The Board of Directors ("the Board") continues to reinforce the importance of good corporate governance in building a sustainable business, and is committed to ensuring that the highest standards of corporate governance are practiced throughout IJM Plantations Berhad and its subsidiaries ("the Group").

The Board is pleased to present this overview statement which sets out a summary of the Group’s corporate governance practices during the financial year ended 31 March 2018 ("FY2018") in accordance with the Malaysian Code on Corporate Governance ("the Code"). This statement is to be read together with the Corporate Governance Report 2018 ("CG Report") of the Company as the application of each practice as set out in the Code is disclosed in the CG Report. The CG Report is available on the Company’s website www.ijm.com/plantation and Bursa Malaysia’s website.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

I. Board Responsibilities

1. Board Duties and Responsibilities

The Board is primarily responsible for the Group’s overall strategic plans for business performance, overseeing the proper conduct of business, succession planning of key management, risk management, shareholders’ communication, internal control, management information systems and statutory matters; whilst Management is accountable for the execution of the expressed policies and attainment of the Group’s corporate objectives. The demarcation complements and reinforces the supervisory role of the Board. Nevertheless, the Board is always guided by the Board Charter which outlines the duties and responsibilities and matters reserved for the Board in discharging its duties. The Board Charter also acts as a source of reference and primary induction literature in providing insights to Board members and senior management. The Board reviews the Board Charter from time to time and the last review was carried out in November 2017 following the release of the Code. The details of the Board Charter are available for reference at www.ijm.com/plantation.

During FY2018, the Board had a Strategic Review and Planning Session ("Session") whereby Management presented their short-term and long-term business strategy plans which covered economic, environmental and social aspects. Strategies including enhancing shareholders value creation, sustainability capabilities, business opportunities, plantations mechanisation and digitalisation initiatives were discussed. Constructive views were shared and valuable insights were provided at the Session.

At the scheduled Board meeting in February of each year, the Board reviews the Budget of the Group which includes comparing the actual results against budgets, and considering the new budget and proposed capital expenditure. The Board and Management deliberate on the proposed budgets and debate the rationale and assumptions used for the Budget.

In order to assist in the execution of the Board’s responsibilities for the Group, certain functions have been delegated by the Board to Committees. Clear defined terms of reference have been given to these Committees to enable them to operate effectively. The Committees are authorised by the Board to deal with and to deliberate on matters delegated to them within their terms of reference. The Chairmen of the respective Committees report to the Board on the outcome of their Committee meetings and such reports are included in the Board papers.
2. Roles and Responsibilities of the Chairman and the Chief Executive Officer & Managing Director

The role of the Independent Non-Executive Chairman and the Chief Executive Officer & Managing Director ("CEO&MD") are distinct and separate, and the positions are held by different individuals, in order to ensure that there is a balance of power and authority. The responsibilities of the Independent Non-Executive Chairman and the CEO&MD are set out in the Board Charter.

3. Company Secretary

The Board is supported by a qualified and competent Company Secretary to provide sound governance advice, ensure adherence to Board policies, rules and procedures, and advocate adoption of corporate governance best practices. The profile of the Company Secretary is provided on page 15. The Directors always have access to the advice and services of the Company Secretary especially relating to procedural and regulatory requirements such as company and securities laws and regulations, governance matters and Main Market Listing Requirements ("LR"). The Company Secretary undertakes continuous professional development and her details of trainings/seminars attended are available for reference at www.ijm.com/plantation.

4. Board and Board Committees Meetings

All Directors are provided with the performance and progress reports on a timely basis prior to the scheduled Board meetings. The Company had moved towards electronic Board and Board Committee papers since 2011. All Board papers, including those on complicated issues or specific matters and minutes of all Board Committee meetings, are distributed electronically at least five (5) business days in advance to ensure Directors are well informed and have the opportunity to seek additional information, and are able to obtain further clarification from the Company Secretary, should such a need arise. The Company Secretary always ensures proper minutes of all deliberations and decisions of the Board and Board Committees are recorded.

Board meetings (including Board Committees’ meetings) are scheduled in advance prior to the new calendar year, to enable the Directors to plan ahead and coordinate their respective schedules and/or events. The Board conducts at least four (4) scheduled meetings annually, with additional meetings convened as and when necessary. However, informal meetings and consultations are frequently and freely held to share expertise and experiences. Directors are also invited to attend the Board Committees’ meetings, where deemed necessary. During FY2018, four (4) Board meetings were held.
The attendance record of each Director is as follows:-

<table>
<thead>
<tr>
<th></th>
<th>Number of Meetings Attended</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Executive Directors</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Joseph Tek Choon Yee</td>
<td>4/4</td>
<td>100%</td>
</tr>
<tr>
<td>Purushothaman A/L Kumaran</td>
<td>4/4</td>
<td>100%</td>
</tr>
<tr>
<td><strong>Independent Non-Executive Directors</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tan Sri Dato’ Wong See Wah</td>
<td>3/4</td>
<td>75%</td>
</tr>
<tr>
<td>M. Ramachandran A/L V. D. Nair</td>
<td>4/4</td>
<td>100%</td>
</tr>
<tr>
<td>Pushpanathan A/L S. A. Kanagarayar</td>
<td>4/4</td>
<td>100%</td>
</tr>
<tr>
<td>Datuk Dr. Choo Yuen May</td>
<td>4/4</td>
<td>100%</td>
</tr>
<tr>
<td>Fatimah Binti Merican (Appointed on 1 November 2017)</td>
<td>2/2</td>
<td>100%</td>
</tr>
<tr>
<td><strong>Non-Executive Directors</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Tan Sri Dato’ Tan Boon Seng @ Krishnan</td>
<td>4/4</td>
<td>100%</td>
</tr>
<tr>
<td>Dato’ Soam Heng Choon</td>
<td>4/4</td>
<td>100%</td>
</tr>
</tbody>
</table>

In order to further enhance Board governance, the Board had during FY2018 conducted sessions of Non-Executive Directors without the presence of Executive Directors, prior to each of the Board meetings, to address any of their areas of concern. Where appropriate, the relevant comments and feedback by the Non-Executive Directors were then shared with the Executive Directors.

The Directors also attended the annual Senior Management Forum of IJM Corporation Berhad ("IJM") Group where operational strategies, performance progress and other issues are presented, discussed and communicated to the managers of the Group.

In fostering the commitment of the Board that the Directors devote sufficient time to carry out their responsibilities, the Directors are required to notify the Chairman before accepting any new directorships and such notifications shall include an indication of time that will be spent on the new appointments. In addition, assurances are given by the Directors that their new appointments will not affect their commitment and responsibilities as Directors of the Company. In the event that the Chairman has any new directorship or significant commitments outside the Company, he will also notify the Board. All Directors shall hold not more than five (5) directorships each in public listed companies.

During the annual Board evaluation, each Director was assessed whether he/she was able to devote adequate time and attention for Board meetings, Board briefings, Committee meetings and activities of the Company. Overall, the Board was satisfied with the commitment of all members of the Board and the time contributed by each of them. The time commitment of the Directors was demonstrated by the full attendance and time spent at the Board and Board Committee meetings during FY2018.

5. **Code of Ethics & Conduct**

The Board is committed to creating a corporate culture within the Group to operate the businesses of the Group in an ethical manner and to uphold the highest standards of professionalism and exemplary corporate conduct. The Board adheres to the principles and standards of business ethics and conduct as stipulated in the Code of Ethics and Conduct ("CEC") of the Group, which is available for reference at www.ijm.com/plantation.

6. **Whistle-Blowing Policy**

The Board encourages employees and associates to report incidences of suspected and/or known misconduct, wrongdoings, instances of corruption and fraud, wastage, and/or abuse involving the resources of the Group. The Whistle-Blowing Policy adopted by the Company provides and facilitates a mechanism for any employee and associate to report concerns about any suspected and/or known misconduct, wrongdoings, corruption, fraud, wastage and/or abuse. The Whistle-Blowing Policy is posted on the Company’s website at www.ijm.com/plantation for ease of access for reporting by employees, associates and third parties of the Group.
II. Board Composition

The Board comprises more than 50% of Independent Directors. Seven (7) of the nine (9) Board members are Non-Executive Directors and among the Non-Executive Directors, five (5) are Independent. The Chairman is one (1) of the Independent Non-Executive Directors.

Mr M. Ramachandran A/L V. D. Nair is the Senior Independent Non-Executive Director to whom queries or concerns relating to the Group may be conveyed by shareholders by way of writing to the Company's registered address or electronic mail to csa@ijm.com or contact via Tel: +603-79858131.

The balance between Independent Non-Executive, Non-Executive and Executive Directors, together with the support from Management, is to ensure that there is an effective and fair representation for the shareholders, including minority shareholders. It further ensures that issues of strategy, performance and resources are fully addressed and investigated to take into account the long-term interests of shareholders, other relevant stakeholders and the community in which the Group conducts its business.

The composition and size of the Board is reviewed from time to time to ensure its appropriateness and effectiveness. The profile of each Director is presented on pages 10 to 15.

1. Independence

The Independent Non-Executive Directors play a crucial role of bringing objectivity to the decisions made by the Board. They provide independent judgement, experience and objectivity without being subordinated to operational considerations. They help to ensure that the interests of all stakeholders are taken into account and that the relevant issues are subjected to objective and impartial consideration by the Board.

The Company has adopted a policy to limit the tenure of independent directors to a maximum of 12 years. However, the retention of independent directors after serving a cumulative term of nine (9) years are subject to shareholders' approval in line with the recommendation of the Code.

To-date, two (2) of the Independent Non-Executive Directors, namely Tan Sri Dato' Wong See Wah and Mr M. Ramachandran A/L V. D. Nair, have served the Board for more than nine (9) years.

Tan Sri Dato’ Wong who had completed his 9-year tenure on 16 August 2015, was retained as Independent Non-Executive Chairman by the shareholders of the Company at the Annual General Meetings (“AGMs”) for the past three (3) years from 2015 to 2017. Tan Sri Dato’ Wong will complete his 12-year tenure as an Independent Director in August 2018 and will be retiring from the Board at the conclusion of the forthcoming AGM to be held in August 2018.

Mr Ramachandran had completed his 9-year tenure on 28 May 2016, and was retained as an Independent Non-Executive Director by the shareholders of the Company at the AGMs held on 23 August 2016 and 22 August 2017. Mr Ramachandran, who has served 11 years tenure as an Independent Non-Executive Director, would be recommended by the Board to be retained as an Independent Non-Executive Director, subject to the approval of shareholders at the forthcoming AGM in August 2018.

2. Board Diversity

The Directors have a diverse set of skills, experience and knowledge necessary to govern the Group. The Directors are professionals in the fields of agriculture, finance, accounting, engineering, management and information technology, property and public administration. Together, they bring a wide range of competencies, capabilities, technical skills and relevant experiences to support the needs of the Group to make it one of the foremost plantation companies in the country.

During the financial year 2017, Datuk Dr. Choo Yuen May was appointed to the Board as the first woman director. The Board has subsequently appointed an additional woman Director, namely Puan Fatimah Binti Merican, as an Independent Non-Executive Director in November 2017. The percentage of women directors on the Board for FY2018 was 22% (Financial Year 2017: 12%). The Board will endeavour to meet the 30% women Directors requirement as soon as practicable pursuant to the Board Diversity Policy of the Company which is available for reference at www.ijm.com/plantation.
3. Nomination & Remuneration Committee

The Nomination & Remuneration Committee (“NRC”) which was established on 26 April 2003, comprises exclusively of Non-Executive Directors with a majority of them being Independent Directors. Mr M. Ramachandran A/L V. D. Nair, the Senior Independent Non-Executive Director, is the Chairman of the NRC, and the other members are Mr Pushpanathan A/L S. A. Kanagarayar and Dato’ Soam Heng Choon. The terms of reference of the NRC are available for reference at www.jm.com/plantation.

The activities of the NRC during FY2018 included the following:-

(i) review of the Balanced Scorecard of the CEO&MD and the Group;
(ii) review of the salaries, bonuses & incentives for senior management of the Group;
(iii) review of the evaluation form for assessment of Audit Committee members (self & peers);
(iv) review of the revised evaluation form for Board assessment;
(v) review of the Board Diversity Policy of the Company;
(vi) review of the appointment of the new Director;
(vii) assessment and evaluation of the effectiveness of the Board and individual Directors through the annual Board evaluations (including the CEO&MD and the independence of Independent Non-Executive Directors);
(viii) assessment and evaluation of the effectiveness of the Audit Committee and individual Committee members through the annual Audit Committee evaluations;
(ix) review of the retention of Independent Non-Executive Director and re-election of Directors at the AGM;
(x) review of the gratuity payments for key senior management; and
(xi) review of the Directors’ fees and benefits payable to Non-Executive Directors.

All recommendations of the NRC are subject to the endorsement of the Board.

The NRC meets as required. Two (2) meetings were held during FY2018 and the attendance record of each member of the NRC is as follows:

<table>
<thead>
<tr>
<th>Number of Meetings Attended</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>M. Ramachandran A/L V. D. Nair</td>
<td>2/2</td>
</tr>
<tr>
<td>Pushpanthan A/L S. A. Kanagarayar</td>
<td>2/2</td>
</tr>
<tr>
<td>Dato’ Soam Heng Choon</td>
<td>2/2</td>
</tr>
</tbody>
</table>

4. Board and Board Committee Evaluation

The Board undertook a formal and rigorous annual evaluation of its own performance, that is the Board as a whole and that of the Individual Directors for FY2018 via an in-house e-Evaluation System. The Board evaluation comprises a Board Assessment by Individual Directors, Self & Peer Assessments and Assessments of Independence of Independent Directors (collectively referred to as “the Assessments”). Based on the results of the Assessments, the NRC was satisfied with the performance and effectiveness of the Board.

After taking into consideration of the Code’s emphasis on good corporate governance and making reference to the best practice questionnaires for Board evaluation, the Board, through the NRC, had revised the Board Evaluation Form during FY2018.

The Board also undertook an evaluation on the Audit Committee via the e-Evaluation System to review its performance and determine whether the Audit Committee had carried out its duties in accordance with its terms of reference.
In view of the appropriate level of knowledge, skills, experience and commitment of the Audit
Committee members being critical to the Audit Committee’s ability to discharge its responsibilities
effectively, an assessment of the Audit Committee members (self & peer) was also carried out during
the financial year. The Board was satisfied with the performance and effectiveness of the Audit
Committee.

The Board was satisfied with the outcome of the evaluation and was of the view that the internal
evaluation was adequate to determine the overall effectiveness of the Board and individual
Directors. The Board agreed that there was no necessity to engage an independent party to conduct
the evaluation for FY2018. The engagement of an independent expert will be looked into at the
appropriate time in the future as may be determined by the Board.

5. Directors’ Training

During the financial year, all the Directors have attended relevant various in-house and external
training programmes, workshops, seminars, briefings and/or conferences. The trainings attended by
the Directors were related to legislations, corporate governance, accounting and finance, industry
knowledge, cyber security and sustainability. The Board has undertaken an assessment of the
training needs of each Director through the Self & Peer Assessment during the financial year.

The details of each of the Directors’ Training and participation in activities of the Group are available

Induction sessions were provided by the Company Secretary, the CEO&MD and the Chief Financial
Officer & Executive Director to the new Director, namely Puan Fatimah Binti Merican, appointed
during FY2018 to assist her in the understanding of the roles of a Director, the Group’s business
strategies and operational matters.

Where possible and when the opportunity arises, Board visits will be organised to locations within
the Group’s operating businesses to enable the Directors to obtain a better perspective of the
businesses and enhance their understanding of the Group’s operations.

III. Remuneration

1. Remuneration Policy and Procedures

The Company supports levels of remuneration and compensation necessary to attract, retain
and motivate quality people required to lead, manage and serve the Company in a competitive
environment. The appropriate levels of remuneration and compensation are essential to enhance
the long-term interests of the stakeholders and shareholders.

The Board has adopted a remuneration policy to provide clear and guiding principles for determining
the remuneration of the Board and senior management and to align their interests with the interests
of shareholders and with the business strategies of the Group. The remuneration policy of the
Company is available for reference at www.ijm.com/plantation.

The annual remuneration review takes place in April annually. The remuneration of the Group will
be reviewed by the CEO&MD with the relevant internal and external inputs before presenting it to
the NRC for approval. The NRC reviews the remuneration of Non-Executive Directors, Executive
Directors and senior management in the month of May annually whereby the NRC will consider
various factors including the performance of the Group, individual performance, duties, responsibilities
and commitments of the Directors and senior management. Upon the review by the NRC, the
appropriate recommendations will be made to the Board for approval. The Board will consider and, if
deemed appropriate, approve the recommended remuneration for the Executive Directors and senior
management. As for the remuneration of the Non-Executive Directors, upon the endorsement of the
recommendation by the NRC, the Board will propose the remuneration for approval by the shareholders
at the following AGM.
2. Directors’ Remuneration

The details of the remuneration of Directors during the financial year are as follows:

A. The Directors’ total remuneration consists of different components as shown in the table below:

<table>
<thead>
<tr>
<th></th>
<th>Salaries RM’000</th>
<th>Fees RM’000</th>
<th>Bonuses, Incentives &amp; Others RM’000</th>
<th>Benefits -in-kind RM’000</th>
<th>Total RM’000</th>
</tr>
</thead>
<tbody>
<tr>
<td>Executive Directors</td>
<td>1,823</td>
<td>-</td>
<td>1,683</td>
<td>68</td>
<td>3,574</td>
</tr>
<tr>
<td>Non-Executive Directors</td>
<td>-</td>
<td>831</td>
<td>45*</td>
<td>-</td>
<td>876</td>
</tr>
<tr>
<td>Total</td>
<td>1,823</td>
<td>831</td>
<td>1,728</td>
<td>68</td>
<td>4,450</td>
</tr>
</tbody>
</table>

* Meeting allowances paid/payable to the Non-Executive Directors for Board and Board Committee meetings attended during the financial year.

B. Aggregate remuneration of each Director:

<table>
<thead>
<tr>
<th>Executive Directors</th>
<th>RM’000</th>
</tr>
</thead>
<tbody>
<tr>
<td>Joseph Tek Choon Yee</td>
<td>1,670</td>
</tr>
<tr>
<td>Purushothaman A/L Kumaran</td>
<td>1,904</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Non-Executive Directors</th>
<th>RM’000</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tan Sri Dato’ Wong See Wah</td>
<td>179</td>
</tr>
<tr>
<td>M. Ramachandran A/L V. D. Nair</td>
<td>153</td>
</tr>
<tr>
<td>Pushpanathan A/L S. A. Kanagarayar</td>
<td>159</td>
</tr>
<tr>
<td>Datuk Dr. Choo Yuen May</td>
<td>129</td>
</tr>
<tr>
<td>Fatimah Binti Merican (Appointed on 1 November 2017)</td>
<td>38</td>
</tr>
<tr>
<td>Tan Sri Dato’ Tan Boon Seng @ Krishnan</td>
<td>92</td>
</tr>
<tr>
<td>Dato’ Soam Heng Choon</td>
<td>126</td>
</tr>
<tr>
<td>Total</td>
<td>4,450</td>
</tr>
</tbody>
</table>

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

I. Audit Committee

1. Composition of Audit Committee

The Audit Committee comprises entirely of Independent Non-Executive Directors. The Chairman of the Audit Committee, Mr Pushpanathan A/L S. A. Kanagarayar is a member of the Institute of Chartered Accountants of Scotland (ICAS), the Malaysian Institute of Certified Public Accountants (MICPA) and the Malaysian Institute of Accountants (MIA). He is not the Chairman of the Board. The other members of the AC are Mr M. Ramachandran A/L V. D. Nair and Datuk Dr. Choo Yuen May.

2. Relationship with the Auditors

Through the Audit Committee, the Board has a direct relationship with the external auditors. The role of the Audit Committee in relation to the external auditors is set out on pages 39 to 42. The external auditors were invited and had attended all the Audit Committee meetings and AGM during the financial year.
The Audit Committee (together with the Chief Financial Officer and Chief Audit Executive) had undertaken an assessment on the suitability of the external auditors for the financial year pursuant to the External Auditors Policy, which has outlined the guidelines and procedures for the assessment and monitoring of external auditors. There were no major concerns from the results of the assessment of the External Auditors. The Audit Committee was satisfied with the performance of the external auditors in terms of their quality of services provided as well as their exercise of audit independence.

The details of the External Auditors Policy are available for reference at www.ijm.com/plantation. Pursuant to the policy, the partner responsible for the Group audit is rotated at least every five (5) financial years and in the event of a former audit partner being appointed as a member of the Board and Audit Committee, he/she shall observe a cooling-off period of at least two (2) years before such appointment.

3. Related Party Transactions

Related party transactions of the Group for FY2018 are disclosed in Note 31 to the Financial Statements. Except for those disclosed in Note 31 to the Financial Statements, there were no material contracts of the Group involving Directors and major shareholders during the reporting period.

The Audit Committee had reviewed the related party transactions that arose within the Group to ensure that the transactions were fair and reasonable, not detrimental to the minority shareholders and were in the best interests of the Company.

4. Directors’ Responsibility Statement

The Companies Act 2016 ("the Act") requires the Directors to cause the preparation of the financial statements for each financial year in accordance with the provisions of the Act and applicable approved accounting standards to give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year and of the results and cash flows of the Group and of the Company for the financial year. Where there are new accounting standards or policies that become effective during the year, the impact of these new standards would be stated in the notes to the financial statements, accordingly.

The Directors have ensured that Management, in preparing the financial statements:

- adopted appropriate accounting policies which were consistently applied;
- made judgments and used estimates that are reasonable and prudent;
- ensured that all applicable accounting standards have been followed; and
- considered the going concern basis as the Directors have a reasonable expectation, having made enquiries, that the Group and the Company have adequate resources to continue in operations for the foreseeable future.

The Directors are responsible for ensuring that the Company keeps accounting records which disclose, with reasonable accuracy, the financial position of the Group and the Company and which enable them to ensure that the financial statements comply with the provisions of the Act. The Directors have also taken such steps as are reasonably available to safeguard the assets of the Group, and to prevent fraud and other irregularities.

II. Risk Management and Internal Control Framework

The Board is responsible for establishing and maintaining a sound risk management and internal control system to ensure that the shareholders’ investments, other stakeholders’ interest and assets of the Group are safeguarded. The Board through the Audit Committee evaluates the adequacy and effectiveness of the internal control system by reviewing the actions taken on lapses, recommendations of internal auditors and Management responses.

The Group’s Statement on Risk Management and Internal Control which provides an overview of the risk management framework and state of internal control within the Group, is set out on pages 43 to 47.
I. Communication with Stakeholders

The Company places great importance in ensuring the highest standards of transparency and accountability in the disclosure of pertinent information to its shareholders as well as to potential investors, analysts and the public.

The Group conducts regular dialogues with financial analysts. At least two (2) scheduled IJM Group Briefings are held each year, usually coinciding with the release of the IJM Group’s second and final quarter’s results, to explain the results achieved as well as the strategies going forward.

The Company also participates in several institutional investor forums both locally and outside Malaysia. The summary of the Group’s investor relations activities during the financial year and additional corporate information and/or disclosures of the Group are available for reference at www.ijm.com/plantation.

The Group has established a comprehensive website at www.ijm.com/plantation, which includes a dedicated section on Investor Relations, to support its communication with the investor community. To better serve stakeholders of the Group, a feedback page on the website provides an avenue for stakeholders to suggest improvements to the Group via email: ijmir@ijm.com. In addition, stakeholders who wish to reach the Group can do so through the ‘Contact Us’ or ‘Feedback’ page.

Investor queries pertaining to financial performance or company developments may be directed to the Assistant General Manager (Investor Relations) of IJM, Mr Shane Guha Thakurta (Tel : +603-79858041, Fax: +603-79529388, E-mail: shanethakurta@ijm.com), whereas shareholder and company related queries may be referred to the Company Secretary, Ms Ng Yoke Kian (Tel: +603-79858131, Fax: +603-79521200, E-mail: csaijm.com).

II. Conduct of General Meetings

The AGM is the principal forum for dialogue with shareholders. The notice of the AGM and the annual report are sent out to the shareholders at least 28 days before the date of the AGM.

All Directors had attended the last AGM held during the financial year. At the last AGM, a presentation was given to shareholders by the CEO&MD to explain the Group’s strategy, performance and major developments, including the responses to questions raised by the Minority Shareholder Watchdog Group ("MSWG") in relation to the operational and financial performance of the Group, which were submitted by MSWG prior to the AGM. The Board encourages shareholders to actively participate in the question and answer session at all general meetings.

Shareholders are encouraged to be aware of their rights with regards to the convening of general meetings and appointment of proxies. The details of the shareholder’s rights are available for reference at www.ijm.com/plantation.

At the last AGM, the Company adopted electronic voting for the conduct of poll on all resolutions. All shareholders were briefed on the voting procedures by the poll administrator prior to the poll voting and an independent scrutineer was appointed to validate the votes cast and announce the poll results.

The extract of minutes of general meetings (including the list of attendance of Directors, pertinent questions raised by shareholders and the respective responses, and outcome of the voting results) are made available to the shareholders and public for reference at www.ijm.com/plantation.

A press conference is normally held after each AGM and/or General Meeting of the Company to provide the media an opportunity to receive an update from the Board on the proceedings at the meetings and to address any queries or areas of interest.

This Corporate Governance Overview Statement is made in accordance with the resolution of the Board of Directors dated 12 July 2018.