foods', 'OK Sweets', 'Jess Smith & Sons', 'Jain Farm Fresh Foods', 'Gel Spice' and 'Olde Thompson' brands/trademarks. The useful lives of the brands/trademarks are estimated to be indefinite as management believes there is no foreseeable limit to the period over which the brands/trademarks are expected to generate net cash flows for the Group.
2. Water rights relate to perpetual access to share of water from a specified consumptive pool.
3. Concession rights consist of rights to harvest trees in designated areas. Amortisation is charged over the estimated useful life of the concession rights.
4. Others comprise land use rights, trade names, marketing agreements and non-compete fees. Land use rights relate to rights to land where the Group has acquired plantations. Amortisation is charged over the estimated useful lives of the land use rights.

12. **Intangible assets** continued

Impairment testing of goodwill and other intangible assets

Goodwill and intangible assets with indefinite lives arising from business combinations have been allocated to the following cash-generating units ('CGU'), for impairment testing:-

	Goodwill		Brands and trademark		Water rights	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000	2021 $'000	2020 $'000
Olam OT Holdings, LLC	**500,710**	–	**355,529**	–	**–**	–
Jain Farm Fresh Foods, Inc.	**8,143**	–	**–**	–	**105**	
Nigeria Wheat Milling Business [1]	**269,617**	264,240	**–**	–	**–**	–
Cocoa Processing Business [2]	**247,772**	242,844	**–**	–	**–**	–
Olam Peanut Shelling Company Inc	**124,529**	122,046	**–**	–	**–**	–
Universal Blanchers	**66,837**	65,505	**–**	–	**–**	–
Packaged Foods brands	**31,800**	31,166	**121,516**	119,093	**–**	–
Caraway Africa Nigeria Limited	**43,450**	42,584		–	**–**	–
Progida Group	**12,620**	12,369		–	**–**	–
Olam Spices & Vegetables Ingredients	**9,244**	9,111	**854**	838	**–**	–
Olam Investment Australia Holdings	**8,092**	8,400	**–**	–	**10,165**	10,554
Jess Smith & Sons Cotton, Inc	**6,846**	6,709	**18,211**	17,847	**–**	
Others	**12,446**	12,251	**4,856**	–	**–**	–
	1,342,106	817,225	**500,966**	137,778	**10,270**	10,554

1. In the previous financial year, the Group achieved full integration of Nigeria wheat flour milling business of Dangote Flour Mills Limited ("DFM") and Quintessential Foods Nigeria Limited ("Quint") with Crown Flour Mills Limited. As a result, the goodwill of $190,270,000 and $ 73,970,000 for DFM and Quint respectively have been assessed as one CGU for goodwill impairment testing.
2. In the previous financial year, entire Cocoa Processing business have been integrated together. As a result, goodwill of Olam Food Ingredients Holdings UK Limited $7,643,000 and Olam Food Ingredients Spain, S.L. $5,778,000 were assessed together with goodwill of Cocoa Processing business $229,423,000 as single CGU for goodwill impairment testing.

The recoverable amounts of the CGUs have been determined based on value in use calculations using cash flow projections from financial budgets approved by management covering a five year period. The discount rates applied to the cash flow projections and the forecasted growth rates used to extrapolate cash flows beyond the five year period are as follows:-

	Growth rates		Discount rates	
	2021 %	2020 %	**2021 %**	2020 %
Olam OT Holdings, LLC	**2.00**	–	**8.00**	–
Jain Farm Fresh Foods, Inc.	**–**	–	**9.50**	–
Nigeria Wheat Milling Business	**–**	–	**11.40**	11.40
Cocoa Processing Business	**2.00**	2.00	**10.00**	10.00
Olam Peanut Shelling Company Inc	**2.00**	1.50	**7.50**	8.00
Universal Blanchers	**2.00**	2.00	**7.65**	8.00
Packaged Foods brands	**3.00**	3.00	**13.50**	13.50
Caraway Africa Nigeria Limited	**3.00**	3.00	**14.00**	14.00
Progida Group	**2.00**	2.00	**12.50**	12.50
Olam Spices & Vegetables Ingredients	**2.00**	2.00	**12.00**	12.00
Olam Investment Australia Holdings	**–**	–	**7.40**	7.40
Jess Smith & Sons Cotton, Inc	**1.00**	–	**7.55**	9.00

The calculations of value in use for the CGUs are most sensitive to the following assumptions:-

Forecasted EBITDA – Forecasted EBITDA are based on average values achieved at prevailing market conditions at the start of the budget period.

Growth rates – The growth rates indicated are as estimated by the management based on published industry research and do not exceed the long-term average growth rate for the industries relevant to the CGUs. At 1.00% change in growth rate assumption, the recoverable value would change in the range of 6.6% - 14.0% (2020: 6.5% - 17.7%).

Discount rates – Discount rates reflect management's estimate of risks specific to each CGU. This is the benchmark used by management to assess operating performance and to evaluate future investment proposals. At 1.00% change in discount rate assumption, the recoverable value would change in the range of 9.8% - 21.5% (2020: 7.9% - 25.6%).

12. **Intangible assets** continued

Business combinations

During the current financial year, the Group entered into three business combinations:-

	Olam Chile Peppers $'000	Jain Farm Fresh Foods, Inc. $'000	Olam OT Holdings, LLC (Olde Thompson) $'000	Total $'000
Fair value of assets and liabilities				
Right-of-use assets (Note 10)	–	3,314	57,568	60,882
Property, plant and equipment (Note 11)	47,305	22,458	37,782	107,545
Intangible assets (Note 12)	23,941	6,123	807,694	837,758
Trade and other receivables	14,135	7,949	79,884	101,968
Advance payment to suppliers	–	2,131	–	2,131
Inventories	55,986	28,732	118,539	203,257
Other non-current assets	–	–	5,873	5,873
Other current assets	2,624	–	3,393	6,017
Cash and bank balances	–	–	37	37
	143,991	70,707	1,110,770	1,325,468
Trade and other payables	5,043	5,632	40,441	51,116
Borrowing (non-current)	–	–	315,490	315,490
Other current liabilities	1,015	26	6,400	7,441
Lease liabilities (current)	–	3,314	57,568	60,882
Deferred tax liabilities	–	–	202,322	202,322
	6,058	8,972	622,221	637,251
Total identifiable net assets at fair value	137,933	61,735	488,549	688,217
Goodwill arising from acquisition (Note 12)	–	8,074	495,403	503,477
	137,933	69,809	983,952	1,191,694
Consideration transferred for the acquisitions:				
Cash paid	137,933	69,809	980,024	1,187,766
Settlement of pre-existing intercompany balance	–	–	3,928	3,928
Total consideration	137,933	69,809	983,952	1,191,694
Less: Cash and cash equivalents acquired	–	–	(37)	(37)
Less: Settlement of pre-existing intercompany balance	–	–	(3,928)	(3,928)
Net cash outflow on acquisition of subsidiaries	**137,933**	**69,809**	**979,987**	**1,187,729**

12. **Intangible assets** continued

Business combinations continued

Acquisitions of subsidiaries

(i) On 21 December 2020, the Company, through its subsidiary, Olam Americas, Inc. announced the acquisition of US-based chile pepper business ("CPB") of major maker of condiments and sauces, Mizkan America, Inc.. This is the first major acquisition for the OFI after the re-organisation and is in line with its strategy to provide customers with on-trend food products and sustainable, natural, value-added ingredients and solutions. Based in Deming, New Mexico, CPB is renowned for its high-quality New Mexico green chiles as well as other specialty chile peppers. These are highly sought after by CPB's manufacturing, retail, private label and foodservice customers. The acquisition was completed on 1 February 2022.

(ii) On 5 January 2021, the Company, through its subsidiary, Olam West Coast, Inc. completed the acquisition of 100% of the dehydrated ingredients division of Jain Farm Fresh Foods, Inc.. Jain Farm Fresh Foods is a premier manufacturer and supplier of naturally grown and organic dehydrated onion products worldwide.

(iii) On 29 April 2021, the Company announced the proposed acquisition of acquiring a leading US private label spices and seasonings manufacturer Olde Thompson at an EV of US$950 million through its wholly owned subsidiary Olam Holdings Inc. This acquisition reinforces OFI's growth strategy of being a global leader in providing sustainable, natural, value-added food and beverage ingredients and solutions so that consumers can enjoy the healthy and tasty products that they love. The legal completion date of the acquisition was on 17 May 2021.

Assets acquired and liabilities assumed

Trade and other receivables acquired comprise gross trade and other receivables amounting to $101,968,000, which approximates fair value. It is expected that the full contractual amount of the receivables can be collected.

The Group measured the acquired lease liabilities using the present value of the remaining lease payments at the date of acquisition. The right-of-use assets were measured at an amount equal to the lease liabilities and adjusted to reflect the favourable terms of the lease relative to market terms.

The deferred tax liability mainly comprises the tax effect of the accelerated depreciation for tax purposes of tangible and intangible assets.

Transaction costs

Total transaction costs related to all acquisitions of $6,280,000 have been recognised in the 'Other expenses' line item in the Group's profit and loss account for the financial year from 1 January 2021 to 31 December 2021 (Note 7).

Goodwill arising from acquisitions

Goodwill of $503,477,000 represents the synergies expected to be achieved from integrating the value-added midstream processing business of the subsidiaries into the Group's existing supply chain business.

Impact of the acquisitions on profit and loss

From acquisition date, subsidiaries acquired during the financial year have increased the Group's sales of goods by 1.00% and increased the Group's profits for the financial year, net of tax by 2.51%. Had the acquisitions taken place at the beginning of the financial year, the sales of goods for the financial year would have increased by 1.43% and the Group's profit for the financial year, net of tax would have increased by 4.20%.

13. Biological assets

Group	Fruits on trees and annual crops $'000	Livestock $'000	Poultry $'000	Total $'000
As at 1 January 2020	355,493	157,545	18,140	531,178
Net (reductions)/additions	(133,183)	(50,536)	(6,079)	(189,798)
Capitalisation of expenses	134,711	61,353	–	196,064
Net change in fair value less estimated costs to sell	(81,117)	20,840	–	(60,277)
Foreign currency translation adjustments	15,240	(17,608)	(1,634)	(4,002)
As at 31 December 2020 and 1 January 2021	291,144	171,594	10,427	473,165
Net (reductions)/additions	(47,198)	(115,635)	(594)	(163,427)
Capitalisation of expenses	42,676	93,745	–	136,421
Net change in fair value less estimated costs to sell	90,641	(21,412)	–	69,229
Reclassification as Assets held for Sale (Note 22)	–	(17,924)	–	(17,924)
Foreign currency translation adjustments	(10,798)	2,707	(360)	(8,451)
As at 31 December 2021	**366,465**	**113,075**	**9,473**	**489,013**

Fruits on trees

During the financial year, the Group harvested approximately 51,959 metric tonnes (2020: 55,272 metric tonnes) of almonds, which had a fair value less estimated point-of-sale costs of approximately $363,621,000 (2020: $483,060,000). The fair value of almonds was determined with reference to the market prices at the date of harvest.

The fair value of fruits on trees (almonds) is estimated using the present value of expected net cash flows from the biological assets. The following table shows the key inputs used:-

Key inputs	Inter-relationship between key inputs and fair value measurement
Discount rates of 8.5% (2020: 8.5%) per annum	The estimated fair value increases as the estimated discount rate per annum decreases, and vice versa.
Market prices approximating $9,308 (2020: $7,934) per metric tonne	The estimated fair value increases as the respective inputs increase, and vice versa.
Estimated yields per annum from harvest approximating 47,100 metric tonnes	The estimated fair value increases as the respective inputs increase, and vice versa.

Annual crops

Annual crops consist of various commodities such as cotton, onions, tomatoes and other vegetables, rice and grains. For cotton, onions, tomatoes and other vegetables, the Group provides seeds to farmers to sow and grow while for rice and grains, the Group manages its own farms. For annual crops where seeds are provided, the farmers take all the harvest risks and bear all the farming costs. However, the Group has the first right to buy the produce from these farmers, when these annual crops are harvested.

At the end of the financial year, the Group's total planted area of annual crops is approximately 109,626 (2020: 116,819) hectares, excluding for those commodities where farms are not managed by the Group.

The annual crops have been valued using adjusted cost, based on the estimate of the yield and cost of the crop at harvest discounted for the remaining time to harvest, which approximates fair value.

Livestock

Livestock relates mainly to dairy cattle in Uruguay and Russia. At the end of the financial year, the Group held approximately 29,000 (2020: 34,000) cows, which are able to produce milk (mature assets) and approximately 31,000 (2020: 41,000) heifers and calves, being raised to produce milk in the future (immature assets). The cows produced approximately 290 million litres (2020: 282 million litres) of milk with a fair value less estimated point-of-sale costs of $169,122,500 (2020: $182,871,000) during the financial year.

The fair value of livestock is determined based on valuations by an independent professional valuer using market prices ranging from $449 to $4,015 (2020: $476 to $4,544) of livestock of similar age, breed and generic merit.

Poultry

Poultry relates mainly to breeding chickens for meat and laying eggs in Nigeria. At the end of the financial year, the Group held approximately 966,000 (2020: 2,175,000) chickens.

13. **Biological assets** continued

Financial risk management strategies related to agricultural activities

The Group is exposed to financial risk in respect of agricultural activity. The agricultural activity of the Group consists of the management of biological assets to produce marketable output. The primary financial risk associated with this activity occurs due to the length of time between expending cash on the purchase or planting and maintenance of biological assets and on harvesting and ultimately receiving cash from the sale of the marketable output. The Group plans for cash flow requirements for such activities and manages its debt and equity portfolio actively.

14. Subsidiary companies

	Company	
	2021 $'000	2020 $'000
Unquoted equity shares at cost	**4,908,402**	5,843,582
Less: Impairment loss	**(48,191)**	(184,410)
Foreign currency translation adjustments	**51,277**	(59,797)
	4,911,488	5,599,375
Loans to subsidiary companies	**3,313,544**	3,500,544
	8,225,032	9,099,919

Loans to subsidiary companies denominated in currencies other than functional currency of the Company are as follows:-

	2021 $'000	2020 $'000
Euro	**2,245,766**	2,158,832

Loans to subsidiary companies are unsecured and are not repayable within the next 12 months. The loans are non-interest bearing, except for amounts of $2,133,018,000 (2020: $2,070,604,000) which bear interest ranging from 2.2% to 7.5% (2020: 4.7% to 7.5%) per annum.

The Group did not have any material non-controlling interests as at the balance sheet dates.

Disposals of subsidiaries in relation to group re-organisation
In the current financial year, due to the group re-organisation as discussed in Note 1, various subsidiaries within the Group were transferred by the Company to other sub-holding entities within the Group. This resulted in the Company needing to account for these transfers as a disposal.

Total investment cost in subsidiaries, net of impairment amounting to $1,494,604,000 were disposed in consideration for intercompany promissory note receivables of $1,094,077,000. This resulted in a net loss on disposal of $400,527,000 that has been recognised in 'Other expenses' in the profit and loss account at the Company level. There is no impact at the Group as the re-organisation did not result in any loss of control by the Group.

14. Subsidiary companies continued

Disposal of ownership interest in subsidiaries resulting in loss of control

During the current financial year, the Group entered into various sale agreements for the following subsidiaries:

(a) Two wholly-owned subsidiaries were sold by the Company for total sale consideration of $1,610,000 to third parties and a net gain on disposal of $385,000 has been recognised in 'Other income' in the profit and loss account.

(b) One wholly-owned subsidiary was sold into a newly incorporated joint venture of the Company, please refer to Note 15(a) for details.

The financial effects of disposal of ownership interest in subsidiaries resulting in loss of control during the year are as follows:-

	Total $'000
Property, plant and equipment (Note 11)	16,561
Intangible assets (Note 12)	2,692
Trade and other receivables	1,654
Advance payment to suppliers	1,422
Inventories	214
Other current assets	2,839
Cash and bank balances	150
	25,532
Trade and other payables	2,676
Other current liabilities	58
Provision for taxation	538
	3,272
Total identifiable net assets at fair value	22,260
Non-controlling interest measured based on proportionate share of net identifiable assets	(36)
Net assets	22,224
Gain on disposal of subsidiaries, net	5,391
Foreign currency translation reserves reclassified to Profit and Loss account on loss of control	(4,212)
	23,403
Consideration received for the disposals:	
Cash received	13,313
Fair value of retained interest	10,090
Total consideration	23,403
Less: Cash and Cash equivalents disposed	(150)
Less: Non-cash items	(10,090)
Net cash outflow on disposal of subsidiaries	**13,163**

14. **Subsidiary companies** continued

Composition of the Group

Details of significant subsidiary companies are as follows:-

Name of company	Country of incorporation	Principal activities	Effective percentage of equity held by the Group 2021 %	2020 %
Olam Ghana Limited [1]	Ghana	(a)	**100**	100
Olam Cocoa Processing Ghana Limited [1]	Ghana	(a)	**100**	100
Olam Ivoire SA [1]	Ivory Coast	(a)	**100**	100
Outspan Ivoire SA [1]	Ivory Coast	(a)	**100**	100
Olam Cocoa Processing Cote d'Ivoire [1]	Ivory Coast	(a)	**100**	100
Olam Nigeria Limited [1]	Nigeria	(a)	**100**	100
Crown Flour Mills Limited [1]	Nigeria	(a)	**100**	100
Quintessential Foods Nigeria Limited [1]	Nigeria	(a)	**100**	100
Dangote Flour Mills Limited [1]	Nigeria	(a)	**100**	100
Olam Vietnam Limited [1]	Vietnam	(a)	**100**	100
Café Outspan Vietnam Limited [1]	Vietnam	(a)	**100**	100
Olam South Africa (Proprietary) Limited [1]	South Africa	(a)	**100**	100
PT Olam Indonesia [1]	Indonesia	(a)	**100**	100
Olam Agro India Private Limited [1]	India	(a)	**100**	100
Olam Agricola Ltda. [1]	Brazil	(a)	**100**	100
LLC Russian Dairy Company [1]	Russia	(c)	**100**	100
Olam Holdings Inc [3]	The United States of America	(a), (b) & (c)	**100**	100
Olam Orchards Australia Pty Ltd [1]	Australia	(a) & (c)	**100**	100
Queensland Cotton Holdings Pty Ltd [1]	Australia	(a) & (b)	**100**	100
Congolaise Industrielle des Bois SA [1]	Congo	(a)	**100**	100
Seda Outspan Iberia S.L. [1]	Spain	(a)	**100**	100
Progida Tarim Űrűnleri Sanayi ve Ticaret A.Ş. [1]	Turkey	(a)	**100**	100
Olam Cam SA [1]	Cameroon	(a)	**100**	100
Olam Holdings B.V. [2]	Netherlands	(b)	**100**	100
Olam Cocoa B.V. [2]	Netherlands	(a)	**100**	100
Olam Cocoa Pte Limited [1]	Singapore	(a)	**100**	100
Olam Treasury Pte Ltd [1]	Singapore	(d)	**100**	100
Caraway Pte Ltd [1]	Singapore	(a)	**75**	75
OK Foods Limited [1]	Nigeria	(a) & (b)	**75**	75
Caraway Africa Nigeria Limited [1]	Nigeria	(a)	**75**	75
Nutrifoods Ghana Limited [1]	Ghana	(a)	**75**	75
Olam Sanyo Foods Limited [1]	Nigeria	(a)	**75**	75
Gabon Fertilizer Company SA [1]	Gabon	(a)	**80**	80
Olam Palm Gabon SA [1]	Gabon	(a) & (c)	**60**	60
Olam Rubber Gabon SA [1]	Gabon	(a) & (c)	**60**	60

(a) Sourcing, processing, packaging and merchandising of agricultural products and inputs.
(b) Investment holding.
(c) Agricultural operations.
(d) Treasury activities.

1. Audited by member firms of Ernst & Young Global.
2. Audited by Steens & Partners.
3. No statutory audit required as per local laws.

15. Investments in joint ventures and associates

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Joint ventures (Note 15(a))	**14,603**	28,680	**13,305**	25,404
Associates (Note 15(b))	**557,689**	636,266	**403,465**	422,674
	572,292	664,946	**416,770**	448,078

(a) Investments in joint ventures

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Unquoted equity shares at cost	**18,763**	31,976	**12,833**	25,493
Share of post-acquisition reserves	**(1,263)**	(2,034)	**–**	–
Less: Impairment loss	**(2,233)**	–	**–**	–
Foreign currency translation adjustments	**(664)**	(1,262)	**472**	(89)
	14,603	28,680	**13,305**	25,404

List of key joint ventures of the Group are as follows:-

			Effective percentage of equity held	
Name of company (Country of incorporation)	Principal place of business	Principal activities	**2021 %**	2020 %
Held by the Company				
Aztec Agri B.V. [1] (Netherlands)	Indonesia	Agricultural operations	**50.0**	–
Long Son Joint Stock Company [2] (Vietnam)	Vietnam	Sourcing, processing and trading of agricultural commodities and technical services	**–**	30.0

1. Audited by Steens & Partners.
2. Audited by Vietnam Auditing and Valuation Company Limited.

<u>Disposal of joint venture</u>
In the previous financial year, the Group divested the remaining 50.0% stake in Far East Agri Pte Ltd for sales consideration of $105,618,000 and net gain of $49,114,000 was recorded in 'Other Revenue' in the profit and loss account. The Group had also sold its stake in Mungindi gin, Australia for sales consideration of $4,665,000 and net loss of $848,000 was recorded in 'Other operating expenses' in the profit and loss account.

In the current financial year, the Group divested the 30.0% stake in Long Son Joint Stock Company for sales consideration of $26,884,000 which is to be paid annually over four equal instalments of approximately $6,721,000. As of 31 December 2021, the first instalment of $6,721,000 was received. Gain on disposal of $8,630,000 was recorded in 'Other Income' in the profit and loss account (Note 5).

<u>Investment in new joint venture</u>
In the current financial year, the Group divested its 100% stake in wholly-owned subsidiary PT Sumber Daya Wahana (Note 14) into the newly incorporated joint venture entity – Aztec Agri B.V.. This resulted in a disposal of the wholly-owned subsidiary for sales consideration of $11,703,000 and a gain on disposal of $5,006,000 recorded in 'Other Income' in the profit and loss account. Subsequently to the disposal, the Company's 50.0% shareholding in the entity has been re-measured at fair value and recorded at cost amounting to $10,117,000 at 31 December 2021.

15. Investments in joint ventures and associates continued

(a) Investments in joint ventures continued

As of 31 December 2021 and 31 December 2020, no joint venture was individually material to the Group. The summarised financial information in respect of the joint ventures, based on its SFRS(I) financial statements and reconciliation with the carrying amount of the investments in the combined financial statements are as follows:-

	Group	
	2021 $'000	2020 $'000
Summarised balance sheet		
Non-current assets	**28,976**	56,402
Current assets	**40,798**	131,800
Total assets	**69,774**	188,202
Non-current liabilities	**9,234**	9,927
Current liabilities	**26,523**	112,322
Total liabilities	**35,757**	122,249
Net assets	**34,017**	65,953
Proportion of the Group's ownership:		
Group's share of net assets	**14,455**	20,300
Goodwill on acquisition	**148**	8,380
Carrying amount of the investments	**14,603**	28,680
Summarised statement of comprehensive income		
Revenue	**220,133**	320,529
(Loss)/profit after tax	**(2,347)**	483
Other comprehensive income	**(1,345)**	912
Total comprehensive income	**(3,692)**	1,395

15. Investments in joint ventures and associates continued

(b) Investments in associates

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Unquoted equity shares at cost	**413,986**	470,931	**413,000**	486,972
Share of post-acquisition reserves	**130,061**	208,106	**–**	–
Loan to associate [1]	**18,490**	18,121	**–**	–
Less: Impairment loss	**–**	(42,509)	**–**	(42,509)
Foreign currency translation adjustments	**(4,848)**	(18,383)	**(9,535)**	(21,789)
	557,689	636,266	**403,465**	422,674

1. Loan to associate is unsecured, not expected to be repayable within the next 12 months and are interest-free.

List of key associates of the Group are as follows:-

Name of company (Country of incorporation)	Principal place of business	Principal activities	Effective percentage of equity held 2021 %	Effective percentage of equity held 2020 %
Held by the Company				
Gabon Special Economic Zone Infrastructures SA (Gabon) [1]	Gabon	Managing special economic zones	**40.49**	40.49
Gabon Special Economic Zone Airport [1] (Mauritius)	Gabon	Infrastructure management and development services	**40.49**	40.49
ARISE Integrated Industrial Platforms (Formally known as ARISE Special Economic Zone) [1] (Mauritius)	Gabon	Managing special economic zones	**30.44**	30.44
ARISE P&L Limited [2] (United Kingdom)	Gabon	Managing port and logistics infrastructure	**32.41**	32.73
Food Security Holding Company [3] (Saudi Arabia)	Saudi Arabia	Processing and trading of agricultural commodities	**10.00**	–
Open Country Dairy Limited [4] (New Zealand)	New Zealand	Processing and trading of agricultural commodities	**–**	15.19

1. Audited by member firms of Ernst & Young Global.
2. Audited by BDO LLP UK.
3. Appointment of auditors is in progress.
4. Audited by Baker Tilly Staples Rodway Auckland.

Investment in associate

In the current financial year, the Company invested $17,920,000 in a newly incorporated associate - Food Security Holding Company with the consideration being fully paid in cash. Management has assessed and is satisfied that the Group has significant influence over Food Security Holding Company as the Group holds positions in the Board of Directors of the entity, actively participates in all board meetings and acts as a consultant to the operations of the underlying business.

Divestment of associates

In the previous financial year, a new third-party shareholder had invested into ARISE Port & Logistics ("ARISE P&L") through a sale and purchase arrangement. As a result of the transaction, the Group's interest in ARISE P&L reduced from 40.49% to 32.73% and an amount of $25,894,000 and $95,121,000 was recognised in 'Other income' and 'Share of results from joint ventures and associates', respectively, in the profit and loss account.

In the current financial year, the investment in Open Country Dairy Limited was fully divested for cash consideration of $77,615,000 and the net loss of $684,000 on divestment, net of reversal of impairment was recognised in 'Other expenses' in the profit and loss account (Note 7).

15. Investments in joint ventures and associates continued

(b) Investments in associates continued

As of 31 December 2021 and 31 December 2020, no associate was individually material to the Group. The summarised financial information in respect of the associates based on its SFRS(I) financial statements and reconciliation with the carrying amount of the investment in the combined financial statements are as follows:-

	Group	
	2021 $'000	2020 $'000
Summarised balance sheet		
Non-current assets	**3,254,087**	2,534,403
Current assets	**1,569,643**	1,710,548
Total assets	**4,823,730**	4,244,951
Non-current liabilities	**1,049,674**	754,821
Current liabilities	**1,750,943**	1,213,183
Total liabilities	**2,800,617**	1,968,004
Net assets	**2,023,113**	2,276,947
Proportion of the Group's ownership:		
Group's share of net assets	**557,271**	628,718
Goodwill on acquisition	**–**	7,548
Other adjustments	**418**	–
Carrying amount of the investments	**557,689**	636,266
Summarised statement of comprehensive income		
Revenue	**1,257,981**	2,669,913
Profit after tax	**48,653**	300,549
Other comprehensive income	**(103,167)**	110,719
Total comprehensive income	**(54,514)**	411,268

16. Long-term investment

In the current financial year, the Company disposed of the long-term investment in PureCircle to a wholly-owned subsidiary for a consideration amounting to $22,349,000. The Company had recognised a loss on disposal amounting to $7,913,000 through the Fair value adjustment reserve in Statement of changes in equity. As a result of the disposal, the Company had also transferred all net losses in Fair value adjustment reserve to Revenue reserves.

As the long-term investment remains to be in the Group, it continues to be accounted for as fair value through other comprehensive income and the fair value is determined based on Level 3 inputs for the current financial year (Note 36).

17. Amounts due from/(to) subsidiary companies

	Company	
	2021 $'000	2020 $'000
Trade receivables	**2,685,719**	2,473,943
Loans from subsidiaries, net	**(5,547,435)**	(5,251,200)
Non-trade receivables/(payables)	**138,998**	(55,986)
	(2,722,718)	(2,833,243)

Loans from subsidiaries, net include loans to subsidiaries amounting to $5,046,000 (2020: $43,968,000) and loans from subsidiaries amounting to $7,497,766,000 (2020: $5,593,805,000) which are unsecured and bear interest ranging from 1.85% to 7.50% (2020: 2.00% to 7.50%) per annum, repayable on demand and are to be settled in cash. The remaining amounts are non-interest bearing, unsecured, repayable on demand and are to be settled in cash.

The other amounts are non-interest bearing, unsecured, subject to trade terms or repayable on demand, and are to be settled in cash.

Amounts due from/(to) subsidiary companies denominated in currencies other than functional currency of the Company are as follows:-

	Company	
	2021 $'000	2020 $'000
Indian Rupee	**268,405**	933,581
Thai Baht	**671,086**	406,598
Euro	**411,236**	69,520
Great Britain Pounds	**(6,650)**	(15,834)

The movement in the allowance accounts for amounts due from subsidiary companies is as follows:-

	Company	
	2021 $'000	2020 $'000
Movement in allowance accounts:-		
As at beginning of year	**12,844**	13,075
Written off	**(8,679)**	–
Foreign currency translation adjustments	**230**	(231)
As at end of year	**4,395**	12,844

18. Trade receivables

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Trade receivables	**2,195,067**	1,639,930	**1,062,918**	697,640
Indirect tax receivables	**246,283**	270,432	**18,006**	13,890
	2,441,350	1,910,362	**1,080,924**	711,530

Trade receivables are non-interest bearing and are subject to trade terms of 30 to 60 days' terms. They are recognised at their original invoice amounts, which represent their fair values on initial recognition. Indirect tax receivables comprise goods and services, value-added taxes and other indirect forms of taxes.

The Group have factoring facilities utilised by the Company and certain wholly-owned subsidiaries, whereby trade receivables are sold at their nominal value minus a discount ranging from 2.0% - 3.0% in exchange for cash, on a non-recourse basis. The amount of the receivables sold net of discounts and derecognised as at 31 December 2021 amounted to $1,123,594,000 (2020: $981,959,000).

Trade receivables denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Euro	**284,003**	165,813	**261,372**	149,875
United States Dollar	**249,130**	161,819	**–**	–
Great Britain Pounds	**67,613**	37,204	**41,913**	28,052

Trade receivables include amounts due from associates of $14,850,000 (2020: $1,861,000), and due from joint ventures of $2,152,000 (2020: $197,000).

The expected credit loss provision as at 31 December 2021 and 2020 is determined as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Trade receivables measured at amortised cost	**2,292,357**	1,757,154	**1,115,932**	772,568
Less: Lifetime expected credit loss for trade receivables	**(97,290)**	(117,224)	**(53,014)**	(74,928)
Total trade receivables measured at amortised cost	**2,195,067**	1,639,930	**1,062,918**	697,640
Movement in allowance accounts:-				
As at beginning of year	**117,224**	89,615	74,928	53,837
Charge for the year	**21,999**	26,705	**–**	23,054
Written off	**(9,341)**	(1,688)	**(3,060)**	–
Written back	**(30,877)**	(2)	**(20,295)**	–
Foreign currency translation adjustments	**(1,715)**	2,594	**1,441**	(1,963)
As at end of year	**97,290**	117,224	**53,014**	74,928

Receivables that are past due but not impaired

The analysis of the Group and Company's ageing for receivables that are past due but not impaired is as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Trade receivables past due but not impaired:-				
Less than 30 days	**581,444**	515,747	**312,219**	211,199
30 to 60 days	**126,670**	87,857	**29,692**	12,336
61 to 90 days	**128,646**	78,668	**104,234**	3,740
91 to 120 days	**42,344**	27,585	**31,487**	361
121 to 180 days	**15,215**	40,221	**5,639**	19,404
More than 180 days	**122,134**	10,195	**–**	–

19. Margin accounts with brokers

Margin accounts are maintained with recognised futures dealers and brokers for trades done on the futures exchanges. These margin accounts move in relation to trades done on futures, variation margins required and prices of the commodities traded.

These amounts reflect the payments made to futures dealers as initial and variation margins depending on the volume of trades done and price movements.

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Margin deposits with brokers	**620,308**	275,888	**520,405**	202,502
Amounts due to brokers	**(65,048)**	(154,225)	**(22,220)**	(105,909)
	555,260	121,663	**498,185**	96,593

20. Inventories

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Balance sheets:				
Commodity inventories at fair value	**6,091,770**	5,413,888	**1,295,647**	1,803,650
Commodity inventories at the lower of cost and net realisable value	**2,765,450**	1,966,727	**243,074**	155,329
	8,857,220	7,380,615	**1,538,721**	1,958,979
Profit and loss account:				
Inventories recognised as an expense in cost of goods sold inclusive of the following (charge)/credit	**(36,770,117)**	(29,173,463)	**(32,456,013)**	(25,886,914)
• Inventories written down	**(66,159)**	(213,022)	**–**	(40,067)
• Reversal of write-down of inventories [1]	**49,893**	154,544	**25,956**	27,567

1. The reversal of write-down of inventories is made when the related inventories are sold above their carrying amounts.

21. Advance payments to suppliers/subsidiary companies

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Third parties	**543,456**	621,943	**84,789**	125,425
Subsidiary companies	**–**	–	**446,598**	496,552
	543,456	621,943	**531,387**	621,977

These represent advance payments to suppliers and subsidiary companies for procurement of physical commodities and purchase of property, plant and equipment.

Advance payments to suppliers and subsidiary companies denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Euro	**14,806**	75,815	**596,613**	977,938
United States Dollar	**36,698**	5,886	**–**	–
Great Britain Pounds	**11**	13	**(17,571)**	(364)

21. Advance payments to suppliers/subsidiary companies continued

Advance payments to subsidiary companies are stated after deducting allowance for doubtful debts of $22,830,000 (2020: $44,615,000).

Advance payments to suppliers (third parties) for the Group and Company are stated after deducting allowance for doubtful debts of $13,863,000 and $237,000 (2020: $14,654,000 and $292,000) respectively.

The movement in the allowance accounts for advance payment to suppliers is as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Movement in allowance accounts:-				
As at beginning of year	**14,654**	11,715	**292**	886
Charge for the year	**6,098**	4,086	**136**	–
Written off	**(1,335)**	(623)	**(197)**	(605)
Written back	**(4,385)**	–	**–**	–
Foreign currency translation adjustments	**(1,169)**	(524)	**6**	11
As at end of year	**13,863**	14,654	**237**	292

22. Other current/non-current assets

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Current:				
Sundry receivables	**247,928**	335,798	**2,222**	49,218
Export incentives and subsidies receivable [1]	**73,651**	58,972	**–**	–
Amounts due from joint venture, associates and a shareholder [2]	**15,087**	78,970	**819**	70,981
Deposits	**35,077**	59,174	**1,920**	1,960
Staff advances [3]	**10,610**	8,385	**115**	79
Insurance receivables [4]	**22,730**	23,386	**20,355**	19,323
Short-term investment	**1,273**	1,206	**–**	–
	406,356	565,891	**25,431**	141,561
Prepayments [5]	**496,523**	317,239	**264,657**	116,248
Advance corporate tax paid	**98,368**	101,050	**–**	–
Taxes recoverable	**415**	1,444	**–**	–
	1,001,662	985,624	**290,088**	257,809
Non-current:				
Other non-current assets	**25,711**	34,384	**–**	–

1. These relate to incentives and subsidies receivable from the Government agencies of various countries for export of agricultural products. There are no unfulfilled conditions or contingencies attached to these incentives and subsidies.
2. Amounts due from joint venture, associates and a shareholder related company are non-interest bearing, unsecured, repayable on demand and are to be settled in cash. Included in the balance is an amount of $4,317,000 which relates to a loan receivable from a joint venture that is unsecured and bear interest at 6.25% per annum, repayable on demand and is to be settled in cash.
3. Staff advances are interest-free, unsecured, repayable within the next 12 months and are to be settled in cash.
4. Insurance receivables pertain to pending marine and inventories insurance claims. The outstanding claims are currently being processed by the insurance companies for final settlement.
5. Prepayments mainly pertain to prepaid shipping and logistics related expenses incurred for sourcing, processing, packaging and merchandising of agricultural products and inputs.

Non-current assets held for sale

In the previous financial year, the Group started the closure process of Olam Tomato Processing business in California and relevant property, plant and equipment amounting to $39,255,000 (Note 11) were classified as 'Non-current assets held for sale' in accordance with SFRS(I) 05. As at 31 December 2021, most of the property, plant and equipment has been sold and/or written off, with the remaining balance of $1,718,000 left in the Group for further assessment of use of the assets.

In the current financial year, the Board had also approved the closure of NZ Farming System Uruguay in Uruguay and relevant right of use asset, property, plant and equipment and biological assets amounting to $2,992,000 (Note 10), $113,682,000 (Note 11) and $17,924,000 (Note 13) respectively, have been classified as 'Non-current assets held for sale' in accordance with SFRS(I) 05. The sale is expected to be completed within one year from the date of initial classification.

23. Trade payables and accruals

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Trade payables	**3,774,316**	2,314,076	**2,351,245**	1,257,485
Accruals	**704,212**	594,479	**192,518**	151,265
	4,478,528	2,908,555	**2,543,763**	1,408,750
Advances received from customers	**112,915**	107,986	**–**	–
GST payable and equivalent	**88,235**	53,516	**23,425**	15,968
	4,679,678	3,070,057	**2,567,188**	1,424,718

Trade payables are non-interest bearing. Trade payables are subject to trade terms of 30 to 60 days' terms while other payables have an average term of two months.

Trade payables and accruals denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Great Britain Pounds	**561,643**	231,624	**560,584**	231,219
Euro	**95,708**	101,742	**70,035**	79,033
United States Dollar	**14,542**	39,205	**–**	–
Singapore Dollar	**15,063**	17,025	**12,854**	16,837
Australian Dollar	**146,612**	7,744	**146,612**	7,744

Trade payables include amounts of $Nil (2020: $25,485,000) and $Nil (2020: $3,106,000) due to an associate and a joint venture respectively.

Accruals mainly relate to operating costs such as logistics, insurance premiums and employee benefits.

24. Other current/non-current liabilities

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Current:				
Interest payable on bank loans	**49,259**	44,479	**28,372**	29,317
Sundry payables	**665,380**	474,174	**101,925**	62,418
Amount due to joint ventures [1]	**8,924**	–	**–**	–
	723,563	518,653	**130,297**	91,735
Withholding tax payable	**16,450**	15,057	**744**	675
	740,013	533,710	**131,041**	92,410
Non-current:				
Other non-current liabilities	**52,916**	53,798	**–**	–

1. Amount due to joint ventures are non-interest bearing, unsecured, repayable on demand and are to be settled in cash.

25. Borrowings and lease liabilities

Borrowings

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Current:				
Bank overdrafts (Note 34)	**155,739**	261,434	**–**	–
Bank loans	**5,363,177**	5,112,892	**276,545**	330,525
Term loans from banks	**170,224**	426,799	**55,489**	322,625
Medium-term notes	**1,248,475**	665,332	**783,070**	665,332
	6,937,615	6,466,457	**1,115,104**	1,318,482
Non-current:				
Term loans from banks	**7,043,342**	4,183,781	**27,891**	79,741
Medium-term notes	**1,751,418**	2,597,106	**1,387,188**	1,784,015
	8,794,760	6,780,887	**1,415,079**	1,863,756
Total borrowings	**15,732,375**	13,247,344	**2,530,183**	3,182,238
Lease liabilities – Current	**138,015**	96,472	**60,294**	24,981
Lease liabilities – Non-current	**839,800**	815,546	**53,919**	39,600
Total lease liabilities	**977,815**	912,018	**114,213**	64,581
Total borrowings and lease liabilities	**16,710,190**	14,159,362	**2,644,396**	3,246,819

Borrowings denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Singapore Dollar	**1,081,642**	1,180,960	**1,081,642**	981,265
Japanese Yen	**1,360,115**	1,288,153	**482,663**	412,220
United States Dollar	**112,471**	168,660	**–**	–
Euro	**–**	1,883	**–**	–

Bank overdrafts and bank loans

The bank loans to the Company are repayable within 12 months and bear interest of 0.82% to 1.20% (2020: 1.15% to 1.24%) per annum.

The bank loans and bank overdrafts of the subsidiary companies are repayable within 12 months and bear interest in a range from 0.30% to 40.00% (2020: 0.01% to 50.00%) per annum.

Bank loans include an amount of $48,328,000 (2020: $59,187,000) secured by the assets of subsidiaries. The remaining amounts of bank loans are unsecured.

Term loans from banks

Term loans from banks to the Company bear interest at floating interest rate of 1.45% (2020: 1.49% to 1.80%) per annum. Term loans to the Company are unsecured and are repayable within five years.

Term loans from banks to the subsidiary companies bear interest at floating interest rates ranging from 0.60% to 10.00% (2020: 0.60% to 10.00%) per annum. Term loans from banks to the subsidiary companies are repayable between one to nine years (2020: one to nine years).

Term loans from banks include an amount of $102,969,000 (2020: $100,070,000) secured by the assets of subsidiaries. The remaining amounts of term loans from banks are unsecured.

25. Borrowings and lease liabilities continued

Medium-term notes

The Company has a US$5,000,000,000 Euro medium-term notes ('EMTN') programme. The drawdowns from the EMTN is unsecured. The EMTN are as follows:-

		Group		Company	
	Maturity	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000
Current:					
Euro medium-term note programme:					
• 4.50% fixed rate notes	2021	**–**	594,925	**–**	594,925
• 1.427% fixed rate notes	2021	**–**	70,407	**–**	70,407
• 6.00% fixed rate notes	2022	**484,723**	–	**484,723**	–
• 0.47% fixed rate notes	2022	**66,808**	–	**66,808**	–
• 0.9725% fixed rate notes	2022	**70,325**	–	**70,325**	–
• 3.65% fixed rate notes	2022	**67,436**	–	**67,436**	–
• 0.9825% fixed rate notes	2022	**93,778**	–	**93,778**	–
Other medium-term notes:					
• 3.90% fixed rate notes	2022	**236,075**	–	**–**	–
• 3.73% fixed rate notes	2022	**229,330**	–	**–**	–
		1,248,475	665,332	**783,070**	665,332
Non-current:					
Euro medium-term note programme:					
• 6.00% fixed rate notes	2022	**–**	484,384	**–**	484,384
• 0.47% fixed rate notes	2022	**–**	72,943	**–**	72,943
• 0.9725% fixed rate notes	2022	**–**	76,797	**–**	76,797
• 3.65% fixed rate notes	2022	**–**	66,072	**–**	66,072
• 0.9825% fixed rate notes	2022	**–**	102,439	**–**	102,439
• 4.375% fixed rate notes	2023	**403,788**	394,865	**403,788**	394,865
• 2.05% fixed rate notes	2025	**81,926**	89,634	**81,926**	89,634
• 4.00% fixed rate notes	2026	**596,920**	496,881	**596,920**	496,881
• 3.25% fixed rate notes	2026	**134,728**	–	**134,728**	–
• 1.61% fixed rate notes	2026	**105,353**	–	**105,353**	–
• 1.403% fixed rate notes	2026	**64,473**	–	**64,473**	–
Other medium-term notes:					
• 3.90% fixed rate notes	2022	**–**	231,369	**–**	–
• 3.73% fixed rate notes	2022	**–**	224,757	**–**	–
• 4.35% fixed rate notes	2023	**134,900**	132,210	**–**	–
• 3.89% fixed rate notes	2024	**161,880**	158,651	**–**	–
• 3.27% fixed rate notes	2025	**67,450**	66,104	**–**	–
		1,751,418	2,597,106	**1,387,188**	1,784,015

25. Borrowings and lease liabilities continued

Lease liabilities

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
As at 1 January	**912,018**	1,000,278	**64,581**	53,821
Additions/(derecognition), net	**212,610**	(33,792)	**96,710**	39,355
Accretion of interest (Note 8)	**54,687**	52,063	**3,685**	3,456
Payments	**(182,875)**	(146,866)	**(52,249)**	(30,562)
Foreign currency translation adjustment	**(18,625)**	40,335	**1,486**	(1,489)
As at 31 December	**977,815**	912,018	**114,213**	64,581
Current	**138,015**	96,472	**60,294**	24,981
Non-current	**839,800**	815,546	**53,919**	39,600

Lease liabilities include variable rent payments amounting to $373,317,000 (2020: $387,573,000) which is based on expected future harvest yields and future market prices of agricultural products.

Leases amounting to $11,838,000 (2020: $15,679,000) are guaranteed by a subsidiary company.

Lease liabilities bear interest ranging from 1.00% to 12.00% (2020: 1.60% to 12.80%) per annum and are repayable between 1 and 39 years (2020: 1 and 40 years).

Change in liabilities arising from financing activities

A reconciliation of liabilities arising from financing activities is as follows:-

	Group					
	2020 $'000	**Cash flows $'000**	**Non-cash changes**			**2021 $'000**
			Net movement in lease liabilities $'000	**Acquisition of subsidiary (Note 12) $'000**	**Foreign exchange movement $'000**	
Bank borrowings (excluding bank overdrafts and lease liabilities)	9,723,472	**2,706,305**	**–**	**315,490**	**(168,524)**	**12,576,743**
Lease liabilities	912,018	**(135,844)**	**159,384**	**60,882**	**(18,625)**	**977,815**
Medium-term notes	3,262,438	**(327,752)**	**–**	**–**	**65,207**	**2,999,893**

	Group					
	2019 $'000	**Cash flows $'000**	**Non-cash changes**			**2020 $'000**
			Net movement in lease liabilities $'000	**Acquisition of subsidiary (Note 12) $'000**	**Foreign exchange movement $'000**	
Bank borrowings (excluding bank overdrafts and lease liabilities)	8,196,819	**1,391,740**	**–**	**34,334**	**100,579**	**9,723,472**
Lease liabilities – as restated	1,000,278	**(98,753)**	**(30,572)**	**730**	**40,335**	**912,018**
Medium-term notes	3,348,150	**(27,610)**	**–**	**–**	**(58,102)**	**3,262,438**
Other bonds	335,086	**(344,380)**	**–**	**–**	**9,294**	**–**

26. Earnings per share

Basic earnings per share is calculated by dividing the net profit for the year attributable to owners of the Company by the weighted average number of ordinary shares outstanding (excluding treasury shares) during the year.

Diluted earnings per share is calculated by dividing the adjusted net profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding (excluding treasury shares) during the year adjusted for the effects of dilutive shares and options.

The following reflects the profit and share data used in the basic and diluted earnings per share computations for the financial years ended 31 December:-

	Group	
	2021 $'000	2020 $'000
Net profit attributable to owners of the Company	**686,430**	245,697
Less: Accrued capital securities distribution	**(57,591)**	(56,440)
Adjusted net profit attributable to owners of the Company for basic and dilutive earnings per share	**628,839**	189,257
	No. of shares	No. of shares (As restated)
Weighted average number of ordinary shares on issue applicable to basic earnings per share	**3,437,919,001**	3,256,860,893
Effect of bonus factor resulting from Rights issue (Note27(a))	**498,275**	853,354
Dilutive effect of performance share plan	**54,476,211**	42,861,629
Adjusted weighted average number of ordinary shares applicable to diluted earnings per share	**3,492,893,487**	3,300,575,876

With the completion of the issuance of rights shares on 19 July 2021 (Note 27(a), prior year comparatives for earnings per share were restated per SFRS(I)1-33 through retrospective application of a bonus factor to the weighted average number of shares. The bonus factor is derived from the division of fair value per share immediately before the exercise of rights by the theoretical ex-rights fair value.

There have been no other transactions involving ordinary shares or potential ordinary shares since the reporting date and the date of these financial statements.

27. Share capital, treasury shares, perpetual capital securities and warrants

(a) Share capital

	Group and Company			
	31 December 2021		31 December 2020	
	No. of shares	**$'000**	No. of shares	$'000
Ordinary shares issued and fully paid [1]				
Balance at beginning of year	**3,271,018,657**	**3,748,994**	3,271,018,657	3,748,994
Issuance of treasury shares on exercise of share options	**60,000**	**98**	–	–
Rights issue [2]	**481,364,524**	**590,453**	–	–
Balance at end of year	**3,752,443,181**	**4,339,545**	3,271,018,657	3,748,994

1. The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.
2. On 19 July 2021, the Company issued 481,364,524 rights shares, on the basis of 3 right issues for every 20 existing ordinary share in the capital of the Company at S$1.25 per rights share held by the shareholders of the Company. The Company raised gross proceeds of approximately $601,706,000 from the rights issue, net of expenses of $2,382,000 recognised in equity as a deduction from proceeds.

(b) Treasury shares

	Group and Company			
	31 December 2021		31 December 2020	
	No. of shares	**$'000**	No. of shares	$'000
Ordinary shares issued and fully paid [1]				
Balance at beginning of year	**75,395,038**	**140,172**	84,701,879	158,807
Use of treasury shares for share awards/options [2]	**(13,533,212)**	**(25,726)**	(9,306,841)	(18,635)
Balance at end of year	**61,861,826**	**114,446**	75,395,038	140,172

1. The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.
2. The Company used 13,533,212 (2020: 9,306,841) treasury shares during the current financial period towards the release of the performance share awards and restricted share awards.

(c) Capital securities

US$500,000,000 5.35% Perpetual Capital Securities

On 20 July 2016, the Company issued subordinated perpetual capital securities (the 'capital securities') with an aggregate principal amount of US$500,000,000 under the US$5,000,000,000 EMTN Programme. Issuance costs incurred amounting to $6,126,000 were recognised in equity as a deduction from proceeds.

The capital securities were priced at par and bear a distribution rate of 5.35% for the first five years. The distribution rate will then be reset at the end of five years from the issue date of the capital securities and each date falling every 5 years thereafter. Additionally, Olam may choose to redeem in whole the capital securities on or after the fifth anniversary of the issuance of the capital securities.

In the current financial year, the Company had fully redeemed this tranche of perpetual capital securities at a total value of $674,500,000.

Combined S$350,000,000 5.50% Perpetual Capital Securities

On 11 July 2017 and 4 August 2017, the Company issued subordinated perpetual capital securities (the 'capital securities') with an aggregate combined principal amount of S$350,000,000 (S$300,000,000 and S$50,000,000 respectively) under the US$5,000,000,000 EMTN Programme. Issuance costs incurred amounting to $2,273,000 were recognised in equity as a deduction from proceeds.

The capital securities were priced at par and bear a distribution rate of 5.50% for the first five years. The distribution rate will then be reset at the end of five years from the issue date of the capital securities and each date falling every 5 years thereafter. Additionally, Olam may choose to redeem in whole the capital securities on or after the fifth anniversary of the issuance of the capital securities.

27. Share capital, treasury shares, perpetual capital securities and warrants continued

(c) Capital securities continued

Combined $550,375,000 5.375% Perpetual Capital Securities

On 18 January 2021, 26 April 2021 and 23 November 2021, the Company issued subordinated perpetual capital securities (the 'capital securities') with an aggregate combined principal amount of $550,375,000 ($250,000,000, $100,000,000, $50,000,000 and $150,375,000 respectively) under the US$5,000,000,000 EMTN Programme. Issuance costs incurred amounting to $4,040,000 were recognised in equity as a deduction from proceeds.

The capital securities amounting to $400,000,000 were priced at par and bear a distribution rate of 5.375% for the first five years. The remaining amount of $150,375,000 which bears a distribution rate of 5.375% for the first five years was priced at a premium of 0.25%.

The distribution rate for all capital securities will then be reset at the end of five years from the issue date of the capital securities and each date falling every 5 years thereafter. Additionally, Olam may choose to redeem in whole the capital securities on or after the fifth anniversary of the issuance of the capital securities.

28. Dividends

	Group and Company	
	2021 $'000	2020 $'000
Declared and paid during the financial year ended:-		
Dividends on ordinary shares:		
• One tier tax exempted interim dividend for financial year ended 31 December 2021: $0.04 (2020: $0.035) per share	**128,181**	110,678
• One tier tax exempted second and final dividend for financial year ended 31 December 2020: $0.04 (2019: $0.045) per share	**146,618**	143,030
• Less: unclaimed dividends	**(6,927)**	–
	267,872	253,708
Proposed but not recognised as a liability as at:-		
Dividends on ordinary shares, subject to shareholders' approval at the Annual General Meeting:		
• One tier tax exempted second and final dividend for financial year ended 31 December 2021: $0.045 (2020: $0.040) per share	**166,073**	127,825

29. Capital commitments

Capital expenditure contracted for as at the balance sheet date but not recognised in the financial statements is as follows:-

	Group	
	2021 $'000	2020 $'000
Capital commitments in respect of property, plant and equipment, intangible asset and biological asset	**138,833**	92,560

30. Contingent liabilities

	Company	
	2021 $'000	2020 $'000
Contingent liabilities not provided for in the accounts:		
Financial guarantee contracts given on behalf of subsidiary companies that were drawn-down at 31 December [1]	**15,087,826**	11,600,859

1. Amounts utilised by subsidiary companies on the bank facilities secured by corporate guarantees amounted to $4,412,300,000 (2020: $4,330,774,000).

The Company has agreed to provide continuing financial support to certain subsidiary companies.

30. Contingent liabilities continued

Legal and regulatory proceedings

The Group is subject to various legal proceedings as detailed below:

(i) The Brazilian Public Ministry of Labor filed proceedings in the 2nd Labor Court in Ilhéus/ State of Bahia in Brazil against the Group in connection with the regulatory and enforcement authorities investigations, with the case now currently awaiting scheduling of a hearing.

(ii) The Group was named in federal class action lawsuit in the United States District Court of New Columbia in connection with the regulatory and enforcement authorities investigations, with the Group having filed a 'Joint Motion to Dismiss' in the current financial year, for which is awaiting judgement as at year end.

The facts and circumstances of these proceedings are assessed on a regular basis to determine if the criteria for recognising a provision in accordance with SFRS(I) 1-37 are met. At 31 December 2021 and 31 December 2020, the Group has concluded that the recognition criteria have not been met, as such no liability has been recognised in relation to these matters in the consolidated statement of financial position at the end of the reporting periods as both have been assessed by the Group to be remote.

31. Employee benefits expenses

Employee benefits expenses (including executive directors):-

	Group	
	2021 $'000	2020 $'000
Salaries and employee benefits	**1,220,292**	981,453
Central Provident Fund contributions and equivalents	**43,403**	36,860
Retrenchment benefits	**3,282**	1,933
Share-based expense (relates to OSGP only)	**27,893**	25,335
	1,294,870	1,045,581

(a) Employee share option scheme

The Olam Employee Share Option Scheme (the 'ESOS') was approved by shareholders at an Extraordinary General Meeting held on 4 January 2005. The ESOS rules were amended on 29 October 2008 at the Extraordinary General Meeting of the Company. Under the amended rules, the directors (including Non-Executive Directors and Independent Directors) and employees of the Group are eligible to participate in the ESOS and all subsequent options issued to the Group's employees and Executive Directors shall have a life of 10 years, instead of 5 years. For Options granted to the Company's Non-Executive Directors and Independent Directors, the Option Period shall be no longer than 5 years.

The shares issued upon the options being exercised carry full dividend and voting rights.

Controlling Shareholders and associates of Controlling Shareholders are not eligible to participate in the ESOS.

All these options have a contractual life of 10 years with no cash settlement alternatives.

The fair value of share options as at the date of grant, is estimated by the Company using the Black Scholes Model, taking into account the terms and conditions upon which the options are granted. The expected life of the option is based on the assumption that the options would be exercised within six months of the vesting date. The expected volatility reflects the assumption that the historical volatility is indicative of future trends, which may not necessarily be the actual outcome.

Pursuant to the voluntary conditional cash offer by Breedens International Pte Ltd approval was sought and granted on 8 April 2014 such that all outstanding options which have not been exercised at the expiry of the accelerated exercise period shall not automatically lapse and become null and void but will expire in accordance with their original terms.

The ESOS has expired on 3 January 2015. The terms of the ESOS continue to apply to outstanding options granted under the ESOS. The ESOS rules amended on 29 October 2008 may be read in the Appendix 1 of the Company's circular dated 13 October 2008.

31. Employee benefits expenses continued

(a) Employee share option scheme continued

Movement of share options during the financial year

The following table illustrates the number and weighted average exercise price of, and movements in, share options during the financial year:-

	2021		2020	
	Number of share options	Weighted average exercise price $	Number of share options	Weighted average exercise price $
Outstanding at the beginning of the year	**18,527,000**	**1.84**	37,267,000	2.13
Forfeited during the year	**(2,560,000)**	**2.32**	(18,740,000)	2.42
Exercised during the year [1]	**(60,000)**	**1.76**	–	–
Outstanding at the end of the year [2]	**15,907,000**	**1.66**	18,527,000	1.84
Exercisable at end of year	**15,907,000**	**1.66**	18,527,000	1.84

1. 60,000 share options were exercised in the current financial year (2020: Nil).
2. The exercise price for options outstanding at the end of the financial year was $1.66 (2020: range from $1.76 to $2.70). The remaining contractual life for these options is 0.45 years (2020: 1.35 years).

(b) Olam Share Plans

Olam Share Grant Plan ('OSGP')

On 30 October 2014, the Company had adopted the new Share Grant Plan ('OSGP'). The OSGP is a share-based incentive plan which involves the award of fully-paid shares, when and after pre-determined performance or service conditions are accomplished. Any performance targets set under the OSGP are intended to be based on longer-term corporate objectives covering market competitiveness, quality of returns, business growth and productivity growth. The actual number of shares to be delivered pursuant to the award granted will range from 0% to 192.5% and 200% of the base award and is contingent on the achievement of pre-determined targets set out in the three-year performance period and other terms and conditions being met.

The details of OSGP are described below:-

Olam Share Grant Plan ('OSGP') – Performance and Restricted Share Awards ('PSA' and 'RSA')	
Plan Description	Award of fully-paid ordinary shares of the Company, conditional on performance targets set at the start of a three-year performance period based on stretched long-term corporate objectives
Performance Conditions	• Absolute Total Shareholder Return ('TSR') • Relative Total Shareholder Return • Return on Equity ('ROE') • Profit after Tax and Minority Interest ('PATMI') Growth
Vesting Condition	Vesting based on meeting stated performance conditions over a three-year performance period
Payout	0% – 192.5% and 200% depending on the achievement of pre-set performance targets over the performance period.

31. Employee benefits expenses continued

(b) Olam Share Plans continued

Fair value of OSGP

The fair value of services received in return for shares awarded is measured by reference to the fair value of shares granted under the OSGP. The estimate of the fair value of the services received is measured based on a Monte Carlo simulation model, which involves projection of future outcomes using statistical distributions of key random variables including share price and volatility of returns. The inputs to the model used for the shares granted are shown below:-

Plan:	RSA and PSA	RSA and PSA	RSA and PSA	RSA and PSA
Grant date:	9 April 2021	3 April 2020	12 April 2019	12 April 2018
Dividend yield (%)	4.571	5.070	4.387	2.507
Expected volatility (%)	23.006	23.482	21.023	22.015
Risk-free interest rate (%)	0.601	0.625	1.873	1.980
Expected term (years)	2.98	2.99	2.97	2.97
Index (for Relative TSR)	Not applicable	Not applicable	Not applicable	Not applicable
Index volatility (%)	Not applicable	Not applicable	Not applicable	Not applicable
Correlation with Index (%)	Not applicable	Not applicable	Not applicable	Not applicable
Share price at date of grant ($)	1.750	1.360	1.980	2.360
Fair value at date of grant - PSA ($)	1.516	1.164	1.844	2.221
Fair value at date of grant - RSA ($)	1.556	1.198	1.781	2.218

The number of contingent shares granted but not released for both PSA and RSA awards as at 31 December 2021 was 61,194,683 (2020: 48,089,659).

Based on the achievement factor, the actual release of the PSA awards could range from zero to maximum of 80,879,896 (2020: 63,285,244) fully-paid ordinary shares of the Company.

32. Related party disclosures

An entity or individual is considered a related party of the Group for the purposes of the financial statements if: i) it possesses the ability (directly or indirectly) to control or exercise significant influence over the operating and financial decisions of the Group or vice versa; ii) it is subject to common control or common significant influence.

The following are the significant related party transactions entered into by the Group and Company in the ordinary course of business on terms agreed between the parties:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Subsidiary companies:				
• Sales of goods	**–**	–	**5,884,303**	4,305,486
• Sales of services, net	**–**	–	**5,057**	216
• Purchases	**–**	–	**18,411,868**	17,181,148
• Insurance premiums paid	**–**	–	**21,987**	11,377
• Commissions paid	**–**	–	**33,794**	36,777
• Interest received on loans, net	**–**	–	**31,560**	87,613
• Consultancy fee paid	**–**	–	**217,166**	168,558
• Management fee received	**–**	–	**40,008**	45,752
• Trademark income	**–**	–	**–**	41,855
• Dividend income received	**–**	–	**112,195**	–
• Toll processing charges paid	**–**	–	**236,208**	215,895
• Technical fees received	**–**	–	**76,619**	50,321
• Corporate guarantee received	**–**	–	**24,493**	11,222
Joint ventures:				
• Sales of goods	**15,229**	41,596	**15,229**	41,595
• Purchases	**1,606**	4,566	**981**	3,354
• Management fee received	**122**	49	**–**	–
• Dividend income received	**2,809**	–	**2,809**	–
• Finance income	**–**	223	**–**	223
Associates:				
• Sales of goods	**187,023**	180,706	**186,672**	180,681
• Purchases	**40,957**	238,706	**40,957**	238,706
• Dividend income	**11,102**	4,194	**4,615**	4,194
• Commission paid	**379**	825	**379**	825
Shareholder related companies:				
• Sale of goods	**–**	54	**–**	54
• Purchases	**30,812**	33,290	**30,812**	33,290
• Commission paid	**102**	55	**102**	55

33. Compensation of directors and key management personnel

The remuneration of directors and key management personnel during the years is as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Directors' fees	**2,601**	2,597	**2,526**	2,522
Salaries and employee benefits	**33,029**	32,660	**28,622**	29,362
Central Provident Fund contributions and equivalents	**12,227**	726	**11,410**	195
Share-based expense	**10,517**	9,058	**8,674**	7,943
	58,374	45,041	**51,232**	40,022
Comprising amounts paid to:-				
Directors of the Company	**11,946**	18,087	**11,871**	18,012
Key management personnel	**46,428**	26,954	**39,361**	22,010
	58,374	45,041	**51,232**	40,022

Directors' interests in employee share benefit plans

At the end of the reporting date, the total number of outstanding options/shares that were issued/allocated to the directors and key management personnel under existing employee benefit schemes is given below:-

	2021 Options/shares	2020 Options/shares
Employee Share Option Scheme:		
Directors	**–**	3,250,000
Key management personnel	**10,240,000**	7,240,000
Olam Share Grant Plan:		
Directors	**4,026,317**	5,235,209
Key management personnel	**10,658,349**	6,750,375

34. Cash and short-term deposits

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Cash and bank balances	**3,292,115**	2,239,208	**1,363,797**	1,014,262
Deposits	**1,025,404**	876,669	**38,761**	17,930
	4,317,519	3,115,877	**1,402,558**	1,032,192

Cash at banks earn interest at floating rates based on daily bank deposit rates ranging from 0.01% to 23.00% (2020: 0.01% to 17.90%) per annum.

Deposits include short-term and capital guaranteed deposits. Short-term deposits are made for varying periods between 1 and 90 days (2020: 1 and 90 days) depending on the immediate cash requirements of the Group, and interest earned at floating rates ranging from 0.30% to 16.50% (2020: 0.34% to 16.00%) per annum and may be withdrawn on demand.

Deposits include capital guaranteed, non-interest bearing, index-linked structured deposits of $931,000 (2020: $4,549,000) and may be withdrawn on demand.

Cash and bank balances and deposits denominated in currencies other than functional currencies of Group companies are as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
Euro	**216,215**	350,248	**190,753**	327,661
Great Britain Pounds	**249,384**	139,702	**249,288**	138,859
United States Dollar	**102,593**	128,758	**–**	–
Singapore Dollar	**27,516**	33,204	**24,369**	18,570
Australian Dollar	**5,954**	3,320	**5,832**	3,311
Swiss Franc	**4,336**	2,137	**4,156**	2,094
Japanese Yen	**2,905**	813	**2,764**	–

34. Cash and short-term deposits continued

Cash and cash equivalents

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise the following:-

	Group	
	2021 $'000	2020 $'000
Cash and bank balances	**3,292,115**	2,239,208
Deposits	**1,025,404**	876,669
Structured deposits	**(931)**	(4,549)
Bank overdrafts (Note 25)	**(155,739)**	(261,434)
	4,160,849	2,849,894

Bank overdrafts are included in the determination of cash and cash equivalents because they form an integral part of the Group's cash management.

35. Financial risk management policies and objectives

The Group and the Company are exposed to financial risks from its operations and the use of financial instruments. The Board of Directors and Board Risk Committee reviews and agrees on policies and procedures for the management of these risks, which are executed by the Chief Financial Officer and Head of Risk. The Board Risk Committee provides independent oversight to the effectiveness of the risk management process.

The Group's principal financial instruments, other than derivative financial instruments and investment in security, comprise bank loans, medium-term notes, term loans from banks, bonds, cash and bank balances, fixed deposits and bank overdrafts. The main purpose of these financial instruments is to finance the Group's operations. The Group has various other financial assets and liabilities such as trade receivables and trade payables, which arise directly from its operations.

The Group also enters into derivative transactions, including interest rate swaps, commodity options, swaps and futures contracts and foreign currency forward contracts. The purpose is to manage the commodity price risk, foreign currency risk and interest rate risk arising from the Group's operations and its sources of financing.

There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks.

The main risks arising from the Group's financial instruments are commodity price risk, credit risk, foreign currency risk, liquidity risk and interest rate risk. The Board of Directors reviews and agrees on the policies for managing each of these risks and they are summarised below:-

(a) Commodity price risk

Commodities traded by the Group are subject to fluctuations due to a number of factors that result in price risk. The Group purchases and sells various derivative products, primarily exchange traded futures and options with the purpose of managing market exposure to adverse price movements in these commodities. The Group has established policies and exposure limits that restrict the amount of unhedged fixed price physical positions in each commodity.

The Group also enters into commodity derivatives for trading purposes. The Group's trading market risk appetite is determined by the Board of Directors, with detailed exposure limits recommended by the Executive Risk Committee and approved by the Board Risk Committee.

At balance sheet date, if the commodities price index increased by 1.0% with all other variables held constant, the Group's profit net of tax would have increased by $16,080,000 (2020: $7,120,000) given its net long commodity positions, arising as a result of fair value on Group's commodity futures, options contracts, physical sales and purchases commitments as well as the inventory held at balance sheet date.

35. Financial risk management policies and objectives continued

(b) Credit risk

Credit risk is limited to the risk arising from the inability of a customer to make payment when due. It is the Group's policy to provide credit terms only to creditworthy customers. These debts are continually monitored and therefore, the Group does not expect to incur material credit losses.

For computation of impairment losses on financial assets, the Group uses a provision matrix as presented below:-

Balance Sheet	Expected credit loss
Loan to associate (Note 15) Amount due from subsidiary companies (Note 17) Trade receivables (Note 18) Other current assets – Sundry receivables, export incentives and subsidies receivable, deposits, staff advances, insurance receivables, amount due from joint venture, associates and a shareholder related company (Note 22)	Expected credit loss is calculated by applying the default sovereign risk rating of the counterparties' country of domicile based on external benchmarks

The carrying amounts of trade receivables, other non-current and current assets, margin accounts with brokers, cash and short-term deposits payments, including derivatives with positive fair value represent the Group's maximum exposure to credit risk. No other financial assets carry a significant exposure to credit risk. Cash and bank balances and deposits are placed with reputable banks.

Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the operating segment profile of its trade receivables on an ongoing basis. The credit risk concentration profile of the Group's trade receivables at the end of the reporting period is as follows:-

	Group		Company	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000
By operating segments:				
Olam Food Ingredients ('ofi')	**998,648**	730,822	**304,537**	146,147
Olam Global Agri ('Olam Agri')	**1,158,602**	837,817	**758,381**	536,353
Olam International Limited ('OIL')	**37,817**	71,291	**–**	15,140
	2,195,067	1,639,930	**1,062,918**	697,640

The Group has no significant concentration of credit risk with any single customer.

35. Financial risk management policies and objectives continued

(c) Foreign currency risk

The Group trades its products globally and, as a result, is exposed to movements in foreign currency exchange rates. The primary purpose of the Group's foreign currency hedging activities is to protect against the volatility associated with foreign currency purchases and sales of raw materials and other assets and liabilities created in the normal course of business. The Group primarily utilises foreign currency forward exchange contracts and cross currency interest rate swap to hedge firm commitments.

The Group has transactional currency exposures arising from sales or purchases that are denominated in a currency other than the respective functional currencies of Group entities. The foreign currencies in which these transactions are denominated are mainly United States Dollar (USD), Great Britain Pounds (GBP), Euro (EUR), Australian Dollar (AUD), Singapore Dollar (SGD) and Japanese Yen (YEN).

The following table demonstrates the sensitivity of the Group's profit net of tax and equity to a reasonably possible change in the USD, GBP, EUR, AUD, SGD and YEN exchange rates, with all other variables held constant.

	Group			
	2021		2020	
	Profit net of tax $'000	**Equity $'000**	Profit net of tax $'000	Equity $'000
	Increase/ (decrease)	**Increase/ (decrease)**	Increase/ (decrease)	Increase/ (decrease)
SGD – strengthened 0.5%	**(5,133)**	**7,075**	(5,630)	2,516
GBP – strengthened 0.5%	**(1,541)**	**(4,506)**	(419)	(2,867)
USD – strengthened 0.5%	**945**	**–**	267	–
AUD – strengthened 0.5%	**(661)**	**5,985**	(10)	2,912
EUR – strengthened 0.5%	**2,041**	**(9,666)**	2,346	(17,696)
YEN – strengthened 0.5%	**(5,434)**	**–**	(4,946)	–

35. Financial risk management policies and objectives continued

(d) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations associated with its financial liabilities or due to shortage of funds.

To ensure continuity of funding, the Group primarily uses short-term bank facilities that are transaction-linked and self-liquidating in nature. The Group also has a multicurrency medium-term notes programme, as well as term loans from banks, to fund its ongoing working capital requirement and growth needs.

The table below summarises the maturity profile of the Group's and the Company's financial liabilities at the balance sheet date based on contractual undiscounted repayment obligations.

	2021 $'000				2020 $'000			
	One year or less	One to five years	Over five years	Total	One year or less	One to five years	Over five years	Total
Group								
Financial liabilities:								
Trade payables and accruals (Note 23)	**4,478,528**	**–**	**–**	**4,478,528**	2,908,555	–	–	2,908,555
Other current liabilities (Note 24)	**674,304**	**–**	**–**	**674,304**	474,174	–	–	474,174
Other non-current liabilities	**–**	**52,916**	**–**	**52,916**	–	53,798	–	53,798
Borrowings	**7,115,127**	**8,862,507**	**164,333**	**16,141,967**	6,687,666	6,142,350	939,878	13,769,894
Lease liabilities	**179,163**	**494,223**	**983,419**	**1,656,805**	140,889	478,444	1,024,043	1,643,376
Derivative financial instruments (Note 35(f))	**2,335,888**	**–**	**–**	**2,335,888**	2,276,851	–	–	2,276,851
Total undiscounted financial liabilities	**14,783,010**	**9,409,646**	**1,147,752**	**25,340,408**	12,488,135	6,674,592	1,963,921	21,126,648
Company								
Financial liabilities:								
Trade payables and accruals (Note 23)	**2,543,763**	**–**	**–**	**2,543,763**	1,408,750	–	–	1,408,750
Other current liabilities (Note 24)	**101,925**	**–**	**–**	**101,925**	62,418	–	–	62,418
Borrowings	**1,220,024**	**1,525,067**	**–**	**2,745,091**	1,441,928	1,504,834	503,014	3,449,776
Lease liabilities	**62,438**	**55,049**	**–**	**117,486**	27,309	40,913	–	68,222
Derivative financial instruments (Note 35(f))	**2,045,056**	**–**	**–**	**2,045,056**	2,006,753	–	–	2,006,753
Total undiscounted financial liabilities	**5,973,206**	**1,580,116**	**–**	**7,553,321**	4,947,158	1,545,747	503,014	6,995,919

The table below shows the contractual expiry by maturity of the Company's contingent liabilities and commitments. The maximum amount of the financial guarantee contracts drawn/undrawn are allocated to the earliest period in which the guarantee could be called.

	2021 $'000				2020 $'000			
	One year or less	One to five years	Over five years	Total	One year or less	One to five years	Over five years	Total
Company								
Financial guarantees	**4,412,300**	**–**	**–**	**4,412,300**	4,330,774	–	–	4,330,774

(e) Interest rate risk

The Company's and the Group's exposure to market risk for changes in interest rates relate primarily to its floating rate loans and borrowings. Interest rate risk is managed on an ongoing basis such as hedging the risk through interest rate derivatives with the primary objective of limiting the extent to which net interest exposure could be affected by adverse movements in interest rates. The details of the interest rates relating to the interest-earning financial assets and interest-bearing financial liabilities are disclosed in various notes to the financial statements.

At the balance sheet date, if interest rates had moved by 25 basis points with all other variables held constant, the Group's profit net of tax would have changed inversely by $31,572,000 (2020: $27,307,000).

35. Financial risk management policies and objectives continued

(f) Derivative financial instruments and hedge accounting

Derivative financial instruments are used to manage the Group's exposure to risks associated with foreign currency and commodity price. Certain derivatives are also used for trading purposes. The Group and Company have master netting arrangements with certain dealers and brokers to settle the net amount due to or from each other.

As at 31 December 2021, the settlement dates on open foreign exchange derivatives and commodity derivatives ranged between 1 and 38 months (2020: 1 and 24 months).

The Group's and Company's derivative financial instruments that are offset are as follows:-

	2021				2020			
	Fair value				Fair value			
	Group		Company		Group		Company	
	Assets $'000	Liabilities $'000	Assets $'000	Liabilities $'000	Assets $'000	Liabilities $'000	Assets $'000	Liabilities $'000
Derivatives held for hedging:								
Commodity contracts	44,445	–	45,653	–	5,079	–	6,670	–
Cross currency interest rate swap – Fair value hedge	8,684	(56,770)	7,881	(28,744)	46,268	(5,574)	17,657	–
Fair value hedge	53,129	(56,770)	53,534	(28,744)	51,347	(5,574)	24,327	–
Foreign exchange contracts – Cash flow hedge	7,732	–	7,732	–	–	(9,336)	–	(9,336)
Interest rate swaps – Cash flow hedge	232	(32)	232	(32)	–	(1,014)	–	(1,014)
Cash flow hedge	7,964	(32)	7,964	(32)	–	(10,350)	–	(10,350)
Total derivatives held for hedging	61,093	(56,802)	61,498	(28,776)	51,347	(15,924)	24,327	(10,350)
Derivatives held for trading:								
Foreign exchange contracts	535,989	(558,189)	430,361	(528,256)	634,681	(572,200)	546,572	(485,180)
Commodity contracts	6,090,644	(4,813,832)	5,337,057	(4,503,748)	6,607,189	(5,738,890)	5,976,576	(5,449,561)
Total derivatives held for trading	6,626,633	(5,372,021)	5,767,418	(5,032,004)	7,241,870	(6,311,090)	6,523,148	(5,934,741)
Total derivatives, gross	6,687,726	(5,428,823)	5,828,916	(5,060,780)	7,293,217	(6,327,014)	6,547,475	(5,945,091)
Gross amounts offset in the balance sheet	(3,092,935)	3,092,935	(3,015,724)	3,015,724	(4,050,163)	4,050,163	(3,938,338)	3,938,338
Net amounts in the balance sheet	3,594,791	(2,335,888)	2,813,192	(2,045,056)	3,243,054	(2,276,851)	2,609,137	(2,006,753)

35. Financial risk management policies and objectives continued

(f) Derivative financial instruments and hedge accounting continued

The Group applies hedge accounting in accordance with SFRS(I) 9 for certain hedging relationships which qualify for hedge accounting. The effects of applying hedge accounting for expected future sales and purchases on the Group's balance sheet and profit or loss are as follows:-

	Line item in the Balance Sheets where the hedging instrument is reported:	Group 2021 Assets $'000	Group 2021 Liabilities $'000	Group 2020 Assets $'000	Group 2020 Liabilities $'000
Fair value hedge – Commodity contracts					
Hedged item:					
Inventories	Inventories	**1,405,282**	**–**	1,754,964	–
Sales and purchase contracts	Derivative assets	**252,589**	**–**	170,827	–
Hedging instruments:					
Commodity contracts	Derivative assets	**44,445**	**–**	6,715	–
Fair value hedge – Cross currency interest rate swap					
Hedged item:					
Forecasted transactions relating to borrowings denominated in foreign currency	Borrowings – Bank loans, Term loans and EMTN	**–**	**(1,796,922)**	–	(1,393,929)
Hedging instruments:					
Cross currency interest rate swap	Derivative assets/(liabilities)	**8,684**	**(56,770)**	46,268	(5,574)
Cash flow hedge – Foreign exchange contracts					
Hedged item:					
Forecasted transactions denominated in foreign currency	Fair value adjustment reserves	**–**	**(28,562)**	33,290	–
Hedging instruments:					
Foreign exchange contracts	Derivative liabilities	**7,732**	**–**	–	(9,336)
Cash flow hedge – Interest rate swap					
Hedged item:					
Forecasted transactions denominated in foreign currency	Fair value adjustment reserves	**200**	**–**	–	(1,014)
Hedging instruments:					
Interest rate swap	Derivative assets/(liabilities)	**232**	**(32)**	–	(1,014)

Fair value hedge – Commodity contracts

The Group is exposed to price risk on the purchase side due to increase in commodity prices, on the sales sides and inventory held to decrease in commodity prices. Therefore, the Group applies fair value hedge accounting to hedge its commodity prices embedded in its inventories, sales and purchase contracts and uses commodity derivatives to manage its exposure. The Group determines its hedge effectiveness based on the volume of both hedged item and hedging instruments.

For the relevant commodity derivatives used for above hedge accounting purposes, the forecasted transactions are expected to occur within 3 to 24 months (2020: 3 to 24 months). These commodity derivatives held for hedge accounting are used to hedge the commodity price risk related to inventories, sales and purchases contracts. The accumulated amount of fair value hedge adjustments included in the carrying amount of the inventories for the current financial year amounts to $221,981,000 (2020: $178,264,000).

Fair value hedge – Cross currency interest rate swaps

The Group entered into cross-currency interest rate swap contracts in order to hedge the currency and interest rate exposures of the (i) JPY Term Loans and SGD Bank Loans and (ii) AUD, SGD and JPY EMTNs issued under the EMTN programme of the Group. The hedge on the exposure linked to future interest payments on these EMTNs and term loans are booked at fair value through profit or loss as a fair value hedge. The hedge on currency and interest rate exposure are booked at fair value through profit and loss, and is recorded in "Other expenses" and "Finance costs" respectively in the profit and loss account. At 31 December 2021, the cross-currency swap is effective until 2026 and is linked to the payment due date of the term loans or EMTNs. The critical terms of these swap contracts and their corresponding hedged items are matched, and the Group expects a highly effective hedging relationship with the swap contracts and the value of the corresponding hedged items to change systematically in opposite direction in response to movements in the underlying interest rate and exchange rates.

35. Financial risk management policies and objectives continued

(f) Derivative financial instruments and hedge accounting continued

Cash flow hedge – Foreign exchange contracts

For the relevant foreign exchange derivatives used for above hedging accounting purposes, the forecasted transactions are expected to occur within 48 months (2020: 38 months). The fair value of these derivatives recorded in the 'Other Comprehensive Income' are reclassified through the profit and loss account upon occurrence of the forecasted transactions and this amounts to $18,436,000 (2020: $20,241,000) for the current financial year. The net hedging gain recognised in the 'Other Comprehensive Income' in relation to such transactions amounts to $7,732,000 (2020: net hedging loss of $9,336,000) in the current financial year.

Cash flow hedge – Interest rate swaps

The Group entered into interest rate swap contracts to hedge against fluctuation in the international rates (LIBOR) on the floating rate exposure of its Structured Letter of Credit ("SLC"). All interest rate derivative financial instruments are in a cash flow hedge relationship resulting in changes in fair value are recognised in other comprehensive income. As at 31 December 2021, these hedges are effective until 2022 (2020: 2021) with 1-month to 3-month (2020: 1-month to 3-month) LIBOR rate ranging from 0.091% to 0.216% (2020: 0.15% to 1.58%) per year.

36. Fair values of assets and liabilities

(a) Fair value hierarchy

The Group classifies fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1 – Quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at the measurement date,
- Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3 – Unobservable inputs for the asset or liability.

36. Fair values of assets and liabilities continued

(b) Fair value of assets and liabilities that are carried at fair value

The following table shows an analysis of assets and liabilities carried at fair value by level of fair value hierarchy:-

	Group 2021				Group 2020			
	Quoted prices in active markets for identical instruments (Level 1) $'000	Significant other observable inputs (Level 2) $'000	Significant unobservable inputs (Level 3) $'000	Total $'000	Quoted prices in active markets for identical instruments (Level 1) $'000	Significant other observable inputs (Level 2) $'000	Significant unobservable inputs (Level 3) $'000	Total $'000
Recurring fair value measurements								
Financial assets:								
Long-term investment (Note 16)	–	–	31,335	31,335	–	–	24,342	24,342
Derivative financial instruments:-								
Commodity contracts	187,358	2,781,999	72,797	3,042,154	485,859	2,000,929	75,317	2,562,105
Foreign exchange contracts – fair value hedge	–	535,989	–	535,989	–	634,681	–	634,681
Foreign exchange contracts – cash flow hedge	–	7,732	–	7,732	–	–	–	–
Cross currency interest-rate swap – fair value hedge	–	8,684	–	8,684	–	46,268	–	46,268
Interest rate swap – cash flow hedge	–	232	–	232	–	–	–	–
	187,358	3,334,636	104,132	3,626,126	485,859	2,681,878	99,659	3,267,396
Financial liabilities:								
Derivative financial instruments:-								
Commodity contracts	661,141	1,028,953	30,803	1,720,897	904,991	760,191	23,545	1,688,727
Foreign exchange contracts – fair value hedge	–	558,189	–	558,189	–	572,200	–	572,200
Foreign exchange contracts – cash flow hedge	–	–	–	–	–	9,336	–	9,336
Cross currency interest-rate swap – fair value hedge	–	56,770	–	56,770	–	5,574	–	5,574
Interest rate swap – cash flow hedge	–	32	–	32	–	1,014	–	1,014
	661,141	1,643,944	30,803	2,335,888	904,991	1,348,315	23,545	2,276,851
Non-financial assets:								
Biological assets (Note 13)	–	–	489,013	489,013	–	–	473,165	473,165
Inventories (Note 20)	–	5,648,598	443,172	6,091,770	–	5,183,099	230,789	5,413,888

Determination of fair value

Long-term investment (Note 16) is fair valued based on adjusted enterprise valuation model using comparable companies price/book multiples as a basis in computing the fair value per share.

Foreign exchange contracts and interest rate swaps are valued using a valuation technique with market observable inputs. The most frequently applied valuation techniques include forward pricing and swap models, using present value calculations. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, interest rate curves and forward rate curves.

Commodity contracts, inventories, interest rate swaps and cross currency interest rate swaps are valued based on the following:-

- Level 1 – Based on quoted closing prices at the balance sheet date;
- Level 2 – Valued using valuation techniques with market observable inputs. The models incorporate various inputs including the broker quotes for similar transactions, credit quality of counter-parties, foreign exchange spot and forward rates, interest rate curves and forward rate curves of the underlying commodities; and
- Level 3 – Valued using inputs that are not based on observable inputs such as historical transacted prices and estimates.

Certain commodity contracts which were valued based on Level 3 in the previous financial year, are valued based on Level 2 in the current financial year as there were available third party quotes unlike in the previous financial year.

The fair value of biological assets has been determined through various methods and assumptions. Please refer to Note 13 for more details.

36. Fair values of assets and liabilities continued

(c) Level 3 fair value measurements

(i) Information about significant unobservable inputs used in Level 3 fair value measurements

The significant unobservable inputs used in the valuation of biological assets are disclosed in Note 13.

The following table shows the information about fair value measurements of other assets and liabilities using significant unobservable inputs (Level 3):-

Recurring fair value measurements	Valuation techniques	Unobservable inputs	Percentage
Financial assets/liabilities:			
Long-term investment	Comparable market approach	Price/book multiples	0.5% (2020: 0.5%)
Commodity contracts	Comparable market approach	Premium on quality per metric tonne	0% to 34% (2020: 0% to 32%)
Commodity contracts	Comparable market approach	Discount on quality per metric tonne	0% to 32% (2020: 0% to 24%)
Non-financial assets:			
Inventories	Comparable market approach	Premium on quality per metric tonne	0% to 19% (2020: 0% to 23%)
Inventories	Comparable market approach	Discount on quality per metric tonne	0% to 19% (2020: 0% to 23%)

Impact of changes to key assumptions on fair value of Level 3 financial instruments

The following table shows the impact on the Level 3 fair value measurement of assets and liabilities that are sensitive to changes in unobservable inputs that reflect reasonably possible alternative assumptions. The positive and negative effects are approximately the same.

	2021			2020		
		Effect of reasonably possible alternative assumptions			Effect of reasonably possible alternative assumptions	
	Carrying amount $'000	**Profit/(loss) $'000**	**Other comprehensive income $'000**	Carrying amount $'000	Profit/(loss) $'000	Other comprehensive income $'000
Recurring fair value measurements						
Financial assets:						
Long-term investment – increased by 0.5%	**31,335**	**–**	**157**	24,342	–	122
Long-term investment – decreased by 0.5%	**31,335**	**–**	**(157)**	24,342	–	(122)
Commodity contracts	**72,797**	**1,364**	**–**	75,317	(1,740)	–
Financial liabilities:						
Commodity contracts	**(30,803)**	**(2,390)**	**–**	(23,546)	(1,849)	–
Non-financial assets:						
Biological assets – discount rate increased by 0.5%		**(1,540)**	**–**		(1,107)	–
Biological assets – discount rate decreased by 0.5%		**1,554**	**–**		1,118	–
Biological assets – pricing increased by 1.0%	**489,013**	**3,604**	**–**	473,165	4,040	–
Biological assets – pricing decreased by 1.0%		**(3,604)**	**–**		(4,247)	–
Biological assets – yields increased by 1.0%		**3,888**	**–**		2,843	–
Biological assets – yields decreased by 1.0%		**(3,888)**	**–**		(2,843)	–
Inventories	**443,172**	**4,416**	**–**	230,789	2,411	–

In order to determine the effect of the above reasonably possible alternative assumptions, the Group adjusted the following key unobservable inputs used in the fair value measurement:-

- For long-term investment, the Group adjusted the share price of the valuation model by 0.5%.
- For certain commodity contracts and inventories, the Group adjusted the market prices of the valuation model by 1%.
- For biological assets, the Group adjusted the key assumptions applied to fair values of the valuation model as follows: discount rate by 0.5% and pricing and yields by 1.0% each

36. Fair values of assets and liabilities continued

(c) Level 3 fair value measurements continued

(ii) Movements in Level 3 assets and liabilities measured at fair value

The following table presents the reconciliation for all assets and liabilities measured at fair value, except for biological assets (Note 13), based on significant unobservable inputs (Level 3):-

	Commodity contracts – assets $'000	Commodity contracts – liabilities $'000	Inventories $'000	Long-term investment $'000	Biological assets $'000
At 1 January 2020	66,927	(5,399)	226,356	71,503	531,178
Total gain/(loss) for the year					
• Included in profit or loss	8,390	(18,146)	44,469	–	(60,277)
• Included in other comprehensive income	–	–	–	(39,738)	–
Growth / Birth (net of harvest/sale)	–	–	–	–	2,264
Purchases and sales, net	–	–	(40,036)	(7,423)	–
At 31 December 2020 and 1 January 2021	**75,317**	**(23,545)**	**230,789**	**24,342**	**473,165**
Total gain/(loss) for the year					
• Included in profit or loss	**(2,520)**	**(7,258)**	**44,798**	**–**	**69,229**
• Included in other comprehensive income	**–**	**–**	**–**	**6,993**	**–**
Growth / Birth (net of harvest/sale)	**–**	**–**	**–**	**–**	**(53,381)**
Purchases and sales, net	**–**	**–**	**167,585**	**–**	**–**
At 31 December 2021	**72,797**	**(30,803)**	**443,172**	**31,335**	**489,013**

(d) Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value

(i) Cash and short-term deposits, trade receivables, other current assets, margin accounts with brokers, amounts due from/(to) subsidiary companies, trade payables and accruals, other current liabilities and bank overdrafts.

The fair values of these financial instruments approximate their carrying amounts at the balance sheet date because of their short-term maturity.

(ii) Loan to associate, bank loans and term loans from banks

The carrying amount of loan to associates, bank loans and term loans from banks are an approximation of fair values as they are subjected to frequent repricing (floating rates) and/or because of their short-term maturity.

36. Fair values of assets and liabilities continued

(e) Fair value of financial instruments by classes that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value

(i) Loans to subsidiary companies

Loans to subsidiary companies are repayable only when the cash flow of the entities permits. Accordingly, the fair value of these amounts is not determinable as the timing of the future cash flow arising from these balances cannot be estimated reliably.

(ii) Medium-term notes and other bonds

The fair value of financial assets and liabilities by classes that are not carried at fair value and whose carrying amounts are not reasonable approximation of fair value are as follows:-

	Group		Company	
	Carrying amount $'000	**Fair value $'000**	**Carrying amount $'000**	**Fair value $'000**
31 December 2021				
Financial liabilities:				
Medium-term notes	**2,999,893**	**3,048,183**	**2,170,259**	**2,218,549**
31 December 2020				
Financial liabilities:				
Medium-term notes	3,262,438	3,319,979	2,449,347	2,506,888

The fair value of medium-term notes and all bonds is determined directly by reference to their published market bid price (Level 1) or valued using valuation techniques with market observable inputs (Level 2), where relevant at the end of the respective financial years.

37. Capital management

The Group manages the capital structure by a balanced mix of debt and equity. Necessary adjustments are made in the capital structure considering the factors vis-a-vis the changes in the general economic conditions, available options of financing and the impact of the same on the liquidity position. Higher leverage is used for funding more liquid working capital needs and conservative leverage is used for long-term capital investments. No changes were made in the objectives, policies or processes during the financial years ended 31 December 2020 and 31 December 2021.

The Group calculates the level of debt capital required to finance the working capital requirements using leverage/gearing ratio and the Group's policy is to maintain the net leverage ratio within 2 times.

As at balance sheet date, leverage ratios are as follows:-

	Group	
	2021	2020
Gross debt to equity:		
• Before fair value adjustment reserve	**2.32 times**	2.20 times
Net debt to equity:		
• Before fair value adjustment reserve	**1.72 times**	1.72 times

The Group assesses the level of debt capital used to finance capital investment in respect of the projected risk and returns of these investments using a number of traditional and modified investment and analytical models including discounted cash flows. It also assesses the use of debt capital to fund such investments relative to the impact on the Group's overall debt capital position and capital structure.

In order to manage its capital structure, the Group may issue debt of either a fixed or floating nature, arrange credit facilities, issue medium-term notes, issue new shares or convertible bonds and adjust dividend payments.

38. Classification of financial assets and financial liabilities

	Group 2021			Group 2020		
	Amortised cost $'000	**Fair value through Other Comprehensive Income $'000**	**Fair value through Profit or Loss $'000**	Amortised cost $'000	Fair value through Other Comprehensive Income $'000	Fair value through Profit or Loss $'000
Financial assets:						
Loan to associate (Note 15(b))	**18,490**	**–**	**–**	18,121	–	–
Long-term investment (Note 16)	**–**	**31,335**	**–**	–	24,342	–
Trade receivables (Note 18)	**2,195,067**	**–**	**–**	1,639,930	–	–
Margin accounts with brokers (Note 19)	**555,260**	**–**	**–**	121,663	–	–
Other current assets (Note 22)	**406,356**	**–**	**–**	565,891	–	–
Other non-current assets (Note 22)	**25,711**	**–**	**–**	34,384	–	–
Cash and short-term deposits (Note 34)	**4,317,519**	**–**	**–**	3,115,877	–	–
Derivative financial instruments (Note 35(f))	**–**	**7,964**	**3,586,827**	–	–	3,243,054
	7,518,403	**39,299**	**3,586,827**	5,495,866	24,342	3,243,054
Financial liabilities:						
Trade payables and accruals (Note 23)	**4,478,528**	**–**	**–**	2,908,555	–	–
Other current liabilities (Note 24)	**723,563**	**–**	**–**	518,653	–	–
Other non-current liabilities (Note 24)	**52,916**	**–**	**–**	53,798	–	–
Borrowings (Note 25)	**15,732,375**	**–**	**–**	13,247,344	–	–
Lease liabilities (Note 25)	**977,815**	**–**	**–**	912,018	–	–
Derivative financial instruments (Note 35(f))	**–**	**32**	**2,335,856**	–	10,350	2,266,501
	21,965,197	**32**	**2,335,856**	17,640,368	10,350	2,266,501

	Company 2021			Company 2020		
	Amortised cost $'000	**Fair value through Other Comprehensive Income $'000**	**Fair value through Profit or Loss $'000**	Amortised cost $'000	Fair value through Other Comprehensive Income $'000	Fair value through Profit or Loss $'000
Financial assets:						
Long-term investment (Note 16)	**–**	**–**	**–**	–	24,342	–
Trade receivables (Note 18)	**1,062,918**	**–**	**–**	697,640	–	–
Margin accounts with brokers (Note 19)	**498,185**	**–**	**–**	96,593	–	–
Other current assets (Note 22)	**25,431**	**–**	**–**	141,561	–	–
Cash and short-term deposits (Note 34)	**1,402,558**	**–**	**–**	1,032,192	–	–
Derivative financial instruments (Note 35(f))	**–**	**7,964**	**2,805,228**	–	–	2,609,137
	2,989,092	**7,964**	**2,805,228**	1,967,986	24,342	2,609,137
Financial liabilities:						
Amounts due to subsidiary companies (Note 17)	**2,722,718**	**–**	**–**	2,833,243	–	–
Trade payables and accruals (Note 23)	**2,543,763**	**–**	**–**	1,408,750	–	–
Other current liabilities (Note 24)	**130,297**	**–**	**–**	91,735	–	–
Borrowings (Note 25)	**2,530,183**	**–**	**–**	3,182,238	–	–
Lease liabilities (Note 25)	**114,213**	**–**	**–**	64,581	–	–
Derivative financial instruments (Note 35(f))	**–**	**32**	**2,045,024**	–	10,350	1,996,403
	8,041,174	**32**	**2,045,024**	7,580,547	10,350	1,996,403

39. Segmental information

In the financial year ended 31 December 2020, the Group announced its re-organisation wherein all businesses are re-organised and managed as three broad segments grouped in line with key customer trends and market opportunities with the aim of unlocking long-term shareholder value. The Group's supply chain activities of sourcing, processing and merchandising span across a broad range of agricultural products.

The new segmentation has been done in the following manner: -

- Olam Food Ingredients ("ofi") – Cocoa, Coffee, Edible nuts, Spices and Dairy
- Olam Global Agri ("Olam Agri") – Grains, Animal Feed & Protein, Edible Oil, Rice, Cotton and Commodity Financial Services
- Olam International Limited ("OIL") – De-prioritised businesses (Sugar, Wood Products, Rubber and Fertiliser and other de-prioritised assets), Gestating businesses (Olam Palm Gabon, Packaged foods, Infrastructure and Logistics) and Incubating businesses (Engine 2 growth platforms)

In the current financial year, as the Group went through the re-organisation process to align the business into the new segmentation as mentioned above, there were certain changes made and approved by the Board as follows:

- Specialty grains and seeds, such as sesame, chia seeds and quinoa have been reclassified from ofi to Olam Agri;
- Wood products (sustainable forestry concessions and saw milling operations in the Republic of Congo) and the Rubber processing and supply chain business have been reclassified from OIL to Olam Agri; and
- Coffee plantation business have been reclassified from OIL to ofi.

Accordingly, the Group has restated previously reported segment information for the year ended 31 December 2020.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items mainly comprise corporate cash, fixed deposits, other receivables and corporate liabilities such as taxation and borrowings. Assets which are unallocated are common and shared by segments and thus it is not practical to allocate them.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. The measure used by management to evaluate segment performance is different from the operating profit or loss in the consolidated financial statements, as explained in the table in Note 39(a).

Group financing (including finance cost), which is managed on group basis, and income tax which is evaluated on group basis are not allocated to operating segments.

The turnover by geographical segments is based on the location of customers regardless of where the goods are produced. The assets and capital expenditure are attributed to the location of those assets.

39. **Segmental information** continued

(a) Business segments

	Olam Food Ingredients		Olam Global Agri		Olam International Limited		Consolidated	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000
		As restated		As restated		As restated		As restated
Segment revenue:								
Sales to external customers	**14,606,252**	12,290,411	**31,276,945**	22,407,872	**1,118,754**	1,121,760	**47,001,951**	35,820,043
Segment result (EBIT)	**875,256**	749,477	**752,922**	497,017	**(205,575)**	(176,931)	**1,422,603**	1,069,563
Finance costs	**–**	–	**–**	–	**–**	–	**(530,395)**	(518,475)
Finance income	**–**	–	**–**	–	**–**	–	**92,330**	102,772
Exceptional items[1]	**7,356**	(40,189)	**–**	(5,910)	**(255,156)**	(385,585)	**(247,800)**	(431,684)
Profit before taxation							**736,738**	222,176
Taxation expense							**(133,927)**	(43,987)
Profit for the financial year							**602,811**	178,189
Segment assets	**14,540,180**	11,682,790	**8,558,196**	6,658,856	**3,183,027**	3,933,712	**26,281,403**	22,275,358
Unallocated assets [2]							**5,779,309**	4,427,284
							32,060,712	26,702,642
Segment liabilities	**3,348,395**	2,370,636	**3,316,166**	2,448,152	**351,005**	528,120	**7,015,566**	5,346,908
Unallocated liabilities [3]							**18,266,469**	15,319,755
							25,282,035	20,666,663
Other segmental information:								
Depreciation and amortisation	**341,898**	292,628	**176,728**	151,973	**108,568**	116,663	**627,194**	561,264
Share of results from joint ventures and associates	**2,193**	7,744	**9,247**	13	**8,335**	106,172	**19,775**	113,929
Investments in joint ventures and associates	**14,982**	105,879	**50,904**	32,628	**506,406**	526,439	**572,292**	664,946
Capital expenditure	**427,010**	346,620	**83,023**	71,532	**156,644**	223,095	**666,677**	641,247

(b) Geographical segments

	Asia, Middle East and Australia		Africa		Europe		Americas		Eliminations		Consolidated	
	2021 $'000	2020 $'000	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000	**2021 $'000**	2020 $'000
Segment revenue:												
Sales to external customers	**22,085,816**	16,515,754	**7,757,461**	5,939,927	**9,266,761**	7,239,921	**7,891,913**	6,124,441	**–**	–	**47,001,951**	35,820,043
Intersegment sales	**11,579,961**	9,744,131	**3,058,739**	2,328,722	**393,697**	214,542	**2,098,138**	1,637,772	**(17,130,535)**	(13,925,167)	**–**	–
	33,665,777	26,259,885	**10,816,200**	8,268,649	**9,660,458**	7,454,463	**9,990,051**	7,762,213	**(17,130,535)**	(13,925,167)	**47,001,951**	35,820,043
Non-current assets [4]	**4,041,694**	4,056,728	**3,092,028**	3,138,556	**756,169**	736,041	**2,723,248**	1,352,924	**–**	–	**10,613,139**	9,284,249

(c) Information on major customers

The Group has no single customer accounting for more than 10% of the turnover.

39. Segmental information continued

1 Exceptional items included the following items of income/(expenses):-

	Group	
	2021 $'000	**2020 $'000**
Gain on disposal of property, plant and equipment and intangible assets (Note 5)	**–**	1,966
Gain on partial divestment of associate (Note 15(b))	**–**	121,016
Gain on disposal of joint venture and associate, net (Note 15(a))	**8,630**	48,266
Gain on disposal of subsidiaries, net (Note 14)	**4,895**	–
Net loss on fair value of biological assets	**(28,533)**	–
Impairment of property, plant and equipment and intangible assets (Note 7)	**(46,969)**	(500,950)
Transaction costs incurred in business combinations (Note 7)	**(6,280)**	–
Group re-organisation costs (Note 7)	**(107,184)**	–
Business restructuring and closure costs (Note 7)	**(72,359)**	(101,982)
	(247,800)	(431,684)

Finance costs of $530,395,000 includes an exceptional item amounting to $26,868,000 in relation to the bridge financing bank loan that the Group has put in place relation to the group re-organisation in current financial year.

2 The following unallocated assets items are added to segment assets to arrive at total assets reported in the consolidated balance sheet:-

	Group	
	2021 $'000	2020 $'000
Cash and bank balances	**3,292,115**	2,239,208
Fixed deposits	**1,025,404**	876,669
Other current/non-current assets	**1,027,373**	1,020,008
Non-current assets held for sale	**136,316**	39,255
Long-term investments	**31,335**	24,342
Deferred tax assets	**266,766**	227,802
	5,779,309	4,427,284

3 The following unallocated liabilities items are deducted from segment liabilities to arrive at total liabilities reported in the consolidated balance sheet:-

	Group	
	2021 $'000	2020 $'000
Borrowings	**15,732,375**	13,247,344
Lease liabilities	**977,815**	912,018
Deferred tax liabilities	**583,261**	369,230
Other current/non-current liabilities	**792,929**	587,508
Provision for taxation	**180,089**	203,655
	18,266,469	15,319,755

4 Non-current assets mainly relate to property, plant and equipment, intangible assets, biological assets, investments in joint ventures and associates and long-term investments.

40. Events occurring after the reporting period

(a) Group re-organisation exercise

On 20 January 2020, the Company announced that that it would pursue a group re-organisation exercise of its portfolio of businesses into two new operating groups: (1) Olam Food Ingredients ("ofi") which focuses on cocoa, coffee, dairy, edible nuts and spices; and (2) Olam Global Agri ("Olam Agri") which focuses on grains, animal feed, edible oils, rice, cotton, and commodity financial services, having proprietary and operating capabilities in farming, global origination, processing, trading, logistics, distribution and risk management; and (iii) Olam International Limited ("OIL") which focusses on gestating and infrastructure assets and the packaged foods business. This re-organisation was initiated to simplify OIL's portfolio, sharpen its focus, and unlock long-term value via a proposed carve-out, IPO and demerger of the two operating groups (the "Proposed Transactions").

Accordingly, on 14 December 2021, the Company announced that it is proposing to seek the approval of its shareholders to carry out the Proposed Transactions in relation to the proposed restructuring of the Company by way of a scheme of arrangement under Section 210 of the Companies Act 1967 (the "Scheme"). As part of the Scheme, Olam Group Limited ("OGL") (held by Sunny George Verghese, Co-Founder, Group CEO and Executive Director, as the subscriber shareholder on trust for and on behalf of the OGL) that was incorporated on 26 August 2021 and which converted into a public company limited by shares on 8 December 2021 would acquire all of the shares in the Company held by its shareholders through the Scheme. This would result in OGL taking over the Company as the new public limited company trading on Singapore Exchange Securities Trading Limited ("SGX-ST") and the concurrent delisting of the Company (as further described in details below).

This announcement led to a series of events post 31 December 2021 as indicated below:

(i) 14 January 2022: The Company announced that the notice of the court hearing date to convene the Scheme meeting has been fixed for 25 January 2022.

(ii) 18 January 2022: The Company commenced an invitation to the relevant holders of the certain notes and perpetual securities (the "Existing Securities") issued pursuant to its US$5,000,000,000 Euro medium-term notes ('EMTN') programme to, inter alia:

- (in respect of the 2022 SGD Notes, the 2023 USD Notes and the 2026 SGD Notes) seek the approval of the holders of such Existing Securities to waive any potential event of default or event of default under such Existing Securities that may arise as a result of the Proposed Transactions;
- (in respect of the 2023 USD Notes, the 2017 Perpetual Securities and the 2021 Perpetual Securities) seek the approval of the holders of such Existing Securities to agree to the substitution of OGL on or after a copy of the Scheme Court Order has been lodged with the Registrar of Companies, in place of the Company as principal debtor and issuer of such Existing Securities, and to release the Company from all obligations and liabilities under such Existing Securities;
- (in respect of the 2023 USD Notes) seek the approval of the holders of the 2023 USD Notes to introduce a call option in the novated 2023 USD Notes that will allow OGL to redeem the novated 2023 USD Notes (in whole or in part) at any time at the Make-Whole Amount; and
- (in respect of the 2023 USD Notes) offer to the holders of the 2017 Perpetual Securities to exchange any and all of their 2017 Perpetual Securities for Singapore dollar denominated subordinated perpetual securities to be consolidated and form a single series with the existing 2021 Perpetual Securities for the Exchange Consideration.

40. Events occurring after the reporting period continued

(a) Group re-organisation exercise continued

(iii) 27 January 2022: Issuance of the circular in relation to the Proposed Transactions through various corporate actions including the Scheme, proposed dividend in specie, proposed disposals, dilution and demerger as part of the group re-organisation exercise as mentioned above; and seeking for shareholders approval through an extraordinary general meeting ("EGM"). The EGM was held on 18 February 2022 and was approved by shareholders.

(iv) 23 February 2022: The Company filed its summons with the General Division of the High Court of Singapore ("the Court") for an order for sanction of the Scheme and this was fixed for hearing on 3 March 2022.

(v) 3 March 2022: The Court had sanctioned the Scheme and the Scheme shall become effective and binding upon the lodgement of the Scheme Court Order with the Registrar of Companies in Singapore. Other key information included that the Scheme effective date is expected to be 15 March 2022, the shares in Olam is expected to be transferred to the OGL on 15 March 2022 and OGL is expected to start trading on 16 March 2022 on SGX-ST and concurrent delisting of the Company.

(vi) 9 March 2022: The Company submitted the request for suspension of trading of its shares on SGX-ST in connection with the Proposed Transactions by way of the Scheme and this is with immediate effect.

(vii) 11 March 2022: Subject to the satisfaction of the Scheme Condition on 15 March 2022, the Company intends to (i) execute the relevant deeds of novation in respect of the 2017 Perpetual Securities and the 2021 Perpetual Securities and (ii) issue the New 2021 Perpetual Securities pursuant to the Exchange Offer on 23 March 2022 following the satisfaction of the Scheme Condition. After the execution of the Deeds of Novation, Holders should note that Olam Group Limited will substitute Olam International Limited as the issuer of the 2017 Perpetual Securities and the 2021 Perpetual Securities.

(viii) 16 March 2022: All share transfers as mentioned at (v) above have been completed and OGL commenced trading on SGX-ST and the Company has been delisted.

(b) The recent Ukraine-Russia crisis which started on 24 February 2022 has global implications for agri-commodities. The revenues generated from Ukraine & Russia are not material to the Group. However, we are closely monitoring the situation regarding the short-term impacts and potential longer-term implications to global food and agri supply chains.

(c) On 11 February 2022, Olam has entered into definitive agreements with Africa Transformation and Industrialization Fund ("ATIF"), a management led buy-out group, for the sale of its remaining equity stakes in ARISE Integrated Industrial Platforms ("ARISE IIP") and ARISE Infrastructure Services ("ARISE IS"), part of the ARISE group, for an aggregate cash consideration of approximately S$255,203,000.

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